LANKA WALLTILES PLC
Company No. PQ 55
No. 215, Nawala Road, Narahenpita, Colombo 05

CIRCULAR TO SHAREHOLDERS

46TH ANNUAL GENERAL MEETING OF THE COMPANY

DEAR SHAREHOLDER/S,

The Board of Directors of Lanka Walltiles PLC has decided to hold the 46th Annual General Meeting (AGM) as a Virtual Meeting on Friday, 30th June 2023 at 12.30 p.m., in line with the guidelines issued by the Colombo Stock Exchange (CSE) for hosting of virtual AGM's through audio/visual means using an online platform in the manner set forth below:

1. METHOD OF HOLDING THE AGM

Only the key officials who are essential for the administration of the formalities of the meeting will be physically present in the Board Room. All others, including shareholders, will participate via an online meeting hosted on the ZOOM platform.

2. REGISTRATION PROCEDURE

Those Shareholders and Proxy holders who wish to participate via audio visual conferencing technology means should notify the Company of such intention by completing the REGISTRATION FORM.

The duly completed REGISTRATION FORM should be deposited with the Secretaries at No. 3/17, Kynsey Road, Colombo 08 or forwarded to lwl.pwcs@gmail.com in order to enable the Company to receive the same by 12.30 p.m on 28th June 2023.

The Guidelines for Registration and the Registration Form are available on the Company's official website and on the Colombo Stock Exchange (CSE) website, details of which are given under item 6 of this Circular.

3. APPOINTMENT OF PROXY HOLDERS

Shareholders are encouraged to vote by Proxy through appointment of a member of the Board of Directors to vote on their behalf and to include their voting preferences on the resolutions to be taken up at the meeting in the Form of Proxy.

The Form of Proxy will also be made available on the corporate website of the Company and the website of the Colombo Stock Exchange and those Shareholders who wish to submit their Form of Proxy should duly complete the same as per the instructions given therein. The duly completed Form of Proxy should be deposited with the Secretaries at No. 3/17, Kynsey Road, Colombo 08, Sri Lanka or forwarded by email to lwl.pwcs@gmail.com in order to enable the Company to receive the same not later than 48 hours before the time appointed for the Meeting.

4. PARTICIPATION VIA AN ONLINE MEETING PLATFORM

The login information will be authorized only for the use by individual Shareholders, Proxy holders and authorized representatives in case of Institutional Shareholders and the Company will not be responsible or liable for any misuse. Where the Proxy holders are concerned, please note that the login information will only be shared with those in whose favour a valid proxy has been submitted by the Shareholder.

Shareholders can send in their queries, if any, to lwl.pwcs@gmail.com forty eight hours (48) prior to the commencement of the meeting.

5. VOTING

Voting on the items on the Agenda will be registered by using an online e-ballot platform. All such procedures will be explained to the Shareholders prior to the commencement of the meeting.

6. COPIES OF THE ANNUAL REPORT 2022/2023

The Annual Report 2022/2023 of the Company will be made available on the Company's official website (www.lankatiles.com) and on the Colombo Stock Exchange (CSE) website (https://www.cse.lk).

Should a Shareholder wish to obtain a printed copy of the Annual Report, they may send a written request to the Registered Office of the Company by filling the request form attached herein. A copy of the Annual Report will be forwarded by the Company within eight (8) market days from the date of receipt of the request.

For any queries please contact Ms. Damayanthi Perera on telephone No. 0114526700 /email: damayanthi@lankatiles.com during office hours.

Below mentioned documents are attached herewith;

1. Notice of Meeting
2. Form of Proxy
3. Request Form for the printed copy of the Annual Report

By order of the Board
LANKA WALLTILES PLC

P W CORPORATE SECRETARIAL (PVT) LTD

Director/Secretaries
31st May 2023

FORM OF PROXY

*I/We……..……of……..

being a *Shareholder /Shareholders of Lanka Walltiles PLC, do hereby appoint.....

