



## COMMERCIAL DEVELOPMENT COMPANY PLC

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# Circular to the Shareholders of Commercial Development Company PLC

Dear Shareholder/s,

## **FORTY THIRD ANNUAL GENERAL MEETING AND SUBMISSION OF ANNUAL REPORT 2022**

The Board of Directors of Commercial Development Company PLC (the Company) have resolved to convene the 43rd Annual General Meeting ("AGM") on March 31, 2023 at 10.00am at the Auditorium of Commercial Bank of Ceylon PLC, 9th Floor, Commercial Bank Union Place Branch Building, No. 1, Union Place, Colombo 2.

Please be advised that soft copy of the Annual Report of the Company for the financial year ended December 31, 2022 is available on the websites of Colombo Stock Exchange ("CSE") and Company as follows:

- 1) CSE website – <https://www.cse.lk>
- 2) Company website – <https://www.cdcpic.net>

If you should however, still require a printed copy of the said Annual Report, please provide us with a written request addressed to the undersigned, who has been designated to attend to such requests, to reach us not later than March 17, 2023.

You may, for this purpose, complete and submit/email/fax us the attached Request Letter, which appears on page 03.

Within 8 (eight) market days of receiving such written request, the Company shall post by normal mail to you a printed copy of the said Annual Report.

In the event you require assistance in downloading a soft copy of the Annual Report or accessing the websites, you may kindly contact the following persons between 10.00am to 4.00pm on working days, on telephone numbers given below.

<b>Name</b>	<b>Contact Telephone Number</b>
Mr Ruwan De Silva	+94 11 248 6802
Mr W H Wijesekera	+94 11 248 6803

The Company's email address is [info@cdcpic.net](mailto:info@cdcpic.net) and the facsimile number is +94 11 244 7300.

Shareholders are advised that the notice convening the AGM of the Company and the related Form of Proxy are also enclosed herewith. Shareholders, who are unable to attend the AGM in person are requested to complete the attached Form of Proxy. Please ensure that the duly completed Form of Proxy reaches the Registered Office of the Company, No. 8 – 4/2, York Arcade Building, Leyden Bastian Road, Colombo 1 not later than forty-eight (48) hours, before the time appointed for the holding of the AGM.

The AGM will be conducted, strictly adhering to the guidelines given by the Health Authorities.

By Order of the Board of Commercial Development Company PLC.



**L W P Indrajith**  
Company Secretary

March 9, 2023

# Request Letter

To : Company Secretary  
Commercial Development Company PLC  
No. 8 – 4/2, York Arcade Building,  
Leyden Bastian Road,  
Colombo 1

**Dear Sir,**  
Commercial Development Company PLC  
Request for a Printed Copy of the Annual Report – 2022

With reference to the Circular to Shareholders dated March 9, 2023, I/We hereby request you to provide me/us with a printed copy of the Annual Report of Commercial Development Company PLC for the financial year ended December 31, 2022.

.....  
Signature Date

Name and address of the Shareholder\*  
.....  
.....  
.....  
.....

Folio Number indicated in the address label:.....

Name and address of the Shareholder\*

- In the case of joint shareholders, the letter must be executed by the registered principal holder
- In the event that the shareholder is a company, the letter must be executed under the common seal of the company, if any, as requested by its Articles of Association by a duly authorised representative.



# Notice of Meeting

## Commercial Development Company PLC Forty-Third Annual General Meeting

Notice is hereby given that the Forty-third Annual General Meeting (AGM) of Commercial Development Company PLC (the "Company") will be held on March 31, 2023 at 10.00 am at the Auditorium of Commercial Bank of Ceylon PLC, 9th Floor Commercial Bank Union Place Branch Building, No. 1, Union Place Colombo 2.

