TWO

EQUITY TWO PLC ANNUAL REPORT 2017/2018

A Carson Cumberbatch Company

Contents

Chairman's Statement

Dear Shareholders,

I am pleased to report another successful year for your Company at this 28th Annual General Meeting. It has been a year with a commendable financial performance, where the revenue grew by 14% year on year, in spite of the significant challenge faced by the Company due to the closure of main access to the properties.

Being accustomed to a service-oriented economy, Sri Lanka, as a country has grown reasonably over the past 5 years or so, with impressive contributions from the construction industry and real estate activity. On an ambitious journey towards an upper-middle income country with economic growth and transformation, the Colombo City seems to be the most transformative of all, with the residential, commercial and retail spaces expanding alike, becoming conditioned to the anticipated demand in the future. Particularly, it was encouraging to see the strong growth momentum demonstrated in the high-end residential market over the recent years from the local and international investors.

I believe the Western Region Megapolis Plan (WRMPP) would add more glamour to the real-estate forefront, expected to complement by the development in the transportation network in the country. However, the city infrastructure enhancement needs to take place sooner rather than later with the quick implementation of such planned projects regardless of any political ruling, if we are to keep pace with other peer countries. Looking at the long term time horizon, the much discussed Port City project could certainly be a well-embraced key landmark in the real estate arena of Sri Lanka as well as the South Asian region. It is undeniable that the Port city project will add considerable excitement to the property market in the vicinity. At the same time, it is also interesting to see the impact it will bring about on its neighbouring properties located in and around the Fort region.

Further, in terms of achieving holistic development and being competitive as a country in the real estate landscape, I trust that the industry should be more action-focused with development oriented policies in place. Similarly, to be competitive in "Asian Region" every possible endeavour should be made to ensure that construction cost is competitive whilst streamlining construction related approval processes to attract increased investments to the sector. Furthermore, it is also important to encourage investments at the domestic level, in real estate where many citizens can benefit from the growth story of Sri Lanka's real estate market. Sophisticated and long-term mortgage-based products and the availability of a variety of concessions to encourage investments are vital in developing Sri Lanka as a prosperous nation.

At a time where certain economic reforms are being considered for evaluation to ensure better economic progress, many domestic and international firms seem to be increasingly getting established in the country, particularly eyeing the opportunities in the growing sectors. Within an environment of scarce space in Colombo, prime office space category appears to be the most sought after in the short to medium term. However, the demand dynamics centered on the commercial property marketspace would possibly ease off in the long term, due to the numerous mega-scale mixed developments with office space steadily shaping the Colombo city and suburbs.

COMPANY PERFORMANCE

The two properties, being strategically located and enjoying the essence of the Colombo City, continued their growth trend in the financial year 17/18. Due to sourcing of new tenants along with retaining existing tenancies through distinctive and customised service on offer, the properties successfully reached 100% occupancy during the course of the year. Further supported by the regular rent reviews, Equity Two PLC earned a revenue of Rs. 136 Mn, demonstrating a growth of 14% relative to the financial year 16/17. Due to the enhanced valuations, the cumulative investment properties of the company factored in a valuation gain of Rs. 209.7 Mn, resulting in a profit before tax of Rs. 316.8 Mn, an increase of 303% over the corresponding financial year. Even after isolating the said fair value gain, the aforementioned profit before tax demonstrated a notable YoY growth of 36%. Financial year 17/18 is the first full year where the company started receiving its full rent roll in cash pursuant to the renovation and renting of the second property at No. 55 in 2013. Accordingly, the Board of Directors of Equity Two PLC declared and paid a first interim dividend of Rs. 2.25 per share for the year ended 31st March 2018. This translates to a payout ratio of 87% on operational net profit excluding the impact on unrealised fair value gain on investment property and related taxes on prudent and rational basis.

As I mentioned at the beginning, the main entrance restriction to the property remains the most pivotal issue to date. I have to sadly reiterate that one of the prime office properties in the town is hindered in terms of achieving its full potential due to the barricade, for which we don't see a requirement as at now, wherein our property is the most affected. The current office property shortage witnessed in the capital city supports our confidence that the short term business dynamics would be beneficial to our property. However, medium to long term growth dynamics would ideally depend on the new project pipeline, new investments as well as the overall economic expansion of the country. I am confident that your company is poised to continually deliver growth by factoring in the niche demand arising from our location complemented by the personalised service offered to our tenants to ensure required facilities are in place to operate their businesses smoothly.

