OFFER DOCUMENT

OFFER

BY

WORLD ELITE LIMITED

(THE “OFFEROR”)

TO ACQUIRE THE ORDINARY SHARES

IN

GESTETNER OF CEYLON PLC (“GEST”)

NOT ALREADY OWNED BY THE OFFEROR

THIS OFFER DOCUMENT IS IMPORTANT AND WARRANTS YOUR IMMEDIATE AND CAREFUL CONSIDERATION

If you are in doubt as to the action you should take, you should seek advice from your stockbroker, bank manager, legal advisor, accountant or other independent professional financial advisor immediately.

The Offer is made in terms of the Company Take-overs and Mergers Code 1995 as amended in 2003 (the "**Code**"), and this Offer Document has been prepared in accordance with the provisions of the Code.

Corporate Services (Private) Limited is acting as the Registrars to the Offer. The contact details of the Registrars to the Offer are as follows:

Corporate Services (Private) Limited,
216, de Saram Place,
Colombo 10.
Tel: +94 11 4605100

If you have sold or otherwise transferred all your Shares, please send this Offer Document and the accompanying "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", where applicable, to the purchasers or transferees through the stockbroker, bank or other agent through whom the sale or transfer was effected, for onward transmission to the purchasers or transferees.

The procedure to be followed for acceptance is set out in Section 7 of this Offer Document and in the accompanying "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS". The related documents should be returned to the Registrars to the Offer or the CDS through your Stockbroker or Custodian bank, as applicable to you as soon as possible and in any event so as to be received on or before 4.30 p.m. on 1st December 2025.

If you have any queries relating to the completion of the "Form A – Form of Acceptance and Transfer", "Form B – Letter of Authorization to CDS" or any other documents please contact the Registrars to the Offer for assistance.

No person is authorized to give information or to make any representation not contained in this Offer Document, and if given or made any such information or representation must not be relied upon as having been authorized by the Offeror.

The Securities and Exchange Commission of Sri Lanka (the "SEC") has taken reasonable care to ensure full and fair disclosure of information in this Offer Document, as required by the provisions of the Code. However, the SEC assumes no responsibility for the accuracy of the statements made, the opinions expressed, or the reports included in this Offer Document.

Shareholders of GEST are reminded that the board of directors of GEST is obliged to communicate to each Shareholder its views, comments and advice on this Offer Document along with the advice given to it by the independent advisor under Rule 12 and Rule 13(2) of the Code. Shareholders are therefore advised to await the receipt of such communication before making a decision on the merits and disadvantages of the Offer.

TABLE OF CONTENTS

APPENDICES

DEFINITIONS

The following definitions apply throughout this document and the accompanying "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS" unless the context otherwise requires:

Acting in Concert	An individual or a company and their nominees who, pursuant to an agreement or understanding (whether formal or informal) actively cooperate, through the acquisition by any of them of shares in a company, to obtain or consolidate control of that company, and include the following: (a) a company, its parent company, any subsidiary company and any subsidiary of any such subsidiary company, and any company in which such parent or subsidiary company owns or controls twenty percent (20%) or more of the equity shares of the company, and any company in which twenty percent (20%) or more of the equity shares are owned by the last-mentioned company, each with the other; (b) a company with any of its directors (together with their Close Relations and trusts established to hold interests of such directors or Close Relations); and (c) a company with any of its pension funds.
CDS	Central Depository Systems (Private) Limited
Close Relation	The spouse, child or spouse of a child, grandchild or spouse of a grandchild, any parent, brother or sister, and their spouses
Code	Company Take-overs and Mergers Code 1995 published in Gazette Extraordinary No.875/9 dated June 16, 1995 and amended by the Gazette No.1299/6 dated July 29, 2003, published under the rules made by the Securities and Exchange Commission of Sri Lanka under Section 53 of the Securities and Exchange Commission Act of Sri Lanka Act No. 36 of 1987 (now referred to under Section 183 of the

	Securities and Exchange Commission of Sri Lanka, Act No. 19 of 2021)
Companies Act	Companies Act No. 7 of 2007 (as amended)
CSE	Colombo Stock Exchange
GEST	Gestetner of Ceylon PLC
Market Day	Any day on which CSE is open for trading
Offer	Mandatory offer by the Offeror, pursuant to Rule 31 of the Code, to purchase the remaining Shares of the Offeree which are not held by the Offeror or parties acting in concert with them, including any revision, variation, or extension thereto
Offer Closure Date	1st December 2025
Offer Document	This document prepared in connection with the Offer
Offer Open Date	11th November 2025
Offeror	World Elite Limited
Offeree	Gestetner of Ceylon PLC
Offer Period	The period commencing at 9.00 a.m. on the Offer Open Date and ending at 4.30 p.m. on the Offer Closure Date. (i.e. from 11th November 2025 to 1st December 2025)
Offer Price	Sri Lanka Rupees Two Hundred Thirty Nine and Cents Seventy Five (LKR 239.75) per Share
Offer Shares	One Million Three Hundred and Twenty Eight Thousand Six Hundred and Ninety Seven (1,328,697) Shares not already owned by the Offeror
Recent Director	Any person who has ceased to be a member of the Board of Directors during the preceding six (6) months
Recent Shareholder	Any person who has ceased to be a shareholder during the preceding six (6) months

