

CIRCULAR TO SHAREHOLDERS

R I L PROPERTY PLC (PV/PB 68365PQ)

Dear shareholder/s

15TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS

We wish to inform you that the Board of Directors of R I L Property PLC (the Company) have decided to hold the Annual General Meeting (AGM) for the year ended 31 March 2024 as an in-person meeting. Accordingly, the AGM will be held on 28 June 2024 at 11.00 am at level 01, PARKLAND, 33, Park Street, Colombo 02.

Shareholders may access the Annual Report and Financial Statements on their mobile phones by scanning the following QR code.



Enclosed herewith is the notice of meeting and the proxy form of the AGM. The notice and the proxy form, will also be made available on the CSE website (www.cse.lk) and the Company's official website (www.rilproperty.lk). A member unable to attend the AGM is entitled to appoint a proxy for the meeting to attend and vote in his/her place by completing and sending the Form of Proxy. The duly completed Form of Proxy should be sent to reach the undersigned by post to Company's registered office situated at 33, Park Street, Colombo 02 or email to rilagm2024@rilproperty.lk or facsimile to 0112399915, not less than forty – eight (48) hours, before the time fixed for the meeting.

Should the shareholders wish to obtain a hard copy of the annual report, a written request should be submitted, by filling the request form available on the above links to reach the undersigned by post to Company's registered office situated at 33, Park Street, Colombo 02 or email to rilagm2024@rilproperty.lk or facsimile to 0112399915. A photo copy of the Annual Report will be sent within eight (08) market days from the date of receipt of your request.

In the event that you require assistance in accessing the above links, you may contact Mr. Janaka Karunaratne on +94112332850-1 any time between 8.30 a.m and 5.30 p.m on any working day.

The shareholders are hereby advised that if they wish to raise any queries, such queries should be sent to reach the undersigned by post to Company's registered office situated at 33, Park Street, Colombo 02 or rilagm2024@property.lk or facsimile to 0112399915, **not less than five (05) days before the date of meeting**. This is in order to enable the Company Secretary to compile the queries and forward the same for the attention of the Board of Directors, so that they could be addressed at the meeting.

For any queries regarding this circular, please contact the undersigned via email rilagm2024@rilproperty.lk

BY ORDER OF THE BOARD



Roshini Weudagedara
Company Secretary

4 June 2024

Encl : Form of request for annual report hard copy;
Notice of meeting;
Form of Proxy;

Notice of Meeting

Notice is hereby given that the 15th Annual General Meeting (AGM) of R I L PROPERTY PLC will be held on 28 June 2024 at 11.00 a.m. at level 01, *PARKLAND*, 33, Park Street, Colombo 02, for the following purposes:

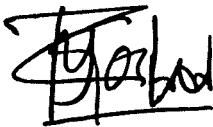
- (01) To receive and consider the Annual Report of the Board of Directors on the affairs of the Company and its subsidiaries and the Statement of Accounts for the year ended 31 March 2024 together with the Report of the Auditors thereon;
- (02) (i) To pass the Ordinary Resolution set out below to re-appoint Mr. S. G. Wijesinha, who is 75 years of age, as a director of the Company.

"IT IS HEREBY RESOLVED that Mr. S. G. Wijesinha who is 75 years of age be and is hereby re - appointed a director of the Company and it is hereby declared that the age limit of 70 years stipulated in Section 210 of the Companies Act No.7 of 2007 shall not apply to the said director"
- (ii) To pass the Ordinary Resolution set out below to re-appoint Ms. L. E. M. Yaseen, who is 82 years of age, as a director of the Company.