In closing, I would like to express my sincere gratitude to the shareholders, valued tenants, regulatory authorities and other stakeholders for their loyal support. I would also like to extend a personal thank you to the members of the Audit Committee, Nomination Committee, Remuneration Committee and the Related Party Transactions Review Committee for their guidance and contribution. Last but not least, aforementioned performance is a tribute to the relentless efforts of the staff team and I extend my appreciation and best wishes to all of them.

(Sgd.)
D.C.R. Gunawardena
Chairman

Colombo
14th May 2018

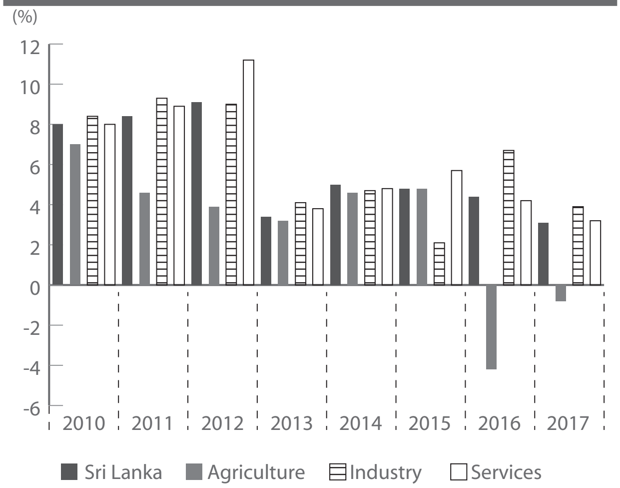
Business Review

MACRO-OVERVIEW

The Economic growth of Sri Lanka dipped during 2017 to 3.1% from 4.5% observed in 2016. The Industrial and the Construction Industry sector components expanded by 3.9% and 3.1% respectively over the previous year while the Service sector managed to expand by 3.2% in 2017. Foreign reserve accumulation in 2017 was progressive, with the cumulative reserves improving to USD 8 Bn by the year end, from USD 6 Bn observed in 2016. The four-fold increase in FDIs in 2017 from 2016, driven by the construction activity is also commendable. The tight monetary policy stance which was active during most parts of 2017, led to curbed credit growth with the core inflation hitting below the mid-single digits.

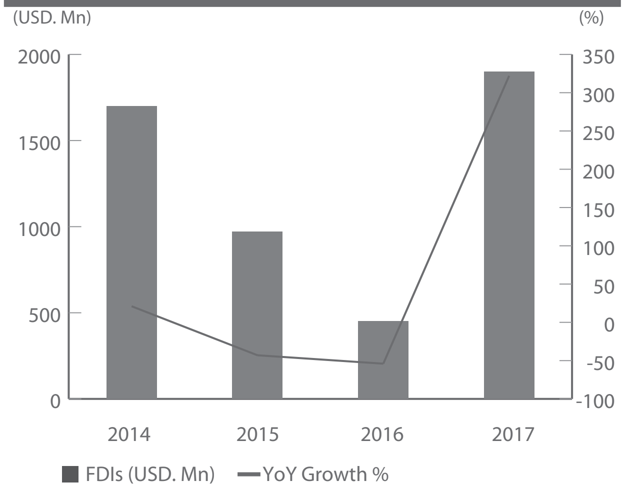
Thus, as means of improving the slowed down credit growth, the Central Bank in April 2018 opted for a policy rate cut where the Standing Lending Facility Rate (SLFR) was reduced by 25 basis points. This move also accompanied the objectives of reducing the short term interest volatility as well as stabilising of the inflation levels in the economy. The IMF growth projection of 4.4% for the country, with growth expectations in the Industrial and Service sectors followed by the Government's FDI target of USD 2.5 Bn project favourable dynamics for 2018 as far as the overall property sector is concerned.