Registrars to the Offer	Corporate Services (Private) Limited of 216, de Saram Place, Colombo 10
SEC	The Securities and Exchange Commission of Sri Lanka
Shares	Shares in GEST conferring on any holder thereof the right to (i) one vote on a poll at a meeting of GEST on any resolution, (ii) an equal share in dividends paid by GEST and (iii) an equal share in the distribution of the surplus assets of GEST on liquidation
Shareholder	Any holder of any Offeree Shares

10th November 2025

To: The shareholders of GESTETNER OF CEYLON PLC

MANDATORY OFFER BY WORLD ELITE LIMITED TO PURCHASE THE REMAINING ORDINARY VOTING SHARES OF GESTETNER OF CEYLON PLC, WHICH ARE NOT ALREADY OWNED BY THE OFFEROR

1. BACKGROUND TO THE OFFER

The Offeror, World Elite Limited, acquired by way of trades executed on CSE on 13th October 2025, One Million Three Hundred and Twenty Nine Thousand One Hundred and Fifteen (1,329,115) fully paid ordinary Shares of GEST at a price of Sri Lanka Rupees Two Hundred and Thirty Nine and Cents Seventy Five (LKR 239.75) per Share amounting to an aggregate consideration of Three Hundred and Eighteen Million Six Hundred and Fifty Five Thousand Three Hundred and Twenty One and Cents Twenty Five (LKR 318,655,321.25).

World Elite Limited did not hold any shares in GEST prior to the transaction.

Pursuant to such acquisition, the Offeror holds a total One Million Three Hundred and Twenty Nine Thousand One Hundred and Fifteen (1,329,115) ordinary shares in GEST, which amounts to fifty decimal zero one percent (50.01%) of the issued ordinary shares of GEST.

Consequent thereto, the Offeror has become obliged to make a mandatory offer to the other Shareholders as per Rule 31(1) (a) of the Code.

2. THE OFFER

Pursuant to this Offer Document, the Offeror offers to acquire all the remaining shares of GEST amounting to One Million Three Hundred and Twenty Eight Thousand Six Hundred and Ninety Seven (1,328,697) ordinary shares amounting to forty nine decimal nine nine percent (49.99%) of the issued and paid up ordinary Shares, at the Offer Price of Sri Lanka Rupees Two Hundred and Thirty Nine and Cents Seventy Five (LKR 239.75) per Share, being the highest price at which the Offeror acquired Shares of GEST within the twelve (12) month period preceding the abovementioned date of acquisition (i.e. 13th October 2025).

The Offer is unconditional as to acceptance from the Offer Open Date, and the Offeror must accept and pay for all Shares tendered at the Offer Price. Acceptance of the Offer will be valid only if the Shareholder accepts the Offer unconditionally within the Offer Period according to the procedure described in this Offer Document.

“Unconditional as to acceptances” in any context relating to the Offer means that the Offeror must accept and pay for all shares tendered at the Offer Price, while the shareholders of the Offeree lose their right to withdraw the shares.

Assuming full acceptance of the Offer, the total cash payable under the Offer would be Sri Lanka Rupees Three Hundred and Eighteen Million Five Hundred and Fifty Five Thousand One Hundred and Five and Cents Seventy Five (LKR 318,555,105.75).

As stipulated by Rule 31(5) of the Code, confirmations by the financial advisor, The Hongkong and Shanghai Banking Corporation Limited, that resources are available to the Offeror, sufficient to satisfy full acceptance of the Offer are contained in Appendix I to this Offer Document.

The Shares will be acquired under the Offer together with all rights now and hereafter attaching thereto, including the right to receive dividends and other distributions declared, paid or made after such acquisition but excluding liens, charges, encumbrances, equities, rights of pre-emption and any other third party rights of whatsoever nature and howsoever arising.

Instructions with regard to the acceptance of the Offer are set out in Section 7 hereof and in the “Form A – Form of Acceptance and Transfer” set out in Appendix II to this Offer Document and the “Form B – Letter of Authorization addressed to the CDS” set out in Appendix III to this Offer Document.

3. INFORMATION ON THE OFFEROR

3.1 The Offeror

The Offeror, World Elite Limited is a limited liability company incorporated on 6th October 2023 under the laws of Hong Kong bearing registration number 3324859 and having its registered office at 803 Nine Queen's Road Central, Hong Kong.

The principal activity of World Elite Limited is equity investment holding in entities for long term purpose. The Offeror currently holds no active investments other than its recent acquisition of a 50.01% stake in GEST.

3.2 Shareholders

SiS Investment Holdings Limited is the sole shareholder of the Offeror holding 100% voting shares.

SiS Investment Holdings Limited, which in turn is a wholly owned subsidiary of SiS International Holdings Limited ("SiS International"), a company listed on the main board of Hong Kong Stock Exchange (HKEX) and one of the principal holding entity within the SiS Group. SiS International Holdings Limited operates across three key business segments:

a. Distribution of IT and mobile products in Hong Kong and Thailand
b. Property investment and hotel operations in Japan and other regions
c. Securities trading and investment activities

3.3 The Board of Directors

The directors of the Offeror are as follows.

1. Mr. Lim Kiah Meng
2. Mr. Lim Hwee Hai

3.4 Financial information of the Offeror

The details of turnover, net profit or loss before and after tax, earnings per share before and after tax, and dividends paid per share for the period, from date of incorporation (i.e. 6th October 2023) to 31st December 2024 of the Offeror are provided below. The figures are extracted from the audited financial statements of the Offeror for the relevant financial year and the unaudited interim figures as at 30th June 2025.

