

2ND ANNUAL GENERAL MEETING NOTICE

Centurion Public Limited Company

Invitation

Centurion Public Limited Company (“The company” or “CPLC”) cordially invites our shareholders to attend the Company’s 2nd Annual General Meeting (AGM) scheduled to be held on the 28th May 2018, Monday at 22:00hrs at Champa Central Hotel, Male’.

The Agenda of the 2nd Annual General Meeting is as Follows:

1. Recitation of the Holy Qur’an
2. Welcome address by the Company Chairman
3. Approval of the Minutes of previous Annual General Meeting.
4. Presentation of Annual Report of the year 2017.
5. Approval of the Dividend for the year 2017
6. Appointment of Auditors of the Company for the year 2017 and fixing their remuneration.
7. Any other business.
8. Vote of thanks

10th May 2018

Contact information:
Company Secretary

Phone: 7969336 / 3005607

Email: info@centurion.mv



General information for Annual General Meeting

1. Registration at 2nd Annual General Meeting

All shareholders and proxies who wish to attend the AGM are required to register. Registration will be open from 0930hrs to 1400hrs on Monday the 28th of May 2018, at Champa Central Hotel, Male'.

All shareholders and proxies must present their national identity card or passport for registration.

Proxies are required to duly complete proxy form when attend to the AGM. Proxy forms will be available at company website. (<http://centurion.mv/investor-relations/>) and at company counter.

2. Participation in the AGM

All the Shareholders whose name appears on the Shareholders' Register as at 16th May 2018 (book closure date) are entitled to participate in the 2nd Annual General Meeting, and are entitled to any benefit thereof.

3. Appointment of Proxy at AGM.

In the event a shareholder of the company is unable to attend the Annual General Meeting may appoint a proxy to attend and vote at the Annual General Meeting on his/her behalf. Shareholders who would like to revoke their proxy appointment can revoke the rights given to the proxy by submitting the Proxy Revocation from one hour prior to commencement of the Annual General Meeting.

4. Voting Procedure

Voting Procedures for the Annual General Meetings is presented as follows according to company article of association:

- Obtaining the right to vote;
All Shareholders and proxies must register prior to arriving at the AGM to be eligible to vote. Upon registration, shareholders and proxies will be entitled to receive the rights to vote.



- **Use of voting power;**

Upon registration shareholders and proxies will be given the right to vote. In accordance with the Articles of Association (118) of Centurion Public Limited Company, shareholders who are present in person or by proxy at the AGM will by default vote on a show of hands. Each shareholder and proxy is entitled to one vote on a show of hands.

- **Individual voting or poll voting;**

A resolution put to vote at the Annual General Meeting will be decided on a show of hands unless a poll is demanded by one or more shareholder(s) at the meeting who are entitled to vote (or their proxies) and who have between them at least ten percent (10%) of the total votes of all shareholders who have the right to vote at the meeting. On a poll, every shareholder present in person or proxy will have one vote for every share he or she holds.

- **Minimum votes requires to pass the resolution;**

A resolution in order to pass will require 51% of the total share of the company including 5 Shareholder (voting personally or through proxies or representatives appointed in writing).

- **Minimum votes requires to pass the resolution;**

A special resolution in order to pass will require 51% of those shareholders / Proxies present at the Annual General Meeting.

5. Approval of the Minutes of previous Annual General Meeting.

The Annual General Meeting (AGM) 2017 was held on Tuesday, 25th July 2017, at 20:30hrs at Champa Central Hotel, Male', Republic of Maldives. The draft minutes can be accessed on the company's website by accessing the link (<http://centurion.mv/investor-relations/>)

6. Approval of the Directors Report and Audited Financial Statement for the year ended 31 December 2017

The Board of Directors, on the 11th July 2017 resolved to propose the Directors Report and Independent Auditors Report for the year 2016 for shareholders consideration and approval at the company's 1st Annual General Meeting.

The Audited Financial Statement for the year ending 31st December 2017 was approved by the Board of Directors on the 09th May 2018, and is included within the 2017 Annual report.

7. Approval of full and final Dividend for 2017

The Board of Directors, on the 09th May 2018, resolved to submit for shareholder's consideration and approval, a full year's dividend of MVR 1,133,640 amounting 51.09% of the year's profits.

The final dividend will be payable to all shareholders listed in the Company's Shareholders Register as on 30th April 2018.

8. Appointment of the External Auditor of the Company

As recommended by the Audit Committee the Board of Directors are proposing the appointment of KPMG to carry out the statutory audit for the financial year 2018, with a reasonable fee addition for last year audit fee of US\$ 6400/- with 6% GST.

END

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