1. To receive, consider, and adopt the Annual Report of the Board of Directors on the affairs of the Company and Statement of Compliance and the Financial Statements for the year ended December 31, 2022 with the Report of the Auditors thereon.
2. To declare a dividend as recommended by the Board of Directors.
3. To re-elect Directors in place of those retiring by rotation or otherwise, as given below:
  - (a) Mr Sanath Chandima Udayakumara Manatunge
  - (b) Dr Rahula Anura Attalage
  - (c) Mr Bentotage Robert Lakshman Fernando\*
  - (d) Mr Antoine Theodore Priyalal Edirisinghe \*\*
  - (e) Mr Lokubalasuriyage Don Asoka Jayasinghe\*\*\*
  - (f) Mr Amitha Lal Gooneratne\*\*\*\*
4. (a) To reappoint Messrs KPMG, as recommended by the Board of Directors, as Auditors to the Company for the ensuing year.  
(b) To authorise the Board of Directors to determine the remuneration of the Auditors for the ensuing year.
5. To authorise the Board of Directors to determine donations for 2023.

By Order of the Board



**L W P Indrajith**  
Company Secretary

Colombo  
March 9, 2023

### Notes

- 1 A shareholder entitled to attend, speak, and vote at the AGM is entitled to appoint a proxyholder to attend, speak, and vote instead of him/her.
- 2 A proxyholder need not be a member of the Company. The Form of Proxy is enclosed at the end of this Annual Report.
- 3 The completed Form of Proxy should be deposited at the Registered Office of the Company, No. 8 – 4/2, York Arcade Building, Leyden Bastian Road, Colombo 1, not less than 48 hours before the time appointed for the holding of the Meeting.

## Notice of Meeting

### **SPECIAL NOTICE – 1**

\*A Special Notice dated December 20, 2022 has been received by the Company from Mr K K Wijayaweera, a shareholder of the Company giving notice of his intention to move the following resolution in regard to the re-election of Mr B R L Fernando, at the forthcoming AGM of the Company.

“That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not be applicable to Mr Bentotage Robert Lakshman Fernando, who attained the age of 80 years on August 1, 2022 and that he be re-elected as a Director of the Company”.

### **SPECIAL NOTICE – 2**

\*\*A Special Notice dated December 27, 2022 has been received by the Company from Mr M Thiyyagaraja a shareholder of the Company giving notice of his intention to move the following resolution in regard to the re-election of Mr A T P Edirisinghe, at the forthcoming AGM of the Company.

“That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not be applicable to Mr Antoine Theodore Priyalal Edirisinghe, who attained the age of 77 years on September 11, 2022 and that he be re-elected as a Director of the Company”.

### **SPECIAL NOTICE – 3**

\*\*\*A Special Notice dated December 9, 2022 has been received by the Company from Mr T Vedamanickam a shareholder of the Company giving notice of his intention to move the following resolution in regard to the re-election of Mr L D A Jayasinghe, at the forthcoming AGM of the Company.

“That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not be applicable to Mr Lokubalasuriyage Don Asoka Jayasinghe, who attained the age of 74 years on November 17, 2022 and that he be re-elected as a Director of the Company”.

### **SPECIAL NOTICE – 4**

\*\*\*\*A Special Notice dated December 17, 2022 has been received by the Company from Mr A R J Manuel a shareholder of the Company giving notice of his intention to move the following resolution in regard to the re-election of Mr A L Gooneratne, at the forthcoming AGM of the Company.

“That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not be applicable to Mr Amitha Lal Gooneratne, who attained the age of 70 years on April 27, 2022 and that he be re-elected as a Director of the Company”.

