

ARPICO INSURANCE PLC – PB 4739 PQ

310, High Level Road, Nawinna, Maharagama.

CIRCULAR TO SHAREHOLDERS

Dear Shareholder,

We wish to bring to your notice that in terms of amendment of Rule 7.5 of the Listing Rules of the Colombo Stock Exchange, the Listed Companies are provided with the flexibility regarding the mode of dispatching the Annual Reports. The Shareholders can now access Annual Report of the Company via <http://www.arpicoinsurance.com/financial-information/> or <https://www.cse.lk/home/company-info/AINS.N0000/financial>

Hence, Arpico Insurance PLC proposes to circulate the Annual Report for the Financial Year 2020 to the shareholders in the Company website but not in the printed format unless so requested by a shareholder.

The Annual Report for the Financial Year 2020 is available at the company website and if you wish to receive a printed copy of the said Report, please send us your written request by returning the duly completed Form of Request which is attached herewith to reach us to the address stated above or on the Fax No. 011 - 4310777. A printed copy will be provided within 8 market days from the date of receipt of your written request.

Kindly note that in the event we do not receive the completed Form of Request as advised above, the printed copy will not be posted to you.

In the event that you require any assistance, you may contact the following officials during office hours (between 8.30 a.m. and 4.30 p.m.) on the following contact numbers/ e- mail addresses:

Name	Contact No	e-mail
Ms.Chethana Sewwandi	011 2200928	Chethana.s@arpicoinsurance.com
Ms.PreethimaJayamali	011 2200928	preethima.g@arpicoinsurance.com

By order of the Board,

ARPICO INSURANCE PLC

(Sgd.)

Richard Pieris Group Services (Private) Limited

Secretaries to

ARPICO INSURANCE PLC

03 November 2021

Encl. Notice of Meeting, Form of Proxy and Form of Request

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Ninth (09th) Annual General Meeting of Arpico Insurance PLC will be held at the Sri Lanka Foundation, No.100, Sri Lanka Padanama Mawatha, Independence Square, Colombo 07 on 25th November 2021 at 3.00 p.m. and the business to be brought before the meeting will be as follows;

1. To consider the Report of the Directors and the Statement of Accounts for the year ended 31st December 2020 with the Report of the Auditors thereon.
2. To approve the appointment of Mr. Saravanapavan Sirikananathan as a Director

Pursuant to Section 211 of the Companies Act No. 07 of 2007, a Notice of the following Ordinary Resolution has been received by the Company, from Richard Pieris Distributors Limited, 310, High Level Road, Nawinna, Maharagama, a shareholder of the Company.

“That Mr. Saravanapavan Sirikananathan of No. 291/7, Edward Avenue, Havelock Road, Colombo 06, who is 75 years of age be and is hereby appointed a Director of the Company in terms of section 211 of the Companies Act No. 07 of 2007, 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 Mr. Saravanapavan Sirikananathan.”

The Company has also received a letter dated 09th April 2021 from Mr. Saravanapavan Sirikananathan declaring his willingness to be elected to the Directorate of the Company.

The Directors who considered the contents of the letters received by the Company from Richard Pieris Distributors Limited and Mr. Saravanapavan Sirikananathan decided to notify the Shareholders of the Company of the Special Notice received by the Company and the proposed Resolution, which is to be moved at the Annual General Meeting of the Company for the purpose of considering and if thought fit passing the said Resolution as an Ordinary Resolution.

3. To approve the appointment of Mr. Warnakulapatabendige Joseph Viville Praxidus Perera as a Director

Pursuant to Section 211 of the Companies Act No. 07 of 2007, a Notice of the following Ordinary Resolution has been received by the Company, from Kegalle Plantations PLC, 310, High Level Road, Nawinna, Maharagama, a shareholder of the Company.

“That Mr. Warnakulapatabendige Joseph Viville Praxidus Perera of 33C1, King's Gate, Keells Housing Scheme, Buthgamuwa Road, Kalapaluwawa, Rajagiriya, who is 73 years of age be and is hereby appointed a Director of the Company in terms of section 211 of the Companies Act No. 07 of 2007, 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 Mr. Viville P Perera ”

The Company has also received a letter dated 09th April 2021 from Mr. Viville P Perera declaring his willingness to be elected to the Directorate of the Company.

