

Colombo Fort Investments PLC
(PQ 100)

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

22nd July 2021.

CIRCULAR TO SHAREHOLDERS - RE: ANNUAL GENERAL MEETING

Dear Shareholder/s,

THIRTY SEVENTH ANNUAL GENERAL MEETING

The Board of Directors of Colombo Fort Investments PLC have decided to convene the Annual General Meeting (AGM) of the Company on 19th August 2021, at 12.00 p.m. (Sri Lanka Time) and conduct same as a **Virtual Meeting** from the Registered Office of the Company, 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 01, in accordance with the guidelines issued by the Colombo Stock Exchange on the Conduct of Virtual Meetings. The Shareholders are requested to participate via an Online Meeting Platform/Zoom App.

The decision taken by the Board of Directors to hold a Virtual AGM was having taken into consideration the prevailing situation due to the COVID -19 Pandemic.

This Circular together with the Notice of Meeting, Form of Proxy, Form of Request for Annual Reports and the Registration Form for Online Meeting Participation will be dispatched via post to the Shareholders provided bulk posting is not suspended and such being accepted by the Central Mail Exchange at the time.

Please be advised that the aforesaid documents and the Annual Report of the Company for the Financial Year ended 31st March 2021 is available on the CSE website:-

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

In the event you require assistance in downloading or accessing the website, kindly contact the following official any time between 9.00 a.m. and 4.00 p.m. on any working day.

Name	Contact No.	E-mail address
Mr. Jehan Ratnakumar	0112344485-9	jehan@cmsl.lk

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 attached hereto to reach us at the aforesaid Registered Address of the Company, 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1, or forward same on Fax No. 2438067 or email to cfiagmegm2021@cmsl.lk

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The printed copy will be forwarded within eight (8) market days from the receipt of the written request provided that there is no curfew/lockdown situation, in force at the time and on condition that there will be no restrictions by the postal authorities in Sri Lanka in connection with providing general postal services.

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 address
Ms. Tharaka Fernando	0112344485-9	tharaka@cmsl.lk
Ms. Geethika Priyadarshini	0112344485-9	geethika@cmsl.lk
Ms. Monisha Selvam	0112344485-9	monisha@cmsl.lk

Shareholders who wish to participate at the meeting via Online Platform are kindly requested to complete and return the Registration Form attached to this Circular to reach the Registered Office of the Company, 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1, or via e-mail to cfiagmegm2021@cmsl.lk at least 3 days before the date of the Meeting.

Upon receipt of the duly completed Registration Form the Company's Secretaries will email Virtual Meeting Attendance 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 (compatible web browser: **Google Chrome**)

If the shareholders are unable to participate at the Meeting and wish to raise any queries, such queries may also be sent in writing to the Company via e-mail to cfiagmegm2021@cmsl.lk or by post to the Registered Office of the Company mentioned above not less than 3 days before the date of the Meeting. This is in order to enable the Company Secretaries to compile and forward same for the attention of the Board of Directors so that same could be addressed at the meeting.

The Notice convening the Annual General Meeting (AGM) of the Company together with the Form of Proxy and Registration Form are also enclosed. In the event you are unable to attend, please return the Form of Proxy duly completed to reach the Company at the above address not later than 48 hours before the time fixed for the holding of the Meeting.

By Order of the Board

COLOMBO FORT INVESTMENTS PLC
CORPORATE MANAGERS & SECRETARIES (PRIVATE) LIMITED
Secretaries

Notice of Meeting

NOTICE IS HEREBY GIVEN that the Thirty Seventh Annual General Meeting of Colombo Fort Investments PLC will be conducted as a virtual meeting from the Registered Office of the Company 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1 on Thursday, 19th August, 2021 at 12.00 p.m. for the following purposes;

1. To receive and consider the Annual Report of the Board of Directors and the Statement of Accounts for the year ended 31st March, 2021 together with the Report of the Auditors thereon.
2. To declare a First and Final Dividend of Rupees 1.20 per share in the form of a Scrip Dividend as recommended by the Directors.