"IT IS HEREBY RESOLVED that Ms. L. E. M. Yaseen who is 82 years of age be and is hereby re - appointed a director of the Company and it is hereby declared that the age limit of 70 years stipulated in Section 210 of the Companies Act No.7 of 2007 shall not apply to the said director"
- (03) To re-elect Professor. N. D. Gunawardena who retires by rotation pursuant to the provisions of Article 83 of the Articles of Association of the Company, as a director;
- (04) To elect Ms. V. Weerasekera, a Director of the Company, who was appointed during the Financial Year to fill a casual vacancy in terms of Article 89 of the Articles of Association of the Company;
- (05) To elect Mr. K. Ariyaratne, a Director of the Company, who was appointed during the Financial Year to fill a casual vacancy in terms of Article 89 of the Articles of Association of the Company;
- (06) To declare a First and Final dividend of LKR. 0.20 per share for the Financial Year ended 31 March 2024 as recommended by the Directors;
- (07) To re-appoint the retiring Auditors, Messrs. Ernst & Young, Chartered Accountants to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration;
- (08) To authorise the Board of Directors to determine donations for the year ending 31 March 2025 and up to the date of the next Annual General Meeting;
- (09) To consider any other business of which due notice has been given

By Order of the Board

For and on behalf of **R I L Property PLC**



Roshini Weudagedara
Company Secretary

4 June 2024
Colombo

Notes

1. A duly registered and entitled holder of the Company's shares is entitled to attend, speak and vote at the AGM and is entitled to appoint a proxyholder to attend, speak and vote on a show of hands or on a poll on his/her behalf; The proxy so appointed shall be valid for any adjournment of the meeting as for the meeting to which it relates.
2. A proxyholder need not be a shareholder of the Company;
3. A proxy so appointed shall have the same right as the shareholder to vote on a show of hands or on a poll as well as to speak at the AGM;
4. The proxyholder shall be deemed to have the right to demand or join in demanding a poll;
5. Members are encouraged to vote by Proxy through the 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.
6. In the event the Appointor of the proxy attending the meeting, the authority of the proxy to attend, vote and/or in any way participate at the meeting shall stand automatically cancelled and revoked.
7. A shareholder shall not be entitled to appoint more than one proxy to attend on the same occasion.
8. The Form of Proxy is enclosed for this purpose. The completed Form of Proxy must be deposited at the Registered Office of the Company situated at 33, Park Street, Colombo 02 or forwarded via email rilagm2024@rilproperty.lk or facsimile to 0112399915, not less than forty-eight (48) hours before the appointed hour of the meeting;

Form of Proxy

I/We..... of.....
...../being a member/members of R I L Property PLC, hereby
appoint (N I C No)
of..... failing him/ her

- Mr. S. G. Wijesinha

whom failing
- Ms. L. K. A. H. Fernando

whom failing
- Ms. C. G. Ranasinghe

whom failing
- Ms. C. R. Kariyawasam

whom failing
- Professor N. D. Gunawardena

whom failing
- Ms. C. Pietersz

whom failing
- Ms. V. Weerasekera

whom failing
- Mr. K. Ariyaratne

whom failing

as my/our proxy to represent me/us and* to vote on my/our behalf at the 15th Annual General Meeting (AGM) of R I L Property PLC (the Company) to be held on 28 June 2024 at 11.00 a.m. at the Level 01, *PARKLAND*, 33, Park Street, Colombo 02 and at any adjournment thereof and at every poll which may be taken in consequence of the above said meeting. I/ We the undersigned hereby authorize my/our Proxy to vote on my/our behalf in accordance with the preference indicated below:

