

THE COLOMBO FORT LAND AND BUILDING PLC
Company No. PQ 172

C/o. Corporate Managers & Secretaries (Private) Limited
8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1.

04th September 2023

CIRCULAR TO SHAREHOLDERS

Dear Shareholder/s,

ONE HUNDRED AND TWENTY FOURTH GENERAL MEETING

It has been decided to hold the One Hundred and Twenty Fourth Annual General Meeting of the Company as a Virtual Meeting on 27th September 2023 at 11.00 a.m. via an online meeting platform in accordance with the Articles of Association of the Company and in line with the guidelines issued by the Colombo Stock Exchange (CSE) on the Conduct of Virtual Meetings.

Shareholders who wish to participate at the meeting via Online Platform are kindly requested to complete and return the Registration Form attached hereto to reach the Registered Office of the Company 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1, or via e-mail to cflbagm2023@cmsl.lk at least 3 days prior the date of the Meeting. Upon receipt of the duly completed Registration Form the Company's Secretaries will email Virtual Meeting login information to the eligible Shareholders or their duly nominated Proxies to enable them to join the meeting.

If a Shareholder/Proxy holder intends joining the Virtual AGM via a smart phone, it is necessary for him/her to download the "Zoom Mobile App" onto his/her smart phone. Similarly, if the Shareholder/Proxy holder wishes to join the meeting via a desktop computer, the link could be opened by downloading the "Zoom Desktop App" to the respective desktop computer.

Also enclosed herewith are the Notice of Meeting and the Form of Proxy for the One Hundred and Twenty Fourth Annual General Meeting of the Company.

Please be advised that the Annual Report of the Company for the Financial Year ended 31st March 2023 is available on the CSE website:-

<https://cse.lk/pages/company-profile/company-profile.component.html?symbol=CFLB.N0000>

In the event you require assistance in downloading or accessing the website, kindly contact Mr. Jehan Ratnakumar on 0 11 2344485 -9 or e-mail jehan@cmsl.lk any time between 9.00 a.m. and 4.00 p.m. on any working day.

If you wish to receive a printed copy of the Annual Report, please send your written request by returning the duly completed Form of Request which is available on the aforesaid CSE website to reach us at the Registered Address of the Company as mentioned above or e-mail same to cflbagm2023@cmsl.lk. The printed copy will be forwarded within eight (8) market days from the receipt of the written request provided there is no disruption in the postal service.

If you have any queries in obtaining a printed copy of the Annual Report, please contact the following officials any time between 9.00 a.m. and 4.00 p.m. on any working day.

Name	Contact No.	e-mail
Ms. Geethika Priyadarshini	0112344485-9	geethika@cmsl.lk
Ms. Monisha Selvam	0112344485-9	monisha@cmsl.lk

Further, if shareholders who are unable to participate at the Meeting wish to raise any queries, such queries could be sent in writing to the Company via e-mail to cflbagm2023@cmsl.lk or by post to the Registered Office of the Company as mentioned above not less than five (5) days before the date of the Meeting. This is in order to enable the Company Secretaries to compile the queries and forward same to the attention of the Board of Directors so that same could be addressed at the Meeting.

Shareholders who are unable to attend may complete and return the Form of Proxy to reach the Registered Office of the Company not later than 48 hours before the time fixed for the holding of the Meeting.

By Order of the Board,
THE COLOMBO FORT LAND AND BUILDING PLC
CORPORATE MANAGERS & SECRETARIES (PVT.) LTD.
Secretaries

THE COLOMBO FORT LAND AND BUILDING PLC
Company No. PQ 172

Notice of Meeting

Notice is hereby given that the One Hundred and Twenty Fourth Annual General Meeting of The Colombo Fort Land & Building PLC will be held on 27th September 2023 at 11.00 a.m. and conducted as a Virtual Meeting from 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1, and the business to be brought before the meeting will be:

1. To receive and consider the Annual Report of the Board of Directors and the Statement of Accounts for the year ended 31st March, 2023 with the Report of the Auditors thereon.
2. To declare a First and Final Dividend of Rs.0.25 per share as recommended by the Directors.
3. To re-elect Mr. P.M.A. Sirimane who retires by rotation in accordance with Articles 85 and 86 of the Articles of Association, as a Director.
4. To re-elect Mr. S. Rajaratnam who retires by rotation in accordance with Articles 85 and 86 of the Articles of Association, as a Director.
5. To reappoint Mr. A.M. de S. Jayaratne, as a Director. As Mr. A.M. de S. Jayaratne is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a Resolution, which is set out below in relation to his reappointment. (See Note No.04).
6. To reappoint Mr. C.P.R. Perera, as a Director. As Mr. C.P.R. Perera is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a Resolution, which is set out below in relation to his reappointment. (See Note No.05).
7. To reappoint Mr. S.D.R. Arudpragasam as a Director. As Mr. S.D.R. Arudpragasam is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a resolution which is set out below in relation to his reappointment (see Note No.06).
8. To reappoint Mr. A.R. Rasiah as a Director. As Mr. A.R. Rasiah is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a resolution which is set out below in relation to his reappointment (see Note No.07).
9. To authorise the Directors to determine contributions to Charities.
10. To reappoint Messrs. KPMG, Chartered Accountants as Auditors and to authorise the Directors to determine their remuneration.

