20, Sir Chittampalam A. Gardiner Mawatha,
Colombo 2, 00200, Sri Lanka.
Telephone : +94 (11) 2434161-3, 2344049
Fax : +94 (11) 2434147, 2422268
P.O. Box : 305
Company Registration Number : PQ150

Ceylon Printers PLC
Estd. 1929

9th September 2024

Mr Renuke Wijayawardhane
Chief Regulatory Officer
Colombo Stock Exchange
#04-01,West Block,
World Trade Centre,
Echelon Square,
Colombo 01.

Dear Sir,

ANNUAL REPORT FOR THE YEAR ENDED 31ST MARCH 2024

We refer to the Annual Report for the year ended 31st March 2024 that was published, and forward herewith, the amended pages of the report, correcting refferencing and typographical errors.

Page No	Description	Previous	Amended
6	Financial Statements	**Financial Statements** The Financial Statements of the Company duly signed by two Directors on behalf of the Board and the Auditors are given on pages 32 to 36.	**Financial Statements** The Financial Statements of the Company duly signed by two Directors on behalf of the Board and the Auditors are given on pages **35 to 39.**
18	9.6.3 (e) - Column "Details/Refference"	Report from SID page number	Report from SID page number **22**
	9.6.4 - Column "Details/Refference"	Refer page 22 to 23 of AR for explanation	Refer page **14** of AR for explanation
20	9.12.8 (c) - Column CSE Rule	Disclosure of the aggregate remuneration of the Executive and Non-Executive	Disclosure of the aggregate remuneration of the Executive and Non-Executive **Director**
21	9.14.8 (3) - Column "Details/Refference"	RPTR Committee Report page 65 to 66	RPTR Committee Report page **30 to 31**
	9.14.8 (4) - Column "Details/Refference"	RPTR Committee Report page 65 to 66	RPTR Committee Report page **30 to 31**

Yours faithfully,

CEYLON PRINTERS PLC

L. I. Ratnasabapathy
Chairman / Managing Director

Annual Report of the Board of Directors on the Affairs of the Company

The Directors of Ceylon Printers PLC have pleasure in presenting their Annual Report together with the Audited Financial Statements of the Company for the year ended 31st March 2024.

This Annual Report of the Board of Directors on the affairs of the Company contains the information required in terms of the Companies Act No. 07 of 2007, the Listing Rules of the Colombo Stock Exchange and is guided by recommended best practices.

General

Ceylon Printers PLC is a public limited liability company which was incorporated under the Companies Ordinance No. 51 of 1938 as a public company on the 29th day of June 1958. Pursuant to the requirements of the new Companies Act No. 7 of 2007, the Company was re-registered on 22nd May 2008 and bears registration number PQ 150.

Principal activities of the Company and review of performance during the year

The main activity of Ceylon Printers PLC, which remained unchanged during the year, is Commercial Printing. The Chairman's Review describes the Company's affairs and mentions important events, which took place during the year under review.

This Report together with the Financial Statements, reflect the state of affairs of the Company.

Financial Statements

The Financial Statements of the Company duly signed by two Directors on behalf of the Board and the Auditors are given on pages 35 to 39.

Summarised Financial Results

	GROUP		COMPANY	
Year ended 31st March	**2024**	**2023**	**2024**	**2023**
Revenue	8,316,079	84,106,950	8,272,791	84,046,950
Loss for the year	(5,757,210)	(9,449,199)	(3,580,989)	(2,256,852)

Auditors' Report

The Report of the Auditors on the Financial Statements of the Company is given on pages 32 to 34.

Accounting Policies

The Accounting Policies adopted by the Company in the preparation of the Financial Statements are given on pages 43 to 51 which are consistent with those of the previous period.

Directors

The names of the Directors who held office as at the end of the accounting period are given below and their brief profiles appear on page 03 to 04.

Executive Directors

Mr. L I Ratnasabapathy - Chairman/Managing Director
Ms. A M De Alwis

Independent Non-Executive Directors

Mr. Anthony A Page
Mr. P.S.R Casie Chitty
Mr. M.M Marzook (Resigned w.e.f. 31st March 2024)
Mr. M.R.Y. Riffai (Appointed w.e.f 01st December 2023)
Ms. D.T. De Alwis (Appointed w.e.f 01st December 2023)

Mr. M.R.Y. Riffai was appointed as Senior Independent Director of the Company with effect from 01st December 2023.