	For the fifteen month period from 6th October 2023 (date of incorporation) to 31st December 2024 (*audited*) HK$	Six-month ended 30th June 2025 (unaudited) HK$
Turnover	-	-
Other Income	611	133
Profit/ (Loss) Before Tax	(13,462)	(626)
Profit/ (Loss) After Tax	(13,462)	(626)
Earnings/ (Loss) Per Share Before Tax	(13,462)	(626)
Earnings/ (Loss) Per Share After Tax	(13,462)	(626)
Dividends Per Share	-	-

The assets and liabilities of the Offeror shown in the last published audited accounts as at 31st December 2024 and unaudited accounts as at 30th June 2025 are given below.

	As at 31st December 2024 (*audited*) HK$	As at 30th June 2025 (*unaudited*) HK$
Non -Current Assets		
Investments in Subsidiaries	3	3
Current Assets		
Other Receivables	-	-
Cash and Cash Equivalents	113,538	112,912
Total Assets	**113,541**	**112,915**
Liabilities		
Income Tax Payable	-	-
Other Payables	127,002	120,002
Bank Overdraft	-	-
	127,002	120,002
Total Liabilities	**127,002**	**120,002**

There are no publicly known material changes in the financial position of the Offeror since the latest accounts.

4. INTENTIONS OF THE OFFEROR WITH RESPECT TO GEST

The Offer to the Shareholders of GEST is made pursuant to a statutory obligation on the Offeror to make a mandatory offer under Rule 31 (1) (a) of the Code, consequent to the acquisition by the Offeror, via trades executed on the CSE on 13th October 2025, of fifty decimal zero one percent (50.01%) of the Shares in GEST.

The acquisition of a 50.01% stake in GEST by the Offeror, reflects the strategic vision of the shareholder of the Offeror to expand its operations beyond its existing markets and capitalize on long- term growth opportunities in Sri Lanka.

The Offeror's intention is to continue, in its ordinary course, the current business of GEST, which is the importation and supply of office automation products and expand the scope of its business.

The Offeror does not intend to make any major changes to the business operations of GEST in the near future, including a redeployment of fixed assets (if any).

The Offeror intends that the recruitment and termination of employees of GEST will continue to form part of the duties and responsibilities of the management of GEST, following the Offer. The Offeror does not currently intend to terminate the services of any employees of GEST.

5. STATUTORY DISCLOSURES, FINANCIAL INFORMATION AND ADDITIONAL INFORMATION

5.1 Interest and Dealings

5.1.1 The Offeror acquired by way of trades executed on the CSE on 13th October 2025, One Million Three Hundred and Twenty Nine Thousand One Hundred and Fifteen (1,329,115) Shares in GEST at a price of Sri Lanka Rupees Two Hundred and Thirty Nine and Cents Seventy Five (LKR 239.75) per Share. Pursuant to this acquisition, the Offeror holds fifty decimal zero one percent (50.01%) issued Shares in GEST.
No person Acting in Concert with the Offeror owns or controls any Shares.

5.1.2 No person who owns or controls any Shares has made an irrevocable commitment to accept the Offer prior to the posting of this Offer Document.

5.1.3 Other than for the purchase of Shares by the Offeror referred to in Section 5.1.1. above, neither the directors of, nor any person Acting in Concert with the Offeror have dealt for value in any Shares during the period commencing twelve months prior to the Offer Open Date and ending on the day prior to the posting of this Offer Document.

5.2 Other Information

5.2.1 No agreement, arrangement or understanding exists between the Offeror and any of the directors, Recent Directors, Shareholders or Recent Shareholders of GEST having any connection with the Offer.

5.2.2 There are no agreements, arrangements or understandings pursuant to which any of the Shares acquired by the Offeror pursuant to the Offer will be transferred to any other person.

5.2.3 No margin trading facilities were utilized by the Offeror to acquire the shares in GEST.

5.2.4 The consideration to which any Shareholder is entitled under the Offer will be settled in full in accordance with the terms of the Offer without having regard to any lien, right of set-off, counter claim or other analogous rights to which the Offeror may otherwise be, or claim to be, entitled against such Shareholder.

5.2.5 The emoluments of the boards of directors of the Offeror will not be affected due to the acquisition of the Offer Shares.

6. TERMS OF THE OFFER

6.1. Date of the Offer Document

This Offer Document is dated 10th November 2025.

A copy of this Offer Document will be mailed to every Shareholder registered in the books of GEST on 10th November 2025 . Copies of this Offer Document, the "Form A – Form of Acceptance and Transfer", the "Form B – Letter of Authorization to CDS" and all related documents are available at the offices of the Registrars to the Offer, Corporate Services (Private) Limited of 216, de Saram Place, Colombo 10.

6.2. Offer Period

6.2.1. The Offer Period will commence at 9.00 a.m. on the Offer Open Date and end at 4.30 p.m. on the Offer Closure Date.

Offer Open Date	**:**	11th November 2025
Offer Closure Date	**:**	1st December 2025

6.2.2. The Offer will initially be open for acceptance until 1st December 2025 but may be extended subject to paragraph 6.2.4 below. Although no revision is envisaged, if the Offer is revised, it will remain open for acceptance for at least fourteen (14) days from the date of posting of the written notification of the revision to the Shareholders. If the Offer is revised by increasing the Offer Price, all Shareholders who accepted the initial Offer will receive the revised Offer Price for their Shares that were validly tendered pursuant to the initial Offer.