YOY GROWTH % - COUNTRY VS. MAJOR ECONOMIC ACTIVITIES



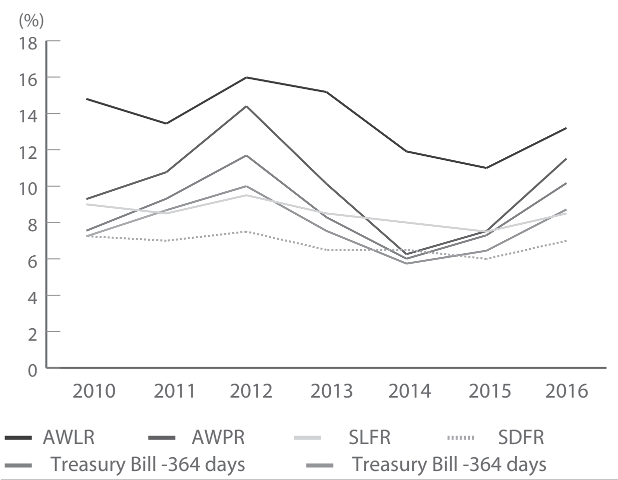
Source: Based on data extracted from Central Bank of Sri Lanka, Department of Census and Statistics

FDIs. (USD Mn)



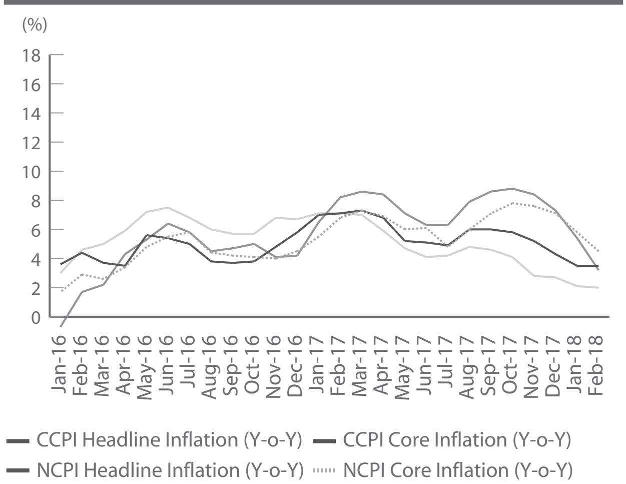
Source : Based on data extracted from Central Bank of Sri Lanka

POLICY RATE MOVEMENT 2010-2016



Source : Based on data extracted from Central Bank of Sri Lanka

INFLATION MOVEMENT (YOY % CHANGE)



Source : Based on data extracted from Central Bank of Sri Lanka

INDUSTRY SNAPSHOT

As the economy embarked on a journey of steady development after the conflict times, the construction and real estate activity experienced a noticeable uptick. From 2011 to 2016, the island's real estate activities including ownership of dwelling has witnessed a CAGR of 9% in Gross National Income in constant prices. The residential, commercial and retail developments, especially shaping the Capital City, Colombo savoured for an encouraging increase in land pricing during last year where the land prices in the Colombo district increased by 10.4% in 2017 on average compared to 2016 according to the land price index compiled by the Central Bank of Sri Lanka.

Colombo is indisputably grooming itself to be one of the most vibrant cities in South Asia. The luxury and semi-luxury residential developments initiated by reputed domestic and foreign developers are conquering the Colombo sky line where most of the developments are expected to reach completion by 2019-2020. With the rapid urbanisation and modernised lifestyles, the demand for such apartments could very well catch up with the escalating supply in the medium to long term. The concept of mixed development is also expected to add more mystique to the retail market space within the next two to three years catering to the spending needs of the urban community.

As far as the developments are concerned, the port city project would clearly be a turning point with potential property development opportunities being available as the time unfolds. This could be equally benefitting as well as challenging for the existing properties in the Central Business District of Colombo, due to the heightened competition in the future. Besides, the zonal based megapolis development plan for the western region, provides an assurance in terms of the long term opportunities, where visible action is necessary in order to enhance the country's city infrastructure as well as the competitive stance.