Corporate Governance

	CSE Rule	Status of Compliance	Details/Reference
9.6	Chairperson and CEO		
9.6.1	The Chairperson shall be a Non-Executive Director and the positions of the Chairperson and CEO shall not be held by the same individual, unless otherwise a SID is appointed by such Entity.	Non-Compliant – Chair is an executive Director position of Chair is held by the same person; Compliant with regard to SID	SID appointed on 1st December 2023.
9.6.2	Where the Chairperson of a Listed Entity is an Executive Director and/or the positions of the Chairperson and CEO are held by the same individual, such Entity shall make a Market Announcement	Compliant	Market announcement made on 8th December 2023
9.6.3 a)/b)/c)/d)	Requirement pertaining to Senior Independent Director (SID)	a)Compliant b)Non-Compliant c)Non-Compliant d)Compliant e)Compliant	b)Meeting will be held as soon as possible; c)Meeting will be held as soon as possible; d)Refer SID report;
9.6.3 e)	A signed explanatory disclosure by SID demonstrating the effectiveness of duties of the SID.	Compliant	Report from SID page number 22
9.6.4	Explanation for non-compliance with Rule 9.6.1 in the Annual Report.	Compliant	Refer page 14 AR for explanation
9.7	Fitness of Directors and CEOs		
9.7.1/ 9.7.2/ 9.7.3/ 9.7.4/ 9.7.5	Requirement to meet the fit and proper criteria stipulated by the CSE Listing Rules and disclosure in Annual Report	Effective date 01/04/2024	Reporting date 31/03/2024. All directors have filled out questionnaires to assess their fitness & propriety and are considered fit and proper.
9.8	Board Composition		
9.8.1/ 9.8.2	Requirement pertaining minimum number of Directors and independent Directors	Compliant	
9.8.3	Conformity to the criteria set by CSE on determining the independence of the Directors	Compliant	Note: Effective date extended to 01/01/2025
9.8.5 a)/b)/c)	Requirement pertaining to self-declarations annual determination of independence and market announcement in the event of the impairment of the independence.	Compliant	Annual declarations as to independence made and status of independence reviewed
9.9	Alternate Directors		

Corporate Governance

	CSE Rule	Status of Compliance	Details/Reference
9.12.8 (a)	Disclosure of Chairperson and members of the Remuneration Committee in the Annual Report.	Compliant	Remuneration Committee Report on Page 25
9.12.8 (b)	A statement regarding the remuneration policy	Compliant	Remuneration Committee Report on Page 25
9.12.8 (c)	Disclosure of the aggregate remuneration of the Executive and Non-Executive Directors	Compliant	Note 08 of the Annual Report
9.13	Audit Committee		
9.13.1	Entities who do not maintain separate Committees to perform the Audit and Risk Functions, the Audit Committee (AC) shall additionally perform the Risk Functions	Compliant	Audit Committee Report on Page 26 to 29
9.13.2	The AC shall have a written term of reference	Compliant	
9.13.3	Composition of the Audit Committee		
(1)	Composition of the independent directors of the Audit Committee	Compliant	
(2)	Quorum comprising majority of Independent Directors	Compliant	
(3)	Minimum number of meetings and quarterly meetings prior to releasing the quarterly financial statements.	Compliant	
(4)	If both, the Parent Company and the subsidiary are 'Listed Entities', the AC of the Parent Company may function as the AC of the subsidiary	N/A	
(5)	The Chairperson being Independent Director of the Audit Committee	Compliant	Audit Committee Report on Page 26 to 29
(6)	Attendance of CEO and CFO at the Audit Committee meetings by invitation	Compliant	
(7)	The Chairperson of the AC shall be a Member of a recognized professional accounting body.	Effective date 01/10/2024	The Company plans to be compliant by 01/10/2024
9.13.4	Functions of the Audit Committee		
(1)	Functions of the Audit Committee as set out in CSE Listing Rules	Compliant	Audit Committee Report page 26 to 29
9.13.5	Disclosures (AC) in the Annual Report		
	Disclosure of stipulated information in the Audit committee report included in the Annual Report	Compliant	Audit Committee Report page 26 to 29
9.14	Related Party Transaction Review Committee RPTRC		
9.14.1	Listed Entities shall have a Related Party Transactions Review Committee	Compliant	
9.14.2	Composition of RPTRC		

Corporate Governance

	CSE Rule	Status of Compliance	Details/Reference
(1)	Composition of the independent directors and chairperson being an Independent.	Compliant	
(2)	If both parent subsidiary are Listed Entities, the RPTRC of the parent company may function as the RPTRC of the subsidiary	N/A	Subsidiary company is an Unlisted Entity. Nevertheless RPTR committee assesses all related party transactions for subsidiary as well.
9.14.3	Functions of RPTRC		
	Functions of the RPTRC as set out in CSE Listing Rules		RPTR Committee Report page 30 to 31
9.14.4	General Requirements of RPTRC		
(1)	General requirement stipulated in CSE Listing Rules (1) to (4)	Compliant	
9.14.5	Review of RPTs by the RPTRC		
	Requirement pertaining to review of Related Party Transaction by RPTRC set out by CSE Listing Rules	Compliant	
9.14.6	Shareholder Approval		
	Requirement pertaining to shareholder approval set out by CSE Listing Rules.	Compliant	No recurrent or non-recurrent RPTs have occurred that require shareholder approval
9.14.7	Immediate Disclosures		
	Immediate Market Announcement to the Exchange as set out by CSE Listing Rules	Compliant	
9.14.8	Disclosures in the Annual Report		
(1)/(2)	Disclosure of RPTs details in the Annual Report.	Compliant	Notes to the Financial Statements Note 28
(3)	Related Party Transactions Review Committee Report in the Annual Report	Compliant	RPTR Committee Report page 30 to 31
(4)	A declaration by the Board of Directors in the Annual Report confirming that RPT Rules are complied with.	Compliant	RPTR Committee Report page 30 to 31
9.14.9	Shareholder approval and Competent independent advice on acquisition and disposal of assets from/to related parties	Compliant	No such transactions took place during the Financial year
9.16	Additional Disclosures		
	Additional Disclosures by the Board of Directors in the Annual Report	Compliant	Statement of Director's Responsibility page 12 to 13