By Order of the Board,
Corporate Managers & Secretaries (Private) Limited
Managers & Secretaries

Colombo
04th September 2023

Note:

1. A member is entitled to appoint a Proxy to attend and vote in his/her stead and a Proxy need not be a member of the Company. A Form of Proxy is enclosed with this Report. The instrument appointing a Proxy must be completed and deposited at the Registered Office of the Company, not less than forty- eight hours before the time fixed for the meeting.
2. Members are encouraged to vote by Proxy through the appointment of a member of the Board of Directors to represent them and vote on their behalf. Members are advised to complete the Form of Proxy and their voting preferences on the specified resolutions to be taken up at the meeting and submit the same to the Company in accordance with the instructions given on the reverse of the Form of Proxy.
3. Please refer the CSE website and the “Circular to Shareholders” dated 04th September 2023 for further instructions relating to the Annual General Meeting and for joining the Meeting virtually.
4. The Company has received Special Notice from a shareholder of the Company giving notice of the intention to move the following Resolution regarding the reappointment of Mr. A.M. de S. Jayaratne, as an Ordinary Resolution at the Annual General Meeting of the Company:
“Resolved –
That Mr. A.M. de S. Jayaratne who is eighty three years of age be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of 70 years referred to in Section 210 of the Companies Act No.07 of 2007 shall not apply to the said Director, Mr. A.M. de S. Jayaratne.”
5. The Company has received Special Notice from a shareholder of the Company giving notice of the intention to move the following Resolution regarding the reappointment of Mr. C.P.R. Perera as an Ordinary Resolution at the Annual General Meeting of the Company:
“Resolved –
That Mr. C.P.R. Perera who is seventy nine years of age be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of 70 years referred to in Section 210 of the Companies Act No.07 of 2007 shall not apply to the said Director, Mr. C.P.R. Perera.”
6. Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution regarding the reappointment of Mr. S.D.R. Arudpragasam as an Ordinary Resolution at the Annual General Meeting of the Company:
“Resolved –
That Mr. S.D.R. Arudpragasam who is seventy two years of age be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Director, Mr. S.D.R. Arudpragasam.”
7. Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution regarding the reappointment of Mr. A.R. Rasiah as an Ordinary Resolution at the Annual General Meeting of the Company:
“Resolved –
That Mr. A.R. Rasiah who is seventy seven years of age be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Director, Mr. A.R. Rasiah.”

THE COLOMBO FORT LAND AND BUILDING PLC
Company No. PQ 172

Form of Proxy

I/We of
.....
being a member/members of THE COLOMBO FORT LAND & BUILDING PLC hereby appoint
..... of
.....

- | | |
|---------------------------------------|----------------------------|
| 1. Sri Dhaman Rajendram Arudpragasam | of Colombo or failing him, |
| 2. Ajit Mahendra de Silva Jayaratne | of Colombo or failing him, |
| 3. Anushman Rajaratnam | of Colombo or failing him, |
| 4. Chrisantha Priyange Richard Perera | of Colombo or failing him, |
| 5. Parakrama Maithri Asoka Sirimane | of Colombo or failing him, |
| 6. Sanjeev Rajaratnam | of Colombo or failing him, |
| 7. Albert Rasakantha Rasiah | of Colombo |

as my/our proxy to represent me/us, to speak and to vote on my/our behalf at the One Hundred and Twenty Fourth Annual General Meeting of the Company to be held on 27th September 2023 at 11.00 a.m. and at any adjournment thereof and at every poll which may be taken in consequence of the aforesaid meeting.