The Directors who considered the contents of the letters received by the Company from Kegalle Plantations PLC and Mr. Viville P Perera decided to notify the Shareholders of the Company of the Special Notice received by the Company and the proposed Resolution, which is to be moved at the Annual General Meeting of the Company for the purpose of considering and if thought fit passing the said Resolution as an Ordinary Resolution

4. To re elect Mr. Shiron Gooneratne who retires by rotation in terms of Article 31 (1) at the Annual General Meeting, a Director
5. To elect Mrs. W Dilukshika N Fernando who retires in terms of Article 29 (2) at the Annual General Meeting, a Director
6. To re -appoint M/s. Ernst & Young, Chartered Accountants as Auditors of the Company and to authorize the Directors to determine their remuneration.
7. To authorize the Directors to determine contributions to charities
8. To consider any other business of which due notice has been given

By Order of the Board

(Sgd.)

**Richard Pieris Group Services (Private) Limited
Secretaries**

No. 310, High Level Road, Nawinna, Maharagama

03 November 2021

Note:

- a) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her.
- b) A proxy need not be a member of the Company. The form of proxy will be found inserted in the Annual Report

The completed form of proxy should be deposited at the registered office of the Company No. 310, High Level Road, Nawinna, Maharagama., not less than 48 hours before the time appointed for the holding of the meeting.

FORM OF PROXY

I/We* (in block letters)
of

.....

..... being a member / members of the **ARPICO INSURANCE PLC** , hereby appoint

.....

.....

.....

whom failing WARNAKULAPATABENDIGE JOSEPH VIVILLE PRAXIDUS PERERA whom failing SARAVANAPAVAN SIRIKANANATHAN whom failing LASINEE SRIYANTHIE AMALA SERASINHE whom failing BODIYABADUGE SHIRON ADRIAN PERERA GOONERATNE whom failing WEWALAGE DILUKSHIKA NILANGI FERNANDO as my/our proxy to represent me/us and to vote on my/our behalf at the 09TH ANNUAL GENERAL MEETING of the Company to be held on **25th November 2021** and any adjournment thereof, and at every poll which may be taken in consequence thereof to vote:-

	In favour	Against
1. To consider the Report of the Directors and the Statement of Accounts for the year ended 31 st December 2020 with the Report of the Auditors thereon.	☐	☐
2. To approve under and in terms of Section 211 of the Companies Act No. 07 of 2007, the appointment of Mr. S Sirikananathan at the Annual General Meeting, a Director	☐	☐
3. To approve under and in terms of Section 211 of the Companies Act No. 07 of 2007, the appointment of Mr. Viville Perera at the Annual General Meeting, a Director	☐	☐
4. To re-elect Mr. Shiron Gooneratne , who retires by rotation in terms of Article 31 (1) at the Annual General Meeting, a Director	☐	☐
5. To elect Mrs. Dilukshika N Fernando, who retires in terms of Article 29 (2) at the Annual General Meeting, a Director	☐	☐
6. To re-appoint M/s Ernst & Young, Chartered Accountants as Auditors of the Company and to authorise the Directors to determine their remuneration.	☐	☐
7. To authorize the Directors to determine contributions to charities	☐	☐

8. To consider any other business of which due notice has been given

☐☐

Dated this day of 2021

.....
Signature of shareholder

- Notes:**
- (i) Please delete the inappropriate words
 - (ii) A proxy need not be a member of the Company.
 - (iii) Instruction as to completion appear on the reverse of this form.

INSTRUCTIONS AS TO COMPLETION OF PROXY FORM

To be valid, this Form of Proxy must be deposited at the Registered Office of the Company No. 310, High Level Road, Nawinna, Maharagama., not later than 3.00 p.m. on Tuesday

23rd November 2021

In perfecting the Form of Proxy, please ensure that all details are legible.

In the case of a Company/Corporation, the proxy must be under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association.

Please indicate with an 'X' in the space provided how your proxy is to vote on each resolution. If no indication is given the proxy at his/her discretion will vote as he/she thinks fit.

This Form of Proxy shall in the case of an individual be signed by the appointor or his/her Attorney. Where the Form of Proxy is signed under a Power of Attorney, which has not been registered with the Company, the original Power of Attorney together with a photocopy of same or a copy certified by a Notary Public must be lodged with the Company, along with the Form of Proxy.

FORM OF REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT 2020 OF Arpico Insurance PLC

TO Richard Pieris Group Services (Private) Limited
Secretaries
No. 310, High Level Road, Nawinna,
Maharagama

I would like to receive a printed version of Annual Report of ARPICO INSURANCE PLC

SHAREHOLDER DETAILS

Full name of Shareholder	
Shareholder's NIC / Passport / Company Registration No.	
Shareholder Folio No	
Address	
Contact No.	

.....
Signature

Date:.....2021

Notes:

1. 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.
2. Please mail the completed Form of Request to the Company Secretary at the address given above or fax to 0114310777 to reach us on or before 11 November 2021.
3. 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.
4. If you have any query regarding this Form of Request please contact us on 0114310500 ext 748.