



Commercial Development Company PLC

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Circular to the Shareholders – General Information

Dear Shareholder/s,

FORTY FIFTH ANNUAL GENERAL MEETING AND SUBMISSION OF ANNUAL REPORT 2024

The Board of Directors of Commercial Development Company PLC (the Company) have resolved to convene the 45th Annual General Meeting (“AGM”) on March 27, 2025 at 11.00am at the Auditorium of Commercial Bank of Ceylon PLC, 9th Floor, Commercial Bank Union Place Branch Building, No. 01, Union Place, Colombo 02.

Please be advised that soft copy of the Annual Report of the Company for the financial year ended December 31, 2024 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 14, 2025.

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

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

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.

Name Contact	Telephone Number
Mr K Basnayake	+94 11 248 6802
Mr W H Wijesekara	+94 11 248 6803

The Company’s email address is 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 01 not later than forty-eight (48) hours, before the time appointed for the holding of the AGM.

By Order of the Board of Commercial Development Company PLC.



L W P Indrajith
Company Secretary
March 04, 2025

Request Letter

Company Secretary
Commercial Development Company PLC,
No. 8 – 4/2, York Arcade Building,
Leyden Bastian Road,
Colombo 01

Dear Sir,

Request for a Printed Copy of the Annual Report – 2024

With reference to the Circular to Shareholders dated March 04, 2025, 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, 2024.

.....
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 – Annual General Meeting

Notice is hereby given that the Forty-Fifth Annual General Meeting (AGM) of Commercial Development Company PLC (the “Company”) will be held on March 27, 2025 at 11.00am at the Auditorium of Commercial Bank of Ceylon PLC, 9th Floor Commercial Bank Union Place Branch Building, No. 01, Union Place Colombo 02, for the following purposes.

1. To receive and consider the Annual Report of the Board of Directors on the affairs of the Company, the Statement of Compliance and the Financial Statements for the year ended December 31, 2024 together with the Report of the Auditors thereon.
2. To declare a dividend as recommended by the Board of Directors.
3. To re-elect/elect the following Directors who, in terms of the Company’s Articles of Association, retire by rotation or otherwise as given below:
 - (a) To re-elect Mr Amitha Lal Gooneratne*
 - (b) To elect Mr Punsisi Lalith Patuwatha Withana who was appointed to the Board in terms of Article 91 of the Articles of Association of the Company
 - (c) To elect Mr Nandana Abeyesuriya who was appointed to the Board in terms of Article 91 of the Articles of Association of the Company
4. (a) To appoint Messrs KPMG, Chartered Accountants, as recommended by the Board of Directors, as Auditors to the Company for the financial year ending December 31, 2025.
(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 2025

By Order of the Board



L W P Indrajith

Company Secretary

Colombo
March 04, 2025

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 01, not less than 48 hours before the time appointed for the holding of the Meeting.

Notice of Meeting – Annual General Meeting

SPECIAL NOTICE

*A Special Notice dated January 31, 2025 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 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 72 years on April 27, 2024 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 Amitha Lal Gooneratne	Whom failing
Mr Sanath Chandima Udayakumara Manatunge	Whom failing
Mr Udul Isuru Sri Tillakawardana	Whom failing
Dr Rahula Anura Attalage	Whom failing
Mr Punsisi Lalith Patuwatha Withana	Whom failing
Mr Nandana Abeysuriya	

as my/our Proxyholder to represent me/us and* to vote for me/us on my/our behalf as indicated below at the Forty Fifth Annual General Meeting of the Company to be held on March 27, 2025 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 and consider the Annual Report of the Board of Directors on the affairs of the Company, the Statement of Compliance and the Financial Statements for the year ended December 31, 2024 together 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/elect the following Directors who, in terms of the Company's Articles of Association, retire by rotation or otherwise as given below: | | |
| (a) To re-elect Mr Amitha Lal Gooneratne
(Please see Special Notice received from Mr T Vedamanickam) | <input type="checkbox"/> | <input type="checkbox"/> |
| (b) To elect Mr Punsisi Lalith Patuwatha Withana who was appointed to the Board in terms of Article 91 of the Articles of Association of the Company | <input type="checkbox"/> | <input type="checkbox"/> |
| (c) To elect Mr Nandana Abeysuriya who was appointed to the Board in terms of Article 91 of the Articles of Association of the Company | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. (a) To appoint Messrs KPMG, Chartered Accountants, as recommended by the Board of Directors, as Auditors to the Company for the financial year ending December 31, 2025. | <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 2025. | <input type="checkbox"/> | <input type="checkbox"/> |

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

..... 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 01,
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.