On the other hand, the targeted completion of the outer-circular highway and the progress of the construction activity of the Central Expressway and Ruwanpura Expressway could very well augment the real estate developments in terms of value, while ensuring improved connectivity between cities and towns.

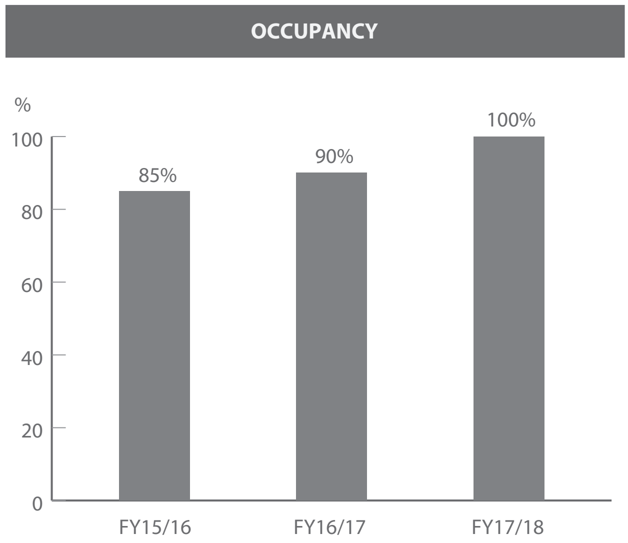
Besides, such long term property development and economic activities are equally important to bring in an environment that is conducive to attract both international businesses as well as domestic business investments. Going forward, as a country we should be recognising the importance of creating a streamlined environment for business activity while improving on key indices such as the ease of doing business etc. with other investor friendly policies and infrastructure policies also in place. The law and order in the country should also complement such plans. Additionally, developing a skilled workforce remains important as ever, if we are to truly benefit from the future industry developments. If the above discussed factors are not given adequate recognition in time to come, the country would not be able to reap the required intrinsic growth benefits from the industry.

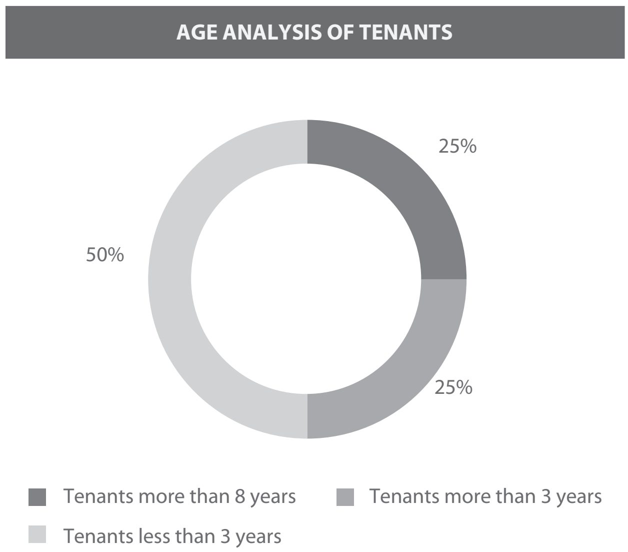
In addition, in order to support the Government's housing plans and growth agendas for the booming real estate sector, there are several other issues which need to be addressed. For example, it is reasonable to state that there is a considerable mismatch between the average income level of the country and real estate and land pricing at present. The income tax rate was previously reduced to 16% on employment income, after eliminating tax allowance given on housing loans. However, with the recent revision in taxes with introduction of the new Inland Revenue Act, income tax rate on employment was increased to 24% on progressive rate structure without extending any tax benefit for housing investments. Such action could have an impact on the government's vision of ensuring a house for every citizen of the country.

Observing the international context, many developed countries facilitate additional incentives for the second real estate investment while allowing retirement contributions to be partly set off against housing investments also being an option to consider. Furthermore, long term mortgage and other incentives are increasingly required to fuel the private sector involvement in real estate, due to the higher credit cost in Sri Lanka as well as the premium real estate cost, compared to many other developed regional peer countries. Moreover, if we are to improve our country's real estate profile along with the potential economic boom, promotion of other business models such as Real Estate Investment Trusts (REITs) could be inviting, especially for the retail investors.

