

COMMERCIAL LEASING & FINANCE PLC

Registration Number: PQ 131 /PB/PQ

Registered Office: No. 68, Bauddhaloka Mawatha, Colombo 04.

CIRCULAR TO SHAREHOLDERS

Dear Shareholder,

TWENTY NINTH ANNUAL GENERAL MEETING OF COMMERCIAL LEASING & FINANCE PLC FOR THE YEAR ENDED 2020/2021

We wish to inform you that the 29th Annual General Meeting (AGM) of the Company for the year 2021 is scheduled to be held on **Friday, 24th September 2021 at 10.30 a.m.** as an **on-line meeting** through audio-visual means conducted from No. 100/1, Sri Jayawardenapura Mawatha, Rajagiriya in the manner prescribed below:

A. GENERAL INFORMATION:

1. The AGM will be held in accordance with the guidelines issued by the CSE for hosting of a virtual AGM.
2. The Board of Directors and key officials who are essential for the administration of the formalities of the meeting will be present in person at the venue of the meeting. All shareholders will participate through audio and audio-visual means as a measure to maintain “social distancing” requirements in the interest of protecting public health and complying with the health and safety guidelines issued by the authorities in view of the COVID pandemic.
3. Only registered shareholders and registered proxy holders will be permitted to log in and participate in the AGM on-line.
4. The Annual Report of the Company for the year ended 2020/2021 will be available for perusal on:

(1) Corporate Website – <https://clc.lk/investor-relations/>

(2) The Colombo Stock Exchange - <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=CLC.N0000>

Members may also access the Annual Report and Financial Statements on their electronic devices by scanning the following QR code:



If you wish to obtain a printed copy of the Annual Report for the year ended 2020/2021, please complete and forward the attached Form of Request in **Annexure I** by facsimile on + 94 112865602 or email to corporateservices@lolc.com or by post to ‘**LOLC Corporate Services (Pvt) Ltd**’ at 100/1, Sri Jayawardenapura Mawatha, Rajagiriya. A printed copy of the Annual Report will be forwarded by the Company within eight (8) market days from the date of receipt of the request. The Company will dispatch the aforementioned documents by ordinary post to the shareholders.

B. SHAREHOLDER PARTICIPATION:

1. The shareholders are encouraged to appoint a member of the Board of Directors as his/her proxy to represent them at the AGM.
2. The shareholders may also appoint any other person other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting through audio or audio visual means **only**.
3. The shareholders who wish to participate at the AGM will be able to join the meeting through audio or audio visual means. To facilitate this process, the shareholders are required to furnish their details by perfecting **Annexure II** to the Circular to the Shareholders and forward same to **corporateservices@lolc.com** (with the email subject titled "**CLC AGM 2021**" **not less than 48 hours before the date of the meeting** so that the meeting login information could be forwarded to the email addresses so provided.
4. Shareholders are entitled to appoint a proxy holder or a representative (in the case of corporates) to participate (on-line) on his/her/its behalf. A proxy holder need not be a shareholder of the Company. A Form of Proxy is enclosed with the Notice of Meeting for this purpose and the completed Form of Proxy must be addressed to '**LOLC Corporate Services (Pvt) Ltd**' and posted to the registered office of the Secretaries at 100/1, Sri Jayawardenapura Mawatha, Rajagiriya; or scanned and emailed to the email address, **corporateservices@lolc.com** or sent by facsimile on + 94 112865602 (with the email subject titled "**CLC AGM PROXY**") not later than 48 hours before the time appointed for the holding of the AGM.
5. Duly completed proxies which are submitted by shareholders **up to 10.30 a.m. on 22nd September 2021** will be considered valid.
6. Shareholders may send in their questions/comments on the matters listed in the Notice of AGM by email to: **corporateservices@lolc.com** or by facsimile on + 94 112865602 or by post to the Secretaries, LOLC Corporate Services (Pvt) Ltd, 100/1, Sri Jayawardenapura Mawatha, Rajagiriya, **not less than 05 days before the date of the meeting**. This is in order to enable the Company Secretaries to compile the queries and forward same for the attention of the Board of Directors so that they could be addressed at the meeting.
7. At the AGM, the Chairman of the meeting will deal with those questions/comments which are relevant to the agenda items in the Notice of AGM.
8. Shareholders could vote their preference on the agenda items/resolutions and relevant procedures will be explained at the meeting.

For any further queries in this regard, please contact Mr. Rukshan Hettiarachchi attached to the Company Secretariat on:

Telephone: +94 11 5880356
Email: thushindah@lolc.com

The Board wishes to thank the shareholders of the Company for their unwavering cooperation.

Yours faithfully

Commercial Leasing & Finance PLC



LOLC Corporate Services (Private) Limited
Secretaries

30th August 2021

FORM OF REQUEST

Annexure I

To: LOLC Corporate Services (Private) Limited
Secretaries for **COMMERCIAL LEASING & FINANCE PLC**
No. 100/1, Sri Jayawardenapura Mawatha, Rajagiriya.

REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT 2020/2021

I/We.....
being a shareholder/s of the Company wish to receive a printed copy of the Annual Report 2020/2021.

My/Our details are as follows;

Full Name of the Shareholder :
(as stated in the CDS Account)

.....

Shareholders NIC/PP/Company :
Registration No.

Folio No (As per sticker label) :

Address :

.....

Contact Tel No :

.....
Signature

.....
Date

Notes:

1. Please complete the Form of Request by filling in legibly the required information in **BLOCK LETTERS** and signing in the space provided and filling in the date of signature.
2. Please forward the completed Form by facsimile on + 94 112865602 or email to corporateservices@lolc.com or by post/delivery to LOLC Corporate Services (Pvt) Ltd, 100/1, Sri Jayawardenapura Mawatha, Rajagiriya.

COMMERCIAL LEASING & FINANCE PLC

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN THAT THE 29TH ANNUAL GENERAL MEETING of the Company will be held on Friday, 24th September 2021 at 10.30 a.m. as an on-line audio-visual meeting with arrangements for the on-line meeting platform made at the L O L C Holdings PLC, No.100/1, Sri Jayawardenapura Mawatha, Rajagiriya, for the following purposes:

1. To receive and consider the Report of the Directors and Statement of Accounts for the year ended 31st March 2021 with the Report of the Auditors thereon.
2. To re-elect as Director Mr. T Dharmarajah, who retires in terms of Article 70 of the Articles of Association of the Company.
3. To re-elect as Director Mr. U H E Silva, who retires by rotation in terms of Article 75 of the Articles of Association of the Company.
4. To re-elect as Director Mr D M D K Thilakaratne, who retires by rotation in terms of Article 75 of the Articles of Association of the Company.
5. To re-appoint M/s KPMG Chartered Accountants as auditors for the ensuing financial year at a remuneration to be fixed by the Directors.
6. To approve in terms of Companies (Donations) Act No. 26 of 1951 the making of donations by the Directors as determined by them for the current Financial Year and until the next Annual General Meeting of the Company.

By order of the Board

COMMERCIAL LEASING & FINANCE PLC



LOLC Corporate Services (Private) Limited

Secretaries

30th August 2021

Rajagiriya (in the greater Colombo)

FORM OF PROXY

I/We.....holder of NIC/ Reg.
No.....of.....
being a member/members of Commercial Leasing & Finance PLC hereby appoint
.....of.....
.....whom failing

Mr. Luxhman Jayaratne	of Colombo or failing him
Mr. Ulluis Hewage Ebert Silva	of Colombo or failing him
Mr. Thamothersampillai Sanakan	of Colombo or failing him
Mr. Thiyagarajah Dharmarajah	of Colombo or failing him
Mr. Don Manuwelge Don Krishan Thilakaratne	of Colombo

as my/our proxy to represent me/us and vote on my/our behalf at the Annual General Meeting of the Company to be held as an on-line meeting on Friday, 24th September 2021 at 10.30 a.m. and at any adjournment thereof and at every poll which may be taken in consequence of the aforesaid Meeting.

	For	Against
1. To re-elect as Director Mr. T Dharmarajah, who retires in terms of Article 70 of the Articles of Association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect as Director Mr. U H E Silva, who retires by rotation in terms of Article 75 of the Articles of Association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect as Director Mr D M D K Thilakaratne, who retires by rotation in terms of Article 75 of the Articles of Association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint M/s KPMG Chartered Accountants as auditors for the ensuing financial year at a remuneration to be fixed by the Directors.	<input type="checkbox"/>	<input type="checkbox"/>
5. To approve in terms of Companies (Donations) Act No. 26 of 1951 the making of donations by the Directors as determined by them for the current Financial Year and until the next Annual General Meeting of the Company.	<input type="checkbox"/>	<input type="checkbox"/>

dated this day of, Two Thousand Twenty One.

.....
Signature of Shareholder

(Please delete inappropriate words and refer overleaf for instructions)

FORM OF PROXY

INSTRUCTIONS AS TO COMPLETION

- 1 Please return the completed Form of Proxy after filling in legibly your full name and address, signing on the space provided and filling in the date of signature.
- 2 The Proxy shall
 - a) in the case of an individual, be under the hand of the shareholder or his or 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) if the shareholder is a company or a corporation, be either under its common seal or under the hand of an officer or attorney authorized by such organization in that behalf in accordance with its Articles of Association or Constitution.
- 3 Please indicate with an 'X' how the proxy should vote on each Resolution. If no indication is given, the proxy shall exercise his/her discretion and vote as he/she thinks fit.
- 4 The completed Form of Proxy should be deposited at No. 100/1, Sri Jayawardenapura Mawatha, Rajagiriya or scanned and emailed to **corporateservices@lolc.com** with the email subject titled "CLC AGM PROXY" not less than 48 hours before the time appointed for the holding of the Meeting.