		For	Against
1.	To receive and consider the Annual Report of the Board of Directors and the Statement of Accounts for the year ended 31st March 2023 with the Report of the Auditors thereon.		
2.	To declare a First and Final Dividend of Rs.0.25 per share as recommended by the Directors.		
3.	To re-elect Mr. P.M.A. Sirimane, who retires by rotation in terms of Articles 85 and 86 of the Articles of Association, as a Director.		
4.	To re-elect Mr. Sanjeev Rajaratnam who retires by rotation in terms of Articles 85 and 86 of the Articles of Association, as a Director.		
5.	To reappoint Mr. A.M. de S. Jayaratne, as a Director. As Mr. A.M. de S. Jayaratne is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a Resolution, which is set out in the Notice of Meeting.		
6.	To reappoint Mr. C.P.R. Perera as a Director. As Mr. C.P.R. Perera is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a Resolution, which is set out in the Notice of Meeting.		
7.	To reappoint Mr. S.D.R. Arudpragasam as a Director. As Mr. S.D.R. Arudpragasam is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a Resolution, which is set out in the Notice of Meeting.		
8.	To reappoint Mr. A.R. Rasiah as a Director. As Mr. A.R. Rasiah is over 70 years of age, Special Notice has been received from a shareholder of the intention to pass a Resolution, which is set out in the Notice of Meeting.		
9.	To authorize the Directors to determine contributions to charities.		
10.	To reappoint Messrs KPMG, Chartered Accountants, as Auditors and to authorize the Directors to determine their remuneration.		

As witness my/our hand(s) this day of 2023.

.....
Signature of Shareholder

Note:

1. A proxy need not be a member of the Company.
2. Please indicate with an X in the space provided how your proxy is to vote. If there is in the view of the proxy holder doubt (by reason of the way in which the instructions contained in the proxy have been completed) as to the way in which the Proxy holder should vote, the Proxy holder shall vote as he thinks fit.
3. Instructions as to completion appear on the reverse hereof.

INSTRUCTIONS AS TO COMPLETION OF FORM OF PROXY

1. To be valid, this Form of Proxy must be deposited at the Registered Office of the Company No. 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1, not less than 48 hours before the time appointed for the holding of the meeting.
2. In perfecting the Form of Proxy, please ensure that all details are legible.
3. Please indicate clearly how your Proxy is to vote on the resolution. If no indication is given the Proxy at his discretion may vote as he thinks fit.
4. In the case of Corporate Members, the Form of Proxy must be under seal or under the hand of an Authorised Officer or Attorney.
5. Where the Form of Proxy is signed under a Power of Attorney (POA) which has not been registered with the Company, the original POA together with a photocopy of the same, or a copy certified by a Notary Public must be lodged with the Company along with the Form of Proxy.

THE COLOMBO FORT LAND AND BUILDING PLC

Company No. PQ 172

Registration Form

Participation at the 124th Annual General Meeting (AGM) of The Colombo Fort Land and Building PLC to be held on 27th September 2023 at 11.00 a.m. and conducted as a virtual meeting from 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 01.

DETAILS OF SHAREHOLDER

Full Name of the Principal Shareholder :

NIC No./Passport No./Company Registration No. :

CDS Account No. :

Folio No. indicated in the Address Label:.....

Residential Address :

Telephone No/s :

Email :

Full Name of 01st Joint Holder :

NIC No/ Passport No. :

Full Name of 02nd Joint holder :

NIC No/ Passport No. :

In the event a Proxy holder is appointed by the Shareholder the following details of him/her will also be required.

DETAILS OF PROXY HOLDER : (only if a proxy is appointed)

Full name of Proxy holder :

NIC No./Passport No. of Proxy holder:

Telephone No/s. : Email :

Signature/s : : :
Principal Shareholder 01st Joint holder 02nd Joint holder

Date :

Note : In the case of a Company/Corporation, the Shareholder Registration Form must be signed under its Common Seal which should be affixed and attested in the manner prescribed by its Articles of Association and in the case of the Registration Form being signed by an Attorney, the Power of Attorney, must be deposited at the Registered Office of the Company, 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 01, Sri Lanka or emailed to cflbagm2023@cmsl.lk

FORM OF REQUEST

To : The Colombo Fort Land and Building PLC
C/o. Corporate Managers & Secretaries (Private) Limited
8-5/2, Leyden Bastian Road, York Arcade Building
Colombo 1.

REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT OF THE COLOMBO FORT LAND AND BUILDING PLC – 2022/2023

With reference to your Circular dated 04th September 2023, I/We wish to request for a printed copy of the Annual Report of The Colombo Fort Land and Building PLC for the Financial Year 2022/2023.

My/Our details are as follows -

Full Name of Shareholder: :

NIC/Passport/Co. Reg. No. :

Folio No. indicated in the address label :

Address :
.....
.....

Contact Number :

E-mail address :

.....
Signature

.....
Date

Notes:

Please complete the Form of Request by filling in legibly the required information, signing in the space provided and filling in the date of signature.

In the case of Joint Holders the Form of Request may be executed by the Registered Principal Holder.

In the event the Shareholder is a Company, the Form of Request should be signed under its Common Seal or by a duly Authorized Officer of the Company in accordance with its Articles of Association.