OUR BUSINESS

The financial year 2017/18 proved to be another quite successful year for the company where Equity Two PLC achieved its full occupancy compared to the 90% occupancy witnessed in the previous financial year. This was even amid the entry barriers and parking constraints faced by the property. The guard fence erected between Janadhipathi Mawatha and the properties, continued to restrict the access to our buildings via the primary entrance. Nevertheless, the prime location of the properties, the quality-oriented tenants and the long term relationship based rent agreements have allowed us to ensure consistency in terms of revenue and profitability growth.





Full occupancy and the rent reviews facilitated the rental income growth of the company for the year under consideration, where the total revenue increased by 14% YoY to reach Rs. 136 Mn. Direct costs marginally declined by 4% YoY to reach Rs. 27.2 Mn, due to relatively low repair and maintenance expenditure incurred during the year. Administrative and other operating expenditure declined by a notable 28% compared to the previous year, due to the absence of expenses incurred on sourcing new tenancies compared to the previous financial year - 2016/17.

The finance income of the Company increased to Rs. 4.6 Mn due to the increase in income from short-term fund management activities whilst the other income recorded Rs. 5 Mn with the increase in income from chargeable services provided to tenants.

During the year, a valuation exercise was carried out to determine the fair value of investment properties of the Company in line with the current market conditions, as required by the Accounting Standards. Accordingly, in the said valuation the investment properties of the Company were valued at Rs. 1,355.5 Mn resulting in a net gain on change in fair value of investment properties amounting to Rs. 209.7 Mn being recorded during the year in the Statement of Profit or Loss.

Accordingly, the profit before tax of the Company, increased by a significant 303% during the year, which stood at Rs. 316. 8 Mn in comparison to Rs. 78.6 Mn recorded during the previous financial year. The profit before tax without the impact of the fair valuation gain too increased by 36% relative to the previous year to reach Rs. 107.1 Mn backed by strong operational performance mainly contributed by the increase in occupancy and rent revisions as mentioned earlier.

On additional note, the New Inland Revenue Act No. 24 of 2017 effective from 01st April 2018, introduced tax on business assets including lands where such lands are utilised for the production of income of the Company. Any gain on the sale of such lands was made liable to tax at the corporate tax rate of the respective company, thereby requiring deferred tax provision on any revaluation gains. Accordingly, out of the total Rs. 156.7 Mn, recorded as deferred tax during the year Rs. 58.7 Mn was recognised as the deferred tax from the current year gains while the remaining Rs. 98 Mn was attributable to deferred tax stemming from the land valuation gains in the previous financial years.

The above reasons caused the company to recognise a Profit After Tax of Rs. 132.8 Mn, which yet relative to Rs. 56.6 Mn observed in the precedent year showed a YoY growth of 135%.

The year under consideration, was the first full financial year where the company started securing the full cash rent roll of the second building located at No. 55 Janadhipathi Mawatha, after the full settlement of the advance rent utilised in full to renovate and refurbish the said building in 2013. Thus, the net cash generated from operational activities commendably improved to Rs. 98.8 Mn in the current financial year, compared to Rs. 65.9 Mn observed in the corresponding year. Thus, supported by the improved cash position of the company, Company declared and paid a first interim dividend of Rs. 2.25 per share for the year, in comparison to Rs. 1.40 First and Final Dividend declared during the financial year 2016/17.

FUTURE OUTLOOK

In the gradual approach towards an upper-middle income economy, the property market in the country has a long journey ahead with clear opportunities, given that the right industrial reforms are effectively instituted in place. The strategic locations of our properties, right in the forefront of the rapidly growing Colombo City, could very well be beneficial in the future, if the operations are supported by favourable macro-economic and industry conditions. On a concluding note, we would be closely monitoring the development initiatives and the demand dynamics centered on the country's real estate arena, in order to better position our property strategies into the future days.

Carsons Management Services (Private) Limited
Managers

14th May 2018

Risk Management

Risk management is an integral component of businesses. This provides reasonable assurance through the process of identification and management of events, situations or circumstances that, even if risky events do occur, they would not adversely impact the achievement of business objectives. In other words, risk management practices will ensure minimum impact from any adverse events.

