

# CIRCULAR TO SHAREHOLDERS

**CO-OPERATIVE INSURANCE COMPANY PLC**  
**Registration No. PQ00255274**  
**CIRCULAR TO SHAREHOLDERS**

**Dear Shareholder,**

The Board of Directors of Co-operative Insurance Company PLC wishes to inform Shareholders that the 28th Annual General Meeting (“AGM”) of the Company will be conducted virtually through audio and/or audio-visual means at 10:30 AM on Saturday, 27th June 2026.

The decision to conduct the AGM through a virtual platform has been taken considering the prevailing economic conditions in the country, the importance of minimizing operational and travel-related expenditure, prevailing fuel usage limitations, and the need to facilitate broader shareholder participation in a safe, efficient, and convenient manner.

In addition to the ordinary business of the AGM, the Board of Directors has resolved to place before the Shareholders a Special Resolution seeking approval to amend Article No. 75 of the Articles of Association of the Company in line with recommendations made by the Insurance Regulatory Commission of Sri Lanka (“IRCSL”).

The proposed amendments are intended to further strengthen the composition of the Board by facilitating the appointment of professionally qualified and experienced Independent Non-Executive Directors with expertise in areas such as Insurance, Finance, Marketing, Legal, Information Technology, and other relevant professional disciplines, thereby enhancing the overall governance and strategic oversight of the Company.

The proposed amendments will not result in an increase in the number of Directors on the Board, but are intended to strengthen the professional composition, independence, expertise, and overall effectiveness of the Board in line with evolving regulatory and governance expectations.

The proposed draft amendments to the Articles of Association have been submitted to the IRCSL and the same have been acknowledged by the regulator prior to being placed before Shareholders for approval at the AGM.

Shareholders may access the Notice of Meeting, Form of Proxy, and Meeting Registration Form through the QR Code placed on this Circular.

Accordingly, the following arrangements will apply in relation to the AGM:

1. The 28th AGM of Co-operative Insurance Company PLC (“the Company”) will be convened as a virtual meeting on Saturday, 27th June 2026 at 10:30 a.m., originating from the Board Room of the Registered Office of the Company at No. 74/5, Grandpass Road, Colombo 14.
2. Necessary arrangements will be made for Shareholders who wish to participate in the AGM through the online meeting platform and login credentials together with participation guidelines will be forwarded to eligible Shareholders in advance of the Meeting.

3. The login credentials issued for participation at the AGM are strictly confidential and are authorized only for use by the relevant Shareholder, Proxy holder, or authorized representative, as applicable. The Company shall not be responsible or liable for any misuse or unauthorized use of such credentials.
4. Shareholders who wish to participate at the AGM through the online platform are requested to duly complete and forward the Registration Form attached to the Notice of Meeting by email to [agm2026@coopinsu.com](mailto:agm2026@coopinsu.com), by registered post, or by hand delivery to the Registered Office of the Company at No. 74/5, Grandpass Road, Colombo 14, or by uploading the same through the system using the QR Code provided in the Registration Form, not less than forty-eight (48) hours prior to the scheduled time of the Meeting.
5. Voting on the matters set out in the Agenda of the AGM will be conducted electronically through the online voting platform. The relevant procedures and instructions relating to voting will be explained to Shareholders prior to the commencement of the Meeting.
6. Shareholders are reminded that they are entitled to appoint a Proxy to attend and vote on their behalf and such Proxy need not be a Shareholder of the Company. Shareholders who wish to appoint a Director of the Company as their Proxy are requested to forward the duly completed Proxy Form clearly indicating their voting instructions in respect of each resolution set out therein to the Registered Office of the Company.
7. The Notice of Meeting, will be published in Sinhala and English newspapers and Form of Proxy, Registration Form, and related documents pertaining to the 28th AGM will also be made available on the website of the Colombo Stock Exchange and the Company’s official website at <https://ci.lk> or through below QR code
8. Shareholders requiring any clarification or assistance in relation to this Circular or participation at the AGM may contact the Company through [agm2026@coopinsu.com](mailto:agm2026@coopinsu.com).

BY ORDER OF THE BOARD



Secretaries  
Kalupahana & Thilakarathne Law Associates

05th June, 2026

