



RICHARD PIERIS AND COMPANY PLC
Annual Report 2025/26

Contents.....

Circular to the Shareholders

Notice of Meeting

Form of Proxy

Form of Request

**RICHARD PIERIS & COMPANY PLC
(PQ 138)**

310, High Level Road, Nawinna, Maharagama

CIRCULAR TO SHAREHOLDERS

Dear Shareholder,

CIRCULATION OF ANNUAL REPORT TO SHAREHOLDERS

We wish to bring to your notice that in terms of Rule 7.5 of the Listing Rules of the Colombo Stock Exchange, the Listed Companies are provided with the flexibility regarding the mode of dispatching the Annual Reports. The shareholders can now access Annual Report of the Company via,
<https://cse.lk/pages/company-profile/company-profile.component.html?symbol=RICH.N0000>

Hence, Richard Pieris & Company PLC propose to circulate the Annual Report for the Financial Year 2025/2026 to the shareholders in the Company website but not in the printed format unless so requested by a shareholder.

The Annual Report for the Financial Year 2025/2026 is also available at the Company website – www.arpico.com and if you wish to receive a printed copy of the said Report, please send us your written request by returning the duly completed Form of Request which is attached herewith to reach us to the address stated above or on the Fax No. 011 4310777. A printed copy will be provided within 8 market days from the date of receipt of your written request.

Kindly note that in the event we do not receive the completed Form of Request as advised above, the printed copy will not be posted to you.

In the event that you require any assistance, you may contact the following officials during office hours (between 8.30 a. m and 4.30 p.m.) on the following contact numbers/ e- mail addresses:

Name	Contact Nos.	E – mails
Ms. Teresha	011 4310500 - Ext. 748	teresha.s@arpico.com
Ms. Nilmini	011 4310500 - Ext. 402	nilmini.a@arpico.com

By order of the Board,

RICHARD PIERIS & COMPANY PLC

Sgd. Richard Pieris Group Services (Private) Limited

Secretaries to

RICHARD PIERIS & COMPANY PLC

25th August 2026

Encl. Notice of Meeting, Form of Proxy and Form of Request

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Eighty – Seventh Annual General Meeting of Richard Pieris & Company PLC will be held at the Auditorium of the Registered Office, 310, High Level Road, Nawinna, Maharagama on Friday, 25th September, 2026 at 3.00 p.m. and the business to be brought before the meeting will be as follows;

1. To consider the Report of the Directors and the Statement of Accounts for the year ended 31st March 2026 with the Report of the Auditors thereon.
2. To approve the appointment of Dr. Sena Yaddheghe as a Director

Pursuant to Section 211 of the Companies Act No. 07 of 2007, a Notice of the following Ordinary Resolution has been received by the Company, from Mr. Felix Fernandopulle of 28A, Police Park Avenue, Colombo 05, a shareholder of the Company.

“That Dr. Sena Yaddheghe of Le Neuf , Chemin, St. Saviours, Guernsey, United Kingdom who is 80 years of age be and is hereby appointed a Director of the Company in terms of section 211 of the Companies Act No. 07 of 2007, and it is further specially declared that the age limit of 70 years referred to in Section 210 of the Companies Act no. 07 of 2007 shall not apply to the said Dr. Sena Yaddheghe ”

3. To approve the appointment of Dr. Henry Jayatissa De Costa as a Director

Pursuant to Section 211 of the Companies Act No. 07 of 2007, a Notice of the following Ordinary Resolution has been received by the Company, from Mr. Kalinga Perera of 54/4, Ananda Balika Mawatha, Pitakotte, Kotte, a shareholder of the Company.

“That Dr. Henry Jayatissa De Costa of No. 496/3, Havelock Road, Colombo 06, who is 84 years of age be and is hereby appointed a Director of the Company in terms of section 211 of the Companies Act No. 07 of 2007, and it is further specially declared that the age limit of 70 years referred to in Section 210 of the Companies Act no. 07 of 2007 shall not apply to the said Dr. Henry Jayatissa De Costa”

4. To approve the appointment of Mr. Viville P Perera as a Director

Pursuant to Section 211 of the Companies Act No. 07 of 2007, a Notice of the following Ordinary Resolution has been received by the Company, from Mr. Adrian Oswald of No. 32, St. Sebastian Road, Galwetiya, Wattala, a shareholder of the Company.

“That Mr. Viville P Perera of 33, C 1, King’s Gate, Keells Housing Scheme, Buthgamuwa Road, Kalapaluwawa, Rajagiriya who is 78 years of age be and is hereby appointed a Director of the Company in terms of section 211 of the Companies Act No. 07 of 2007, and it is further specially declared that the age limit of 70 years referred to in Section 210 of the Companies Act no. 07 of 2007 shall not apply to the said “Mr. Viville P Perera”

5. To approve the appointment of Mr. J F Fernandopulle as a Director

Pursuant to Section 211 of the Companies Act No. 07 of 2007, a Notice of the following Ordinary Resolution has been received by the Company, from Mr. Nilantha Randeniya of No. 201/1/A, Wattegedera Lane, Wattegedera, Maharagama, a shareholder of the Company.

“That Mr. Felix Fernandopulle of 28A, Police Park Avenue, Colombo 05 who is 72 years of age be and is hereby appointed a Director of the Company in terms of section 211 of the Companies Act No. 07 of 2007, and it is further specially declared that the age limit of 70 years referred to in Section 210 of the Companies Act no. 07 of 2007 shall not apply to the said “Mr. Felix Fernandopulle “

6. To re-elect Mr. Shiron Gooneratne, who retires by rotation in terms of Article 85 at the Annual General Meeting, a Director
7. To elect Mr. Michael Andree, who retires in terms of Article 91 at the Annual General Meeting, a Director
8. To re -appoint M/s. Ernst & Young, Chartered Accountants as Auditors of the Company and to authorize the Directors to determine their remuneration.
9. To authorize the Directors to determine contributions to charities
10. To consider any other business of which due notice has been given.