ORDINARY RESOLUTION

"It is hereby resolved that the First and Final Dividend of Rs. 1.20 per share be distributed in the form of a Scrip Dividend amounting to a total sum of Rupees Eight Million Two Hundred and Ninety Two Thousand Forty Nine and Cents Twenty (Rs. 8,292,049.20). The Scrip Dividend will be paid out of dividends received. The shares issued in the Scrip Dividend shall be valued at Rs. 75.70 per share which will result in 01 share being issued for each existing 63.0835052676 shares held by the shareholders at the end of trading on the Colombo Stock Exchange (CSE) on the date of the Annual General Meeting (AGM) or where Delivery Vs Payment (DVP) system is enabled and implemented by the CSE, the shareholders of the Company who hold their shares in their respective CDS accounts/ in the share ledger as at end of trading on the third (3rd) market day from and excluding the date of the General Meeting (i.e. the "Record date") will be entitled to this issuance of shares. Consequently the total number of shares to be issued under the Scrip Dividend shall be One Hundred and Nine Thousand Five Hundred and Thirty Eight (109,538) Ordinary Shares.

"It is further resolved that the shares issued in respect of the Scrip Dividend be listed on the Colombo Stock Exchange".

"It is further resolved that the residual fractions arising upon the Scrip Dividend will be disposed in the market by a Trustee to be nominated by the Board of Directors and the proceeds to be distributed amongst those shareholders

entitled to the fraction of such shares." (See Note No. 3 in the "Circular to Shareholders - RE: Scrip Dividend 2020/2021" attached to this Annual Report).

3. To re-elect Mr.S.Shanmugalingam, who retires by rotation in terms of Articles 84 and 85 of the Articles of Association as a Director.
4. To reappoint Mr.A.M.de S.Jayaratne, who is over seventy years of age as a Director.

A Special Notice has been received from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note vii on page 2).

5. To reappoint Dr.J.M.Swaminathan who is over seventy years of age as a Director.

A Special Notice has been received from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note viii on page 2).

6. To reappoint Mr.A.Rajaratnam who is over seventy years of age as a Director.

A Special Notice has been received from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note ix on page 2).

7. To reappoint Mr.S.D.R.Arudpragasam who would have attained the age of seventy years as at the date of the Annual General Meeting as a Director. A Special Notice has been received by the Company from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note x on Page 2).

8. To reappoint Messrs. V.S. & Associates, Chartered Accountants as Auditors and to authorise the Directors to determine their fees.

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

Colombo
22nd July, 2021

Notice of Meeting

Notes:

- i. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote in his/her stead.
- ii. A Proxy need not be a Member of the Company. The Form of Proxy is attached hereto.
- iii. The completed Form of Proxy should be deposited at the Registered Office of the Company at No. 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1, not less than forty eight hours before the time appointed for the holding of the Meeting.
- iv. 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.
- v. A circular to shareholders regarding the Scrip Dividend is enclosed in this Annual Report.
- vi. Please refer the "Circular to shareholders - RE: Annual General Meeting" dated 22nd July, 2021 for further instructions relating to the AGM and for joining the meeting virtually.
- vii. A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

Resolved -
"That Mr.A.M.de S.Jayaratne who is eighty one 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. 07 of 2007 shall not apply to the said Director, Mr.A.M.de S.Jayaratne".
- viii. A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

Resolved -
"That Dr.J.M.Swaminathan who is eighty 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. 07 of 2007 shall not apply to the said Director, Dr.J.M.Swaminathan."
- ix. A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

Resolved -
"That Mr.A.Rajaratnam who is eighty 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. 07 of 2007 shall not apply to the said Director, Mr.A.Rajaratnam."
- x. A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

Resolved -
"That Mr.S.D.R.Arudpragasam who would have attained the age of 70 years as at the date of the Annual General Meeting 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. 07 of 2007 shall not apply to the said Director, Mr.S.D.R Arudpragasam".