6.2.3. In no circumstances will the Offer be extended beyond the sixtieth day after the date on which this Offer Document is forwarded to the Shareholders, except with the approval of the SEC, which shall be granted only if a competing offer has been made or announced.

6.2.4. If an extension of the Offer has been granted by the SEC pursuant to Section 6.2.3. above, the Offeror will inform Shareholders of the next expiry date of the Offer.

6.3. Non-Resident Shareholders

6.3.1 Offeree Shareholders who are not residents of Sri Lanka and who are citizens, residents or nationals of other countries should investigate, verify and ascertain the laws and regulations applicable to them in their jurisdiction in respect of this Offer. The Offeror will not be responsible for obtaining or providing any assistance in connection with any statutory or other approvals that may be necessary if such persons accept the Offer.

6.3.2 Non-resident shareholders of GEST are required to provide details of their Inward Investment Account ("IIA") into which the proceeds from the sale of shares under the Offer will be remitted. Additionally, non-resident shareholders other than migrants must confirm that the Shares being accepted or tendered for sale were originally acquired with proceeds channeled through the same IIA.

6.4. Announcements

On or before 4.30 p.m. on the Market Day immediately following the Offer Closure Date or, if revised or extended, the day immediately following the day to which the Offer is revised or extended, the Registrars to the Offer will on behalf of the Offeror issue a statement to the CSE specifying whether the Offer has expired or has been revised or extended and will also state as nearly as practicable the total number of Shares:

- for which acceptances of the Offer have been received;
- held before the Offer Period; and
- acquired or agreed to be acquired during the Offer Period;

and will specify the percentage of Shares represented by these figures.

The Offeror will simultaneously request the CSE to make an announcement to that effect on the trading floor.

6.5. General Information

6.5.1. The terms, provisions, instructions and authorities contained in or deemed to be incorporated in the "Form A –Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS" constitute part of the terms of the Offer. Words and expressions defined in this Offer Document have the same meanings when used in the

"Form A –Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", unless the context otherwise requires.

6.5.2. No acknowledgement of receipt of any document, including the "Form A –Form of Acceptance and Transfer" or "Form B – Letter of Authorization to CDS", will be given.

6.5.3. All correspondence, communications, notices, certificates, other documents and remittances will be sent to Shareholders or their designated agents at the risk of the Shareholders.

6.5.4. The Offer, all acceptances thereof and the relevant "Form A –Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", and all contracts made pursuant thereto, and any action taken or made or deemed to be taken or made under any of the foregoing, shall be governed by and construed in accordance with the laws of Sri Lanka. Execution by or on behalf of a Shareholder of a "Form A –Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", where applicable, will constitute his submission, in relation to all matters arising out of or in connection with the Offer and the "Form A –Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", to the jurisdiction of the Courts of Sri Lanka.

6.5.5. Shareholders may accept the Offer in respect of all or part of their respective Offer Shares.

7. PROCEDURE FOR ACCEPTANCE

Details pertaining to accepting the Offer are set out below. Shareholders who do not wish to accept the Offer need not complete the "Form A – Form of Acceptance and Transfer" and other forms which are forwarded together with this Offer Document and do not need to take any other action.

7.1. Acceptance of the Offer

Acceptance should be made by completing a "Form A – Form of Acceptance and Transfer", the form of which is set out in Appendix II, and where applicable, Form B – Letter of Authorization to CDS", the form of which is set out in Appendix III, both of which constitute part of this Offer Document. Care must be taken to follow all the instructions specified herein when completing the "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS".

7.2. Return of Form A – Form of Acceptance and Transfer and Form B – Letter of Authorization to CDS

(a) **If Shares are not deposited with the CDS**

You should complete "Form A - Form of Acceptance and Transfer" and sign as transferor. Your signature should be duly witnessed in the space provided for the purpose in Section D. The said form should be sent along with the original share certificate(s) and/or other document(s) of title by post or by hand to the Registrars to the Offer, Corporate Services (Private) Limited at 216, de Saram Place, Colombo 10 **on or before 4.30 p.m. on the Offer Closure Date**.

(b) **If Shares are deposited with the CDS**

The completed and signed "Form A – Form of Acceptance and Transfer" (Appendix II) and "Form B – Letter of Authorization to CDS" (Appendix III) should be returned **to your stockbroker or custodian bank** who in turn will forward these documents through the CDS to reach Corporate Services (Private) Limited, Registrars to the Offer, at 216, de Saram Place, Colombo 10 **on or before 4.30 p.m. on the Offer Closure Date**.

If you hold Shares in more than one CDS account, please use a separate "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS" for each such account. You may use photocopies of the forms provided for this purpose.

Please note that, if you do not submit your "Form A – Form of Acceptance and Transfer" (Appendix II) and "Form B – Letter of Authorization to CDS" (Appendix III), to your stockbroker or custodian bank, please note that the Registrars to the Offer or the Offeror will not assume any responsibility to obtain your stockbroker's authorization for the transfer of your Shares.