Enterprise Risk Management (ERM) provides a common process and terminology for all risk management activities. Its main focus is on fostering risk awareness and promoting proactive management of threats and opportunities.

In implementing the business plan, the Company has embodied enterprise risk management to its business activities. This risk management process supports;

- Corporate governance
- Quality of business planning
- Audit planning
- Project planning and implementation
- Building confidence of various stakeholder groups

Risk management also ensures that the relevant internal control systems are in place and provides assurance to the Management/Board of Directors that processes are robust and are working effectively.

Enterprise Risk Management Process

The Risk Management Governance Structure includes a reporting framework within the organisation to the Board of Directors, thereby allowing Directors to assume their supervisory responsibilities for better Corporate Governance.

We are of the view that Risk Management is one of the driving factors of operational sustainability and have identified the risk profiles as shown in the following pages. The principal risks thus identified are considered and reviewed at various stages within our business process continuously.

Key Responsibilities

Board of Directors	• Responsible for approval of the ERM framework • Set risk appetite thresholds • Approve Business Plans • Review Reports - Risk dash board and summary of risk register
Audit Committee	• Consider adequacy of risk management and the internal control framework • Review risk management reports/dash board/risk register • Review reports of internal and external auditors
Management Team	• Define and set risk appetite and consider new and emerging risks • Develop / monitor suitable action plans to mitigate/manage risks • Consider actions to improve risk management processes • Provide representation on compliances
Risk owners	• Responsible for day to day monitoring / supervision of risk and risk mitigation actions. • Required to evaluate status of risk and effectiveness of risk mitigation action plans.

Risk Management

Risk	Impact	Risk rating	Risk response / strategies
Business Risks	Unexpected disputes with contractors and tenants could affect the profitability of the business.	Moderate	We are extremely cautious when selecting contractors and consultants for our projects. We ensure that they are well experienced and reputed. We also evaluate their work in previous projects. By entering in to comprehensive and clear agreements, we ensure that communication gaps and disputes are minimised to a greater extent. We have entered in to comprehensive rent agreements with our tenants and have built strong relationships with our anchor tenants over the years.
	The properties owned by the company are situated within the high security zone in Colombo Fort. Although Janadhipathi Mawatha was opened as a thoroughfare, access to our buildings still remain restricted due to the guard fence.		We have seen a significant improvement in development activities in the surrounding area, along with relieved restrictions via Janadhipathi Mawatha. However, access restriction to the property via its main entrance from Janadhipathi Mawatha continue to be a significant concern to the Company.
	Changes to the laws relating to property development, income tax and capital gains tax could affect the profitability and viability of the business.		We maintain close and meaningful relationships with relevant government and local authorities and institutes lobby our concerns on rational grounds, if any.
Liquidity Risk	Inability to raise funds or effect payments when required.	Low	The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or damages to the Company's reputation. The Company monitors the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables. If required the Company has an unused short-term financing facility amounting to Rs. 50 Mn from the Commercial bank.
Credit Risk	The credit risk of the Company is mainly arising from rent receivable from its tenants. The Company's objective is to seek continual revenue growth while minimizing losses incurred due to increased credit risk exposure.	Low	- This risk is mitigated to a greater extent as a result of the rent deposits collected from external tenants, which can be used to recover any unpaid rents. The Company also implements the following controls to mitigate this risk. - Continuous and regular evaluation of credit worthiness of tenants. - Ongoing monitoring and follow up of receivable balances.
Foreign Exchange risk	Foreign currency risk is the risk of volatility in foreign exchange rates.	Low	The Company has no direct impact from currency risks as income and expenses arising from its operations, assets and liabilities are denominated in Sri Lankan Rupees which is the functional currency of the Company. In the event of import of machinery, the Company will be exposed to foreign exchange risk. However, the impact of this will not be substantial as such exposures are short-term and if required short-term hedging mechanisms will be considered.