# Form of Proxy

I/We ..... of ..... being a member/s of Commercial Development Company PLC, hereby appoint ..... (NIC No. ....) of ..... whom failing:

- |  |              |
|--|--------------|
| Mr Sanath Chandima Udayakumara Manatunge | Whom failing |
| Dr Rahula Anura Attalage                 | Whom failing |
| Mr Bentotage Robert Lakshman Fernando    | Whom failing |
| Mr Antoine Theodore Priyalal Edirisinghe | Whom failing |
| Mr Lokubalasuriyage Don Asoka Jayasinghe | Whom failing |
| Mr Amitha Lal Gooneratne                 | Whom failing |
| Mr Udul Isuru Sri Tillakawardena         |              |

as my/our Proxyholder to represent me/us and\* ..... to vote for me/ us on my/our behalf as indicated below at the Forty-Second Annual General Meeting of the Company to be held on March 31, 2023 and at any adjournment thereof and at every poll which may be taken in consequence thereof.

(Please indicate your preference with an "X" in the relevant box).

	For	Against
1. To receive, consider, and adopt the Annual Report of the Board of Directors on the affairs of the Company and Statement of Compliance and the Financial Statements for the year ended December 31, 2022 with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a dividend as recommended by the Board of Directors.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Directors in place of those retiring by rotation or otherwise		
(a) Mr Sanath Chandima Udayakumara Manatunge	<input type="checkbox"/>	<input type="checkbox"/>
(b) Dr Rahula Anura Attalage	<input type="checkbox"/>	<input type="checkbox"/>
(c) Mr Bentotage Robert Lakshman Fernando (Please see Special Notice received from Mr K K Wijayaweera)	<input type="checkbox"/>	<input type="checkbox"/>
(d) Mr Antoine Theodore Priyalal Edirisinghe (Please see Special Notice received from Mr M Thiyagaraja)	<input type="checkbox"/>	<input type="checkbox"/>
(e) Mr Lokubalasuriyage Don Asoka Jayasinghe (Please see Special Notice received from Mr T Vedamanickam)	<input type="checkbox"/>	<input type="checkbox"/>
(f) Mr Amitha Lal Gooneratne (Please see Special Notice received from Mr A J R Manuel)	<input type="checkbox"/>	<input type="checkbox"/>
4. (a) To reappointment Messrs KPMG, as recommended by the Board of Directors, as Auditors to the Company for the ensuing year	<input type="checkbox"/>	<input type="checkbox"/>
(b) To authorise the Board of Directors to determine the remuneration of the Auditors for the ensuing year	<input type="checkbox"/>	<input type="checkbox"/>
5. To authorise the Board of Directors to determine donations for 2023.	<input type="checkbox"/>	<input type="checkbox"/>

In witness my/our hand/seal given on this ..... day of ..... Two Thousand and Twenty Three.

..... Folio Number	..... Signature/s of shareholder/s	..... NIC/PP/Co. Reg. No. of shareholder/s
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\* If you wish your Proxyholder to speak at the Meeting you should insert the words "to speak and" in the space indicated with the asterisk and initial such insertion.

## Form of Proxy

### Instructions as to completion

1. Perfect the Form of Proxy, after filling in legibly your full name and address, by signing in the space provided and filling in the date of signature.
2. In 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.
3. The completed Form of Proxy should be deposited at the registered office of the Company at the under noted address not less than forty-eight (48) hours before the time appointed for the holding of the meeting.

Commercial Development Company PLC  
No. 8 – 4/2, York Arcade Building,  
Leyden Bastian Road,  
Colombo 1,  
Sri Lanka.

### REQUEST TO SHAREHOLDERS

SHAREHOLDERS ARE KINDLY REQUESTED TO INDICATE THE “FOLIO NUMBER” APPEARING IN THE ADDRESS LABEL (PASTED ON THE ENVELOPE CONTAINING THE NOTICE OF MEETING) IN THE SPACE PROVIDED FOR “FOLIO NUMBER” IN THE FORM OF PROXY. THIS IS FOR THE CONVENIENCE OF THE REGISTRARS. PLEASE NOTE THAT NON-INDICATION OF THE “FOLIO NUMBER” WILL NOT INVALIDATE THE FORM OF PROXY, UNDER ANY CIRCUMSTANCES.