Where a Shareholder accepting the Offer, holds his shares in the "locked balance" of the CDS, it is advised to sign and execute form CDS 6(A) issued by the CDS and available with the stockbroker/custodian bank, expressing his consent to the transfer of shares for which the transfer is to be made, from the "locked balance" to the "trading balance" of his CDS account and instruct the respective stockbroker/CDS in that regard. Duly completed form CDS 6(A) should also be returned to the stockbroker or the custodian bank along with the "Form A - Form of Acceptance and Transfer" (Annex II) and "Form B - Letter of Authorization to CDS" (Annex III) who in turn will forward it directly to the CDS **on or before 4.30 p.m. on the Offer Closure Date** for onward transmission to Corporate Services (Private) Limited, Registrars to the Offer, at 216, de Saram Place, Colombo 10.

If you do not adhere to this procedure, your "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS" will be rejected.

7.3. Documents Signed Under Power of Attorney

If any document is signed under a Power of Attorney, a copy of the Power of Attorney, duly certified by a Notary Public, should be sent together with the "Form A – Form of Acceptance and Transfer" and if applicable, "Form B – Letter of Authorization to CDS". The Power of Attorney must also be registered with the Company Secretary of GEST.

7.4. Document(s) of Title Not Readily Available, Misplaced or Lost

Shareholders who have lost/misplaced their relevant share certificates and/or other documents of title or where such documents of title are not readily available, should nevertheless complete the "Form A - Form of Acceptance and Transfer" and forward the same along with a Declaration of Indemnity (in the form set out in Appendix IV) and an Affidavit (in the form set out in Appendix V) through the Registrars to the Offer, Corporate Services (Private) Limited to the Company Secretary of GEST **on or before 4.30 p.m. on the Offer Closure Date.** The Company Secretary of GEST will proceed to follow the procedure with regard to misplaced or lost share certificates as stipulated in the Articles of Association of GEST.

In the case of deceased Shareholders, their legal representatives are to contact the Registrars to the Offer immediately for information on the documents that must be tendered for a valid acceptance of the Offer.

Each Shareholder has to bear the fees (if any) and the costs of issuing the duplicate share certificate.

The payment of consideration to such Shareholders will be made once the procedure for the issue of supplicate share certificates is completed.

7.5. Receipt of Documents After the Closing Date

Documents with regard to the Offer, **dispatched by courier or post** should reach the Registrars to the Offer or the CDS through your stockbroker or custodian bank, as applicable to you, no later than **4.30 p.m. on the Offer Closure Date**. Any documents received by courier or post after the above deadline shall be rejected even though the courier or postmark is dated prior to the Closing Date of the Offer.

7.6. Validity of Acceptance

Subject to the terms of the Offer and the Code, the Offeror reserves the right to reject or to treat as valid (in its absolute discretion) any acceptances of the Offer that are not in order or that are not accompanied by the relevant original share certificate(s) and/or other document(s) of title. If the Offeror treat as valid any acceptance of the Offer that is not accompanied by the relevant original share certificate(s) and/or other document(s) of title, the consideration for the relevant Offer Shares will not be paid to the relevant Shareholder until the Offeror have received the share certificate(s) and/or other document(s) of title or indemnities satisfactory to the Offeror (in its absolute discretion).

The Offeror and GEST will not in any circumstances be under any duty or obligation to inform Shareholders of the invalidity of their acceptances before the Offer Closure Date.

8. COMPLETION FORMALITIES

8.1. Settlement

The Offeror will forward the consideration payable to any Shareholder who validly accepts the Offer on or before the Offer Closure Date not later than twenty one (21) days after the receipt of the relevant "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", where applicable.

8.2. Payment of Consideration

The consideration to which any accepting Shareholder is entitled to, will be paid to such Shareholder by way of a credit to the bank account of the Shareholder that is specified in the "Form A - Form of Acceptance and Transfer" submitted by the Shareholder via a Sri Lanka Interbank Payment System (SLIPS) or Real Time Gross Settlement (RTGS) transfer. In the case of non-resident shareholders who have provided details of their IIA , the consideration will be paid to such bank accounts.

In the event the Shareholder has not provided accurate details of his/her bank account in the "Form A - Form of Acceptance and Transfer" or if the fund transfer through SLIPS is rejected by the bank due to any reason, the relevant payments would be made *via* a bank draft crossed "**Not Negotiable–Account Payee Only**" to such Shareholder by ordinary post at the risk of such Shareholder. In the case of joint Shareholders, bank draft will be drawn in favour of the first Shareholder as it appears in the "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", where applicable.

9. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the documents listed below will be made available for inspection at the offices of the Registrars to the Offer at 216, de Saram Place, Colombo 10 during normal business hours on any weekday (except on mercantile holidays) during the Offer Period.

(a) The articles of association of World Elite Limited

(b) The latest register of directors and officers of World Elite Limited

(c) This Offer Document and the Appendices hereto

Your attention is drawn to the following Appendices, which contain further information and constitute part of this Offer Document:

Appendix I	-	Confirmation by the Offeror's financial advisors, The Hongkong and Shanghai Banking Corporation Limited as to the availability of resources
Appendix II	-	Form A – Form of Acceptance and Transfer
Appendix III	-	Form B – Letter of Authorization to CDS
Appendix IV	-	Declaration of Indemnity
Appendix V	-	Affidavit

10. DECLARATION BY THE DIRECTORS OF THE OFFEROR

I, the undersigned, being a director of World Elite Limited, do hereby declare and confirm that this Offer Document has been seen and approved by the directors of World Elite Limited who collectively and individually accept full responsibility for the accuracy and the completeness of the information given in this Offer Document and confirm to the best of the knowledge and belief that, there are no other facts the omission of which would make any statements herein misleading in any material respect.

