

11.10.2022

Mr.Renuke Wijewardena
Chief Regulatory Officer
Collombo Stock Exchange
4-01, West Block World Trade Center,
Echelon Square,
Colombo 01

PRESTIGE
SECRETARIES
&
CONSULTANTS
(PRIVATE) LIMITED

Dear Sir,

"Mandatory offer by IPEK SA LTD to purchase the remaining ordinary shares of Tess Agro PLC - Announcement of divestment of shares"

Further to the announcements made by us, Prestige Secretaries and Consultants (Pvt) Ltd acting on behalf of the IPEK SA LTD on 25th May 2022, and 15th Aug 2022 with regard to IPEK SA LTD intension to divest 15,690,000 share of TESS AGRO PLC in the market in order to maintain the shareholding of IPEK SA LTD below 30% of the voting control of Tess Agro PLC subject to Securities and Exchange Commission (SEC) approval.

The Securities and Exchange Commission by their letter dated 22nd Sept approved the divestment of 15, 690,000 shares of TESS AGRO PLC subject to the terms and conditions of the SEC.

1. the 15 690 000 ordinary shares of Tess Agro PLC should be divested forthwith to an unrelated third party in the market
2. until the said divestiture, The IPEK SA Ltd shall not exercise voting rights or any other rights attached to the shares which they hold at 30% and above
3. prior to selling the 15 690 000 ordinary shares of Tess Agro PLC, IPEK SA Ltd shall announce to the market and the Exchange the said divestiture and its withdrawal of the mandatory offer; and
4. IPEK SA Limited shall not make an offer to Tess Agro PLC or acquire any shares of Tess Agro PLC if such acquisition creates an obligation on IPEK SA Limited or persons acting in concert with IPEK SA Limited to make an offer under Rule 31 of the Company Takeovers and Mergers Code 1995 (as amended), within twelve months from the date on which the aforesaid mandatory offer is withdrawn, in terms of Rule 32 of the TOM Code.

The IPEK SA LIMITED undertake to abide by the conditions stated above

However in a statement issued by IPEK SA LTD they have confirmed that they are fully committed towards TESS AGRO PLC and will work closely on all their future projects. They also state that this divestment is due to the recent global events and has no bearing on their future plans for investment in Sri Lanka.

Thanking you



PRESTIGE SECRETARIES AND CONSULTANTS (PVT) LTD
Prestige Secretaries and Consultants (Pvt) Ltd
SEC(2)2017/404