…….....of ……...……or failing him/her*

Mr. Amarakone Mudiyanselage Weerasinghe	of Colombo or failing him*
Mr. Jayasekera Arachchige Panduka Mahendra Jayasekera	of Colombo or failing him*
Dr. Sivakumar Selliah	of Colombo or failing him*
Mr. Tharana Gangul Thoradeniya	of Colombo or failing him*
Mr. Kalupathiranalage Don Gamini Gunaratne	of Colombo or failing him*
Ms. Anjalie Maryanne Letitia Page	of Colombo or failing her*
Mr. Migel Wasam Rizvi Nandajith Somaratne	of Colombo or failing him*
Mr. Joseph Dacius Nihal Kekulawala	of Colombo or failing him*
Mr. Sameera Madushanka Liyanage	of Colombo or failing him*
Mr. Sanjeewa Renuka Jayaweera	of Colombo or failing him*
Ms. Kulappu Arachchige Donna Brindhiini Perera	of Colombo or failing her*

as *my/our proxy to represent me/us to speak and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 30th June 2023 at 12.30 p.m and any adjournment thereof and at every poll which may be taken in consequence thereof

	FOR	AGAINST
1. To declare a final dividend of Ninety Cents (Rs. 0.90) per share as recommended by the Board of Directors.		
2. To re-elect Mr. S R Jayaweera, who retires by rotation in terms of Article 103 and 104 of the Articles of Association as a Director of the Company.		
3. To re-elect Mr. S M Liyanage, who retires by rotation in terms of Article 103 and 104 of the Articles of Association as a Director of the Company		
4. To re-elect Mr. R N Somarathne, who retires by rotation in terms of Article 103 and 104 of the Articles of Association as a Director of the Company		
5. To elect Ms. K A D B Perera, who retires in terms of Article 110 of the Articles of Association as a Director of the Company		
6. To re-appoint M/s Ernst & Young as Auditors of the Company for the ensuing year and to authorize the Directors to determine their remuneration.		
7. To authorize the Directors to determine donations for the ensuing year		

Signed this…… day of …….. Two Thousand and Twenty Three.

Signature

1) *Please delete the inappropriate words.
2) Instructions as to completion are noted on the reverse hereof.

INSTRUCTIONS AS TO COMPLETION

1. The full name, National Identity Card number and the registered address of the shareholder appointing the Proxy and the relevant details of the Proxy should be legibly entered in the Form of Proxy which should be duly signed and dated.

2. The Proxy shall –
   (a) In the case of an individual be signed by the shareholder or by his/her attorney, and if signed by an Attorney, a notarially certified copy of the Power of Attorney should be attached to the completed Proxy if it has not already been registered with the Company.

   (b) In the case of a company or corporate / statutory body either be under its Common Seal or signed by its Attorney or by an Officer on behalf of the company or corporate / statutory body in accordance with its Articles of Association or the Constitution or the Statute (as applicable).

3. Please indicate with a 'X' how the Proxy should vote on each resolution. If no indication is given, the Proxy in his/her discretion will vote as he/she thinks fit.

4. To be valid, the completed Form of Proxy must be deposited with the Company Secretaries, P W Corporate Secretarial (Pvt) Ltd at No. 3/17, Kynsey Road, Colombo 08, Sri Lanka or must be emailed to lwl.pwcs@gmail.com before the time fixed for the meeting.

FORM OF REQUEST

FOR A PRINTED COPY OF THE ANNUAL REPORT OF LANKA WALLTILES PLC
FOR THE PERIOD ENDED 31ST MARCH 2023

TO: Lanka Walltiles PLC
No. 215, Nawala Road,
Narahenpita
Colombo 05

I/We hereby request for a printed copy of the Annual Report of Lanka Walltiles PLC for the period ended 31st March 2023

DETAILS OF THE SHAREHOLDER(S)

Full name :	
National Identity Card / Passport / Company Registration No. :	
Contact Telephone Number :	
Address :	

…….. ……..
Signature of Shareholder(s) Date

* Contact details of LANKA WALLTILES PLC

Telephone : + 94 - 11 - 4526700
Facsimile : + 94 - 11 - 2806232
Email : damayanthi@lankatiles.com

GUIDELINE AND REGISTRATION PROCESS FOR THE ANNUAL GENERAL MEETING (AGM) VIA ONLINE MEETING PLATFORM

1. Shareholders are required to join the virtual AGM by clicking on the meeting link and user credentials sent by LANKA WALLTILES PLC via email.