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Form of Proxy

I/We the undersigned of.....

being being a member/members of Colombo Fort Investments PLC, do hereby appoint :
.....of..... whom failing

Alagarajah Rajaratnam	of Colombo whom failing
Sri Dhaman Rajendram Arudpragasam	of Colombo whom failing
Sriskandamoorthy Shanmugalingam	of Colombo whom failing
Ajit Mahendra de Silva Jayaratne	of Colombo whom failing
Sanjeev Rajaratnam	of Colombo whom failing
Jayanta Mootatamby Swaminathan	of Colomb

as my/our Proxy to represent me/us to speak and to vote on my/our behalf at the Annual General Meeting of the Company to be held on 19th August, 2021 and at any adjournment thereof and at every poll which may be taken in consequence thereof. I/We the undersigned hereby authorise my/our proxy to vote on my/our behalf in accordance with the preferences indicated below:

RESOLUTIONS								
Resolution Numbers as set out in the Notice convening the Meeting	1	2	3	4	5	6	7	8
For								
Against								

As witness, my / our * hands this.....day of 2021.

.....
Signature of Shareholder

Notes :

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.

A Proxy holder need not be a member of the Company.

Instructions as to completion appear on the reverse hereof.

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Instructions as to Completion

- 1 To be valid the completed Form of Proxy must be deposited at the Registered Office of the Company at No 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 01 not less than 48 hours before the time appointed for the holding of the Meeting.
- 2 The Instrument appointing a proxy shall in the case of an individual be signed by the appointor or by his Attorney and in the case of a Company/Corporation the Proxy Form must be executed under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association or other constitutional document.
- 3 If the Proxy Form is signed by an Attorney, the relevant Power of Attorney or a notarially certified copy thereof, should also accompany the completed Form of Proxy if it has not already been registered with the Company.
- 4 The full name and address of the Proxy and of the shareholder appointing the Proxy should be entered legibly in the Form of Proxy. Please sign in the space provided and fill in the date of signature.

RESOLUTIONS							
Resolution Number as set out in the Notice convening the Meeting							
For							
Against							
1	2	3	4	5	6	7	8

As witness my / our hands this day of 2021

Signature of Shareholder

Notes:

Please indicate with an X in the space provided how your proxy is to vote. If there is no view of the Proxy Holder, do not indicate 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.

A Proxy holder need not be a member of the Company.

Instructions as to completion appear on the reverse hereof.

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REGISTRATION FORM FOR ONLINE PARTICIPATION

THIRTY SEVENTH ANNUAL GENERAL MEETING (AGM) OF **COLOMBO FORT INVESTMENTS PLC** TO BE CONDUCTED AS A VIRTUAL MEETING ON **19TH AUGUST 2021 AT 12.00 p.m**

DETAILS OF SHAREHOLDER

Full Name of the Principal Shareholder :

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

CDS Account No. :

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 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 at 8-5/2, Leyden Bastian Road, Colombo 01, Sri Lanka or emailed to cfiagmegm2021@cmsl.lk

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FORM OF REQUEST

To : Colombo Fort Investments PLC
C/o. Corporate Managers & Secretaries (Pvt) Ltd.
8-5/2 Leyden Bastian Road
York Arcade Building
Colombo 1.

**REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT OF
COLOMBO FORT INVESTMENTS PLC - 2020/2021**

With reference to your Circular dated 22nd July 2021, I/We wish to request for a printed copy of the Annual Report of Colombo Fort Investments PLC for the Financial Year 2020/2021.

My/Our details are as follows -

Full Name of Shareholder :

.....

NIC/Passport/Company No. :

Folio No. indicated in the address label :

Address :

.....

.....

.....

Contact Number :

.....
Signature

.....
Date

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