By Order of the Board

(Sgd.)

Richard Pieris Group Services (Private) Limited

Secretaries

No. 310, High Level Road, Nawinna, Maharagama

25th August 2026

Note:

- a) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of him/her.
- b) A proxy need not be a member of the Company. The form of proxy will be found inserted in the Annual Report
- c) The completed form of proxy should be deposited at the registered office of the Company No. 310, High Level Road, Nawinna, Maharagama., not less than 48 hours before the time appointed for the holding of the meeting.

FORM OF PROXY

I/We* (in block letters) of
 being a
 member / members of the RICHARD PIERIS & COMPANY PLC, hereby appoint
 of

whom failing DR. SENA YADDEHIGE whom failing VIVILLE PRAXIDUS PERERA whom failing SHAMINDA YADDEHIGE whom failing DR. JAYATISSA DE COSTA whom failing FELIX FERNANDOPULLE whom failing SHIRON GOONERATNE whom failing UDENI SAMARARATNE whom failing PAMUDITHA HENNAYAKE whom failing MICHAEL ANDREE * as my/our proxy to represent me/us and to vote on my/our behalf at the 87TH ANNUAL GENERAL MEETING of the Company to be held on 25th September 2026 and any adjournment thereof, and at every poll which may be taken in consequence thereof to vote:-

	In favour	Against
1. To consider the Report of the Directors and the Statement of Accounts for the year ended 31 st March 2026 with the Report of the Auditors thereon.	☐	☐
2. To approve under and in terms of Section 211 of the Companies Act No. 07 of 2007, the appointment of Dr. Sena Yaddehige at this Annual General Meeting, a Director	☐	☐
3. To approve under and in terms of Section 211 of the Companies Act No. 07 of 2007, the appointment of Dr. Jayatissa De Costa at this Annual General Meeting, a Director	☐	☐
4. To approve under and in terms of Section 211 of the Companies Act No. 07 of 2007, the appointment of Mr. Viville Perera at this Annual General Meeting, a Director	☐	☐
5. To approve under and in terms of Section 211 of the Companies Act No. 07 of 2007, the appointment of Mr. Felix Fernandopulle at this Annual General Meeting, a Director	☐	☐
6. To re-elect Mr. Shiron Gooneratne who retires by rotation in terms of Article 85 at the Annual General Meeting, a Director	☐	☐
7. To elect Mr. Michael Andree who retires in terms of Article 91 at the Annual General Meeting, a Director	☐	☐
8. To re-appoint M/s Ernst & Young, Chartered Accountants as Auditors of the Company and to authorise the Directors to determine their remuneration.	☐	☐
9. To authorize the Directors to determine contributions to charities	☐	☐
10. To consider any other business of which due notice has been given	☐	☐

Dated this day of 2026

.....
 Signature of shareholder

- Notes:**
- (i) Please delete the inappropriate words
 - (ii) A proxy need not be a member of the Company.
 - (iii) Instructions as to completion appear on the reverse of this form.

INSTRUCTIONS AS TO COMPLETION OF PROXY FORM

To be valid, this Form of Proxy must be deposited at the registered office of the Company No. 310, High Level Road, Nawinna, Maharagama., not later than 3.00 p. m. on Wednesday, 23rd September 2026

In perfecting the Form of Proxy, please ensure that all details are legible.

In the case of a Company/Corporation, the proxy must be under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association.

Please indicate with an 'X' in the space provided how your proxy is to vote on each resolution. If no indication is given the proxy at his/her discretion will vote as he/she thinks fit.

This Form of Proxy shall in the case of an individual be signed by the appointer or his/her Attorney. Where the Form of Proxy is signed under a Power of Attorney, which has not been registered with the Company, the original Power of Attorney together with a photocopy of same or a copy certified by a Notary Public must be lodged with the Company, along with the Form of Proxy.

**FORM OF REQUEST
FOR A PRINTED COPY OF THE ANNUAL REPORT OF
RICHARD PIERIS & COMPANY PLC**

To: Richard Pieris Group Services (Private) Limited
Secretaries to
Richard Pieris & Company PLC
310, High Level Road, Nawinna,
Maharagama

☐ I would like to receive the printed version of the Annual Report of Richard Pieris & Company PLC.

SHAREHOLDER DETAILS

Full Name of Shareholder	
Shareholder's NIC/ Passport/ Company Registration No.	
Shareholder's Folio No.	
Contact Number	
Shareholder's Address	

Signature

Date:2026

Notes:

1. Please complete the Form of Request by filling in legibly the required information, signing in the space provided and filling in the date of signature.
2. Please mail the completed Form of Request to the Secretaries at the address given above, to reach us on or before 15th September 2026.
3. In the event the shareholder is a company, the Form of Request should be signed under its Common Seal or by a duly authorized officer of the company in accordance with its Articles of Association.
4. If you have any query regarding this Form of Request please contact us on 011 4310500 Ext. 748

[illegible]

Richard Pieris and Company PLC

No: 310, High Level Road, Nawinna, Maharagama, Sri Lanka.

Telephone No. : +94 11 4310500

Fax No. : +94 11 4310777

E-Mail Address : cpu@arpico.com