Yours faithfully,

Director
World Elite Limited

APPENDIX I

CONFIRMATIONS BY THE FINANCIAL ADVISORS, THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED AS TO THE AVAILABILITY OF RESOURCES

HSBC

Main Office
P.O Box 73.
24, Sir Baron Jayatilaka Mawatha,
Colombo 1,
Sri Lanka.

T +94 11 4472200

www.hsbc.lk

Director General,
Securities and Exchange Commission of Sri Lanka,
Level 28 – 29, East Tower,
World Trade Center, Echelon Square,
Colombo 01.

14 October 2025

Dear Sir,

CONFIRMATION UNDER RULE 31(5) OF THE COMPANY TAKE-OVERS AND MERGERS CODE 1995 AS AMENDED IN 2003

ACCOUNT NUMBER: 012-286613-065
ACCOUNT TYPE: Inward Investment Account

At the request of our client World Elite Limited ("WEL"), We, The Hongkong and Shanghai Banking Corporation Limited, Sri Lanka Branch, hereby confirm that we hold a sum of Sri Lanka Rupees Three Hundred and Eighteen Million Five Hundred and Fifty Five Thousand One Hundred and Five and Cents Seventy Five (LKR 318,555,105.75) in the Inward Investment Account (IIA) maintained by WEL.

We further confirm, based on the funds held in the above account, that WEL has adequate financial resources to satisfy the full acceptance of the Mandatory Offer made by WEL to all the remaining shareholders of Gestetner of Ceylon PLC, amounting to Sri Lanka Rupees Three Hundred and Eighteen Million Five Hundred and Fifty Five Thousand One Hundred and Five and Cents Seventy Five (LKR 318,555,105.75), to acquire their shares in Gestetner of Ceylon PLC.

This confirmation will be in force until the Bank receives payment instructions from WEL to make the necessary payments to the shareholders who accept the Mandatory Offer.

This letter is issued at the request of WEL.

Yours faithfully,

Anusha Wijesuriya
Relationship Manager

The Hongkong and Shanghai Banking Corporation Limited.
Incorporated in the Hong Kong SAR with Limited Liability

RESTRICTED

APPENDIX II

FORM A – FORM OF ACCEPTANCE AND TRANSFER

PLEASE READ THE INSTRUCTIONS GIVEN IN APPENDIX III CAREFULLY AND STRICTLY COMPLY WITH SAME

Offer made to the shareholders of Gestetner of Ceylon PLC through the Offer Document dated 10th November 2025 to acquire a total of One Million Three Hundred and Twenty Eight Thousand Six Hundred and Ninety Seven (1,328,697) Shares in Gestetner of Ceylon PLC (the "Offer")

Section A: Acceptance								
Date								
I/We, shareholder/s of Gestetner of Ceylon PLC ("GEST"), whose details appear in Section B below, wish to accept the Offer of World Elite Limited for --------------------- Shares of GEST being the number of shares which I/we wish to sell from the total number of shares held by me/us in GEST.								

Section B: Shareholder Information			
		Contact No.	NIC/PP/Company Reg. No
Principal/Sole Shareholder	Name:		
	Address:		
1st Joint Shareholder	Name :		
	Address:		
2nd Joint Shareholder	Name :		
	Address:		

Section C: Transfer of GEST Shares

My/Our GEST Shares are currently - (Please tick (√) as applicable)

☐ **<u>To be completed by Shareholders who hold shares through share certificate (held in script form)</u>**

Held in script form and the share certificates bearing No. (s).. are enclosed herewith. I/We, the Shareholder(s) of GEST whose details appear in Section B above (hereinafter referred to as the "Transferor") for consideration as detailed in the Offer Document dated 10th November 2025, forwarded by World Elite Limited (hereinafter referred to as the "Transferee"), do hereby transfer to the said transferee the number of Shares of GEST stated in Section A standing in my/our name(s) in the books of GEST.

I/We understand that the amount due to me/us will be made via SLIPS /RTGS to my/our bank account, the details of which are given in Section D below.

I/We understand that in the event of non-provision of accurate details of bank account or if fund transfer through SLIPS is rejected by the bank for any reason, the amount due to me/us will be made via a bank draft in favour of the principal/sole shareholder stated in Section B above, and crossed "**Not Negotiable-Account Payee Only**" and mailed to me/us at my/our own risk to the address appearing in Section B above.

<u>To be completed by shareholders who hold shares through the Central Depository Systems (Private) Limited (Held in the CDS)</u>

☐ Deposited with the CDS in Account No.

			-										-			-		

I/We have completed "Form B – Letter of Authorization to CDS" attached hereto, authorizing the CDS to transfer the number of GEST shares specified in Section A standing in my/our name(s) in the books of GEST.

I/We understand that the amount due to me/us will be made via SLIPS /RTGS to my/our bank account, details of which are given in Section D below.

I/We understand that in the event of non-provision of accurate details of bank account or if fund transfer through SLIPS is rejected by the bank for any reason, the amount due to me/us will be made via a bank draft in favour of the Principal/Sole shareholder stated in Section B above, and crossed "**Not negotiable Account Payee Only**" and mailed to me/us at my own risk to the address appearing in Section B above.