		For	Against	Abstained
(1)	To receive and consider the Annual Report of the Board of Directors on the affairs of the Company and its subsidiaries and the Statement of Accounts for the year ended 31 March 2024 together with the Report of the Auditors thereon	☐	☐	☐
(2)	To re-appoint Mr. S. G. Wijesinha, who is 75 years of age, as a director of the Company	☐	☐	☐
(3)	To re-appoint Ms. L. E. M. Yaseen, who is 82 years of age, as a director of the Company	☐	☐	☐
(4)	To re-elect Professor. N. D. Gunawardena who retires by rotation pursuant to the provisions of Article 83 of the Articles of Association of the Company	☐	☐	☐
(5)	To elect Ms. V. Weerasekera who was appointed during the Financial Year to fill a casual vacancy in terms of Article 89 of the Articles of Association of the Company	☐	☐	☐
(6)	To elect Mr. K. Ariyaratne who was appointed during the Financial Year to fill a casual vacancy in terms of Article 89 of the Articles of Association of the Company	☐	☐	☐
(7)	To declare a First and Final dividend of LKR. 0.20 per share for the Financial Year ended 31 March 2024 as recommended by the Directors;	☐	☐	☐
(8)	To re-appoint the retiring Auditors, Messrs. Ernst & Young, Chartered Accountants, to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration;	☐	☐	☐
(9)	To authorise the Board of Directors to determine donations for the year ending 31 March 2025 and up to the date of the next Annual General Meeting	☐	☐	☐

Signed on this day of
Two Thousand and Twenty Four.

.....
Signature/s

**If you wish your Proxy to speak at the meeting you should insert the words “to speak and” in the place indicated and initial such insertion.*

Notes:

1. Instructions as to completion appear below;
2. Please indicate with an "x" in the space provided how your proxyholder is to vote;
3. If there is in the view of the proxyholder doubt (by reason of the way in which the instructions contained in the proxy have been completed) as to the way in which the proxyholder should vote, the proxyholder shall vote as he thinks fit;

Instructions as to completion

1. To be valid, this completed Form of Proxy must be deposited at the Registered Office of the Company situated at 33, Park Street Colombo 02 or should be sent via email to rilagm2024@rilproperty.lk or facsimile on 0112399915, not less than forty-eight (48) hours before the appointed hour of the meeting;
2. The full name and address of the proxyholder and of the shareholder appointing the proxyholder should be entered legibly in the Form of Proxy; Please fill in the date of signature;
3. If you wish to appoint any person other than directors as your proxy, please insert the relevant details in the space provided overleaf;
4. If the Form of Proxy is signed by the Power of Attorney, the respective Power of Attorney should accompany the completed Form of Proxy for registration, in the event it has already not being registered with the Company;
5. If the shareholder is a company or a corporate body, the Form of Proxy should be executed under the common seal or be signed by its Attorney or by an Officer authorised to do so on behalf of such company/ corporate body;
6. Every alteration or addition to the Form of Proxy must be duly authenticated by the full signature of the shareholder signing the Form of Proxy. Such signatures should as far as possible be placed in proximity to the addition or alteration intended to be authenticated;
7. The use of the word "Member/s" herein is a reference to "Shareholder/s";

Form of Request

To: Company Secretary
R I L Property PLC
Level 1, *PARKLAND*, 33, Park Street
Colombo 02
Phone : 0112332850/1
Fax : 0112399915

R I L Property PLC - Request for a printed copy of the Annual Report – 2023/2024

We refer to your Circular to the Shareholders dated 4 June 2024.

Please forward a printed copy of the “Annual Report” for the Financial Year ended 31 March 2024.

My/Our details are as follows:

Full Name of the Shareholder :

Folio No. as appears in the address label :

Shareholder/s NIC/Passport No./
Company Registration No. :

CDS Acct. No :

Address :

Contact Number :

.....
Signature of the Shareholder/s Date

Notes:

- (1) Kindly perfect the Form of Request by filling in legibly all the details, address and by signing in the space provided; Please fill in the date of signature;
- (2) If the Form of Request is signed by an Attorney, the relevant Power of Attorney should accompany the Form of Request;
- (3) If the request is made by a Company or Corporation, this form must be executed under the common seal or be signed by its Attorney or by an Officer authorised to do so on behalf of such company/ corporate body;
- (4) In the case of a joint shareholding, the request may be executed by the Principal holder;
- (5) Please send the duly completed Form of Request by post to Company's registered office situated at 33, Park Street, Colombo 02 or email to rilagm2024@rilproperty.lk or facsimile to 0112399915.