2. The request to register names for online participation via Online Meeting Platform should be delivered to the Secretaries P W Corporate Secretarial (Pvt) Ltd, No. 3/17, Kynsey Road, Colombo 08, Sri Lanka or e-mailed to lwl.pwcs@gmail.com along with the required registration information as per the REGISTRATION FORM by 28th June 2023.

3. The information received from a Shareholder pertaining to his/her Proxy holder should tally with the information indicated in the duly completed Form of Proxy submitted by the Shareholder in order for the meeting link and user credentials to be shared by the Company with the Proxy holder.

4. LANKA WALLTILES PLC will verify all the registration requests and identification details received with the Shareholders' register and accept the registrations for AGM if it is satisfied with the request and supporting documents. Once the registration is accepted, Shareholders will receive an email confirmation acknowledging the registration.

5. The Shareholders whose online participation request has been accepted will receive a separate email containing the meeting link and user credentials from LANKA WALLTILES PLC, twenty four (24) hours prior to the commencement of the AGM.

6. If a Shareholder/Proxy holder intends to join 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 a shareholder/Proxy holder wishes to attend the Virtual AGM via a desktop computer, the link can be opened by downloading the "Zoom Desktop App" to the respective desktop computer (Compatible web browser: Google Chrome).

7. The Shareholders/Proxy holders are requested to use the web link which will be forwarded by the Company and click on "Virtual AGM Registration" in order to log in to the meeting.

8. Upon clicking on the link forwarded by the Company, Shareholders/Proxy holders will be redirected to an interface where they will be requested to enter their first name, last name, email address, re- enter email address and National Identity Card Number.(The participants are required to enter the correct details as mentioned in the registration form forwarded to us where any mismatch will be considered as an unsuccessful log in)

9. At this point, all participants are requested to click on "REGISTER" which will be prompted on their screens enabling them to receive the log in link.

10. Participants are required to click on "Join the Virtual AGM of LANKA WALLTILES PLC.

11. It is recommended to join the meeting at least ten (10) minutes before the start of the AGM. The Online Meeting Platform will be active thirty (30) minutes before the start of the AGM.

12. Once the credentials are inserted, he/she will be directed to the Virtual AGM Zoom Platform.

13. Shareholders/Proxy holders may use the Q & A tab or the Hand Raise (✋) icon appearing on the screen respectively, to submit their questions or concerns in typed format or verbally. The system will allow a pop up message to unmute the microphones and to allow video options.

14. The Company will forward a separate email to the Shareholders and to proxy holders or representatives who are entitled to vote providing a separate link to vote on all resolutions included in the Notice of Meeting dated 31st May 2023.

15. We request such persons to please open the said link and be prepared to cast their vote when each resolution is taken up for voting by the Chairman. Participants are advised to "refresh" the voting page and cast the vote as per their discretion in the given space and click "SUBMIT" enabling the Company to receive the responses.

16. When declaring the position of a resolution, Chairman will take in to account the voting of the Shareholders/ Proxy holders participating virtually

17. 60 seconds will be allocated for Shareholders/ Proxy holders to cast their vote in respect of each resolution.

18. The results will be processed and announced by the Chairman 15 seconds after the end of the time slot allocated for voting.

19. In a situation where Shareholders' voting is required for a poll, the same mechanism will be applicable. This will be moderated by the Chairman of the meeting.

20. It is advised to check the online AGM access at least 3 hours prior and also ensure that your devices have an audible sound system so that you could be a part of the AGM comfortably.

REGISTRATION FORM

46TH ANNUAL GENERAL MEETING (AGM) OF LANKA WALLTILES PLC TO BE HELD AS A VIRTUAL MEETING ON 30TH JUNE 2023 AT 12.30 P.M.

DETAILS OF SHAREHOLDER

Full Name of the Principal Shareholder:.....

NIC No./Passport No./Company Registration 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 Proxy holder is appointed by the Shareholder following details of his/her's 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: .....

PARTICIPATION AT THE AGM - Please tick the cage below

	Online
I/My Proxy holder am/is willing to participate at the AGM	☐

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 in the manner prescribed by its Articles of Association/Statute and in the case of the Registration Form is signed by an Attorney, the Power of Attorney, must be deposited at No. 3/17, Kynsey Road, Colombo 08, Sri Lanka or emailed to lwl.pwcs@gmail.com