SECTION D: Declaration and Signature(s) of Transferor (s)

I/We the transferor (s) of the GEST shares hereby expressly and solemnly state and declare that: (please tick (√) one box as is applicable to you)

☐ I am a/We are Citizen (s) of Sri Lanka resident in Sri Lanka or a Private/Public Company/Corporation incorporated in Sri Lanka.

☐ I am a/We are Non-citizens of Sri Lanka resident outside Sri Lanka or Company/Corporation incorporated outside Sri Lanka and that I / We acquired shares in GEST by remitting consideration through an Inward Investment Account (IIA).

☐ I am a / We are Citizens of Sri Lanka and resident outside Sri Lanka.

The payments due to me/us in respect of the Offer should be paid to me / us : (please tick (√) one box as is applicable to you)

☐ By a fund transfer through SLIPS / RTGS to my/our bank account number given below

☐ By fund transfer to my Inward Investment Account (IIA) the details of which are given below

BANK CODE				**BRANCH CODE**			**ACCOUNT NO.**											

Please note that in the event the Shareholder has not provided accurate details of his/her bank account or if the fund transfer through SLIPS is rejected by the bank for any reason, the amount due to such Shareholder will be made via a bank draft and will be posted at the risk of the shareholder to the address of the Shareholder specified above.

Signature of Principal Shareholder	Company Seal (if applicable only)
Signature of 1st Joint Shareholder	
Signature of 2nd Joint Shareholder	

Signed by transferors in the presence of the witness whose details appear below

Full Name of Witness	
Address	

NIC/PP/Co Reg. No. of witness										
										.... Signature of Witness

Section E: Signature of the Transferee

Signed by the authorized signatories of the Transferee:

Name of Transferee	Number of shares to be purchased by the Transferee	Signature
World Elite Limited		First Signatory -
		Second Signatory -

APPENDIX III

FORM B – LETTER OF AUTHORIZATION TO CDS

The Manager,
Central Depository Systems (Private) Limited   Date....................................

Dear Sir,

<u>AUTHORITY TO TRANSFER SHARES DEPOSITED IN CDS</u>

CDS Account No.				-										-			-		
Name of Broker																			
Name of Security	Ordinary Shares of Gestetner of Ceylon PLC ("GEST")																		

I/We write to advise you that I/we have decided to accept the Offer made by World Elite Limited through the Offer Document dated 10th November 2025, for the purchase of ordinary shares of GEST held by me/us and deposited with the CDS in the above account and to sell .... shares of GEST held by me/us.

I/We accordingly authorize you, at the request of the Registrars to the Offer, Corporate Services (Private) Limited, to reallocate my/our above mentioned GEST shares for which the Offer was accepted by me/us, to the CDS account number NBS-132460-FC/00 of World Elite Limited maintained through NDB Securities (Private) Limited.

Sincerely,

Signature:

	Name of Shareholder	Signature	
Principal Sole Shareholder			Company Seal (if applicable)
1st Joint Holder			
2nd Joint Holder			

Authorization of Broker

We hereby give consent to transfer the shares from the above client's CDS Account

Name of Broker	Authorized Signatory	Designation	Date

Authorization of Central Depository Systems (Private) Limited ("CDS")

Balance Confirmed in account and shares reserved for transfer

Authorized Signatory – CDS	

INSTRUCTIONS FOR COMPLETION

To accept the Offer made to Shareholders of GEST by World Elite Limited through the Offer Document dated 10th November 2025 :

1. All shareholders of GEST who wish to accept the Offer made by World Elite Limited must complete and return the completed and signed "Form A – Form of Acceptance and Transfer" (Appendix II) and "Form B – Letter of Authorization to CDS" (Appendix III), where applicable, **on or before 4.30 p.m. on the Offer Closure Date** as follows.

If shares are not deposited with the CDS	**If shares are deposited with the CDS**
Registrars to the Offer Corporate Services (Private) Limited, 216, de Saram Place, Colombo 10.	CDS through your stockbroker or custodian bank

2. "Form A – Form of Acceptance and Transfer" and if applicable, "Form B – Letter of Authorization to CDS", and other related documents, should be sent as soon as possible, and in any event must be received by the Registrars to the Offer or where applicable the CDS on or before the closing date of the Offer. The scheduled closing date of the Offer is 1st December 2025.

3. In all communications regarding the Offer, the top left-hand corner of the envelope should be marked "**Offer for GEST Shares**".

4. In Section A of "Form A – Form of Acceptance and Transfer", fill in the date and indicate in Section A the number of ordinary shares that you wish to sell to World Elite Limited under the Offer.

5. Shareholder information must be provided in Section B of "Form A – Form of Acceptance and Transfer". Please insert your telephone number in the space provided. The details entered in Section B should be the same as appearing in your share certificate or as applicable to the relevant CDS account. If more than one name appears in Section B as shareholders, please provide the principal shareholder's bank account details or the mail address to make the settlement for the ordinary shares accepted under the Offer.

6. If your shares are held in scrip form, tick the box applicable and fill in Section C of "Form A – Form of Acceptance and Transfer". Please forward the "Form of Acceptance and Transfer" (Appendix I) together with the share certificate(s) to the address stated in number 1 above.

7. If your shares are held with the CDS, tick the box applicable and fill Section C of "Form A – Form of Acceptance and Transfer". Indicate the account number in the boxes provided for, complete the "Form B – Letter of Authorization to CDS" and forward both through your stock broker to the address stated in number 1 above If you hold GEST shares in more than one CDS account, PLEASE USE SEPARATE

"Form A - Form of Acceptance and Transfer" and "Form B - Letter of Authorization to CDS" for EACH ACCOUNT HELD. You may use photocopies of the forms provided for this purpose.

8. If you hold shares in both scrip form and through a CDS account(s), COMPLETE SEPARATE FORMS for EACH SUCH HOLDING. You may use photocopies of the forms provided for this purpose.

9. In Section D of "Form A – Form of Acceptance and Transfer", tick the applicable box. **One of the boxes must be marked for an acceptance to be valid**.

10. Place your signature in the area specified as "Signature of Principal Shareholder" in Section D of "Form A – Form of Acceptance and Transfer" to signify your acceptance of the Offer. If more than one name appears in Section B of "Form A – Form of Acceptance and Transfer" as shareholders, then all shareholders should place their signatures in the area specified in Section D of "Form A – Form of Acceptance and Transfer". If the shareholder is an incorporated entity and if it is required by the laws of the jurisdiction of its incorporation, the signature should be accompanied by the company seal placed in the specified area.

11. If any document is signed under a Power of Attorney, a copy of the Power of Attorney, duly certified by a Notary Public, should be sent together with the "Form A – Form of Acceptance and Transfer" and "Form B – Letter of Authorization to CDS", where applicable. The Power of Attorney must also be registered with the Company Secretary of GEST. **PLEASE DO NOT FORWARD THE ORIGINAL OF THE POWER OF ATTORNEY**.

12. A witness must fill in the required details (Full Name, Address and National Identity Card No.) and place his/her full signature in the area specified in Section E of "Form A – Form of Acceptance and Transfer".

APPENDIX IV

DECLARATION OF INDEMNITY

I/We,………………………………………………………………………………………………
…………………………………………………………………. (*insert full names*) of
No..…………………………………………………………………………………………………
………………………………………………………………………………………………………..
……………………………………………………………………….(*insert addresses*) (holder/s of National Identity Card No./Passport No. ………………………………………….............................) do solemnly, sincerely and truly declare and affirm/make oath and state as follows;

1. That I/we am/are the owner/s of and have absolute title to ……………………………………………………. *(insert number of shares)* ordinary voting shares in Gestetner of Ceylon PLC and I/we have not transferred, encumbered, lent, deposited or dealt with the said shares that will have any effect or impact whatsoever to my/our title and ownership thereto and I/we am/are entitled to be registered in the books of Gestetner of Ceylon PLC as a shareholder/s;

2. That the certificate(s) for …………………………………………………… (*insert the number of shares)* ordinary voting shares in Gestetner of Ceylon PLC standing in my/our name have been misplaced/lost/destroyed;

3. That I/we hereby request Gestetner of Ceylon PLC to issue a duplicate of such share certificate in respect of the shares standing in my/our name;

4. That I/we undertake to indemnify Gestetner of Ceylon PLC against all claims and demands and any expenses thereof, which Gestetner of Ceylon PLC may have to meet in consequence of complying with this request for issuing a duplicate share certificate with regard to the transfer of the said shares, or any part thereof, without my/our having delivered to you the said original certificate(s).

I/We hereby undertake to deliver to Gestetner of Ceylon PLC for cancellation the said original certificate should the same ever be recovered/found.

The foregoing having being duly read signed and affirmed/sworn to at ………………………………………….. on this ………………………………………...........2025

……………………

Signature of Shareholder(s)

Signed Before me

Commissioner for Oaths/Justice of the Peace

APPENDIX V

AFFIDAVIT

I/We………………………………………………………………………………………………………

……………………………………………………….......of………………………………………

……

……………........and……………………………………………………………………………

………………………………………………………………………......of………………………

……

………………………………...

in the Democratic Socialist Republic of Sri Lanka being Buddhist/Hindu/Muslim* do hereby individually, solemnly sincerely and truly declare and affirm/being Christian make oath and swear* as follows:

(1) I am/We are the affirmant/affirmants or the deponent/deponents above named.

(2) I am/We are the registered holder/holders of ………………………………………………………… ordinary voting shares held upon share certificate number(s) ……………………………………………………in Gestetner of Ceylon PLC.

(3) That to best of my/our knowledge and belief that the said original certificate(s)has/have either been lost, misplaced or accidentally destroyed and that I have made and caused to be made a diligent search but have been unable to find the same.

(4) That since the said certificate(s) was issued to me/us, I/we have not sold, pledged the said shares or in any way parted with possession of the said certificate(s) is/are my/our absolute property.

(5) I/We therefore request Gestetner of Ceylon PLC to issue me/us a duplicate of such share certificate(s) and in consideration of Gestetner of Ceylon PLC doing so undertake the company against claims and demands (and any expense thereof) which may be made against the company in complying with my/our request.

(6) I/We hereby undertake further to furnish to the company a Declaration of Indemnity.

Signed and affirmed to by the affirmants*/signed and sworn to by the deponents* abovenamed at ………………………….on this ……………………………………..day of………………………………2025

LKR 50 STAMP

..........................…………….........

Signature of Shareholder(s)

Signed Before me

Commissioner for Oaths/Justice of the Peace

*Please delete as appropriate

This page is intentionally left blank

This page is intentionally left blank

This page is intentionally left blank

- End of the Offer Document-