Risk	Impact	Risk rating	Risk response / strategies
Interest Rate Risk	Interest rate risk is the risk arising due to the volatility of interest rates in the markets, thus affecting future cash flows.	Low	Financial strength of the parent company, Carson Cumberbatch PLC, is used via group treasury in negotiating the rates, with financial institutions.
Human Resource Risk	Attracting, developing and retaining talented employees are essential to deliver the Company's objectives. Failure to determine the appropriate mix of skills required to implement the Company strategies and failure to retain or develop the right number of appropriately qualified staff could affect the achievement of the Company's objectives.	Low	The following initiatives have been implemented by the Company. - Ensure recruitments are carried out to hire employees with required qualifications, knowledge and experience. - Availability of detailed job descriptions and role profiles for each job. - Human resource policies are focused on encouraging continuous training & development and ensuring appropriate compensation as per market rates to retain and develop employees.
Systems and process risks	The risk of direct or indirect losses due to inadequate or failed internal processes and systems.	Low	Maintain detailed procedure manuals and provide training & guidelines for new recruits. The Internal Audit function of the Group carry out regular reviews on internal control systems and processes and recommends process improvements if shortcomings are noted.
Legal and Regulatory Compliance	Failure to comply with regulatory and legal framework applicable to the Company.	Low	- The management together with the Carsons group legal division proactively identify and set up appropriate systems and processes for legal and regulatory compliance in respect of Company's operations. - Arrange training programs and circulate updates for key employees on new / revised laws & regulations on a need basis. - Provide comments on draft laws to the relevant and Regulatory Authorities. - Obtain comments and interpretations from external legal consultants on areas that require clarity. - Obtain compliance certificates from management on a quarterly basis on compliance with relevant laws and regulations.

Risks arising from unforeseen events such as natural disasters are covered by obtaining appropriate insurance covers.

Annual Report of the Board of Directors on the affairs of the Company

The Board of Directors of Equity Two PLC ("the Company") have pleasure in presenting to the Shareholders their Report together with the Audited Financial Statements for the year ended 31st March 2018. Equity Two PLC is a public quoted company with limited liability incorporated in Sri Lanka in 1990.

The details set out herein provide the pertinent information required by the Companies Act, No. 07 of 2007, Listing Rules of the Colombo Stock Exchange and are guided by recommended best Accounting Practices.

The Annual Report was approved by the Board of Directors on 14th May 2018.

1. PRINCIPAL ACTIVITY OF THE COMPANY

The principal activity of the Company is letting of office space for commercial purposes.

There were no significant changes in the nature of the principal activity of the Company during the financial year under review.

2. BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The Chairman's Statement and Business Review on pages 01 to 06 provide an overall assessment of the business performance of the Company and its future developments.

These reports together with the audited financial statements reflect the state of affairs of the Company.

3. FINANCIAL STATEMENTS

The financial statements which comprise the Statement of Profit or Loss and Other Comprehensive Income, Statement of Financial Position, Statement of Cash Flow, Statement of Changes in Equity and Notes to the Financial Statements of the Company for the year ended 31st March 2018 are set out on pages 26 to 49. These financial statements comply with the requirements of Section 151 of the Companies Act No. 07 of 2007.

3.1. Revenue

The Company generated a revenue of Rs.136 mn (2017 – Rs. 118.9 mn) for the year ended 31st March 2018. An analysis of the revenue for the period is given in note 11 to the financial statements.

3.2. Financial results and appropriations

An abridgement of the financial performance of the Company is presented in the following table.

For the year ended 31st March (In Sri Lankan Rupees thousands)	**2018**	**2017**
Profit for the year	132,848	56,626
Other comprehensive (expense) / income for the year	(81)	204
Total comprehensive income for the year	132,767	56,830
Retained earnings as at the beginning of the year	120,034	112,804
Retained earnings before appropriations	252,801	169,634
Forfeited dividends	57	-
Dividends paid	(69,750)	(49,600)
Transfer to fair value adjustment reserve	57,743	-
Retained earnings as at the end of the year	240,851	120,034

3.3. Significant accounting policies

The accounting policies adopted in the preparation of these financial statements are given on pages 30 to 35.

3.4. Investment properties

The Company has recognized the carrying value of investment properties in the Statement of Financial Position at 'fair value' in accordance with the Sri Lanka Accounting Standard (LKAS 40) - 'Investment Property'.

A professional valuation was performed as at 31st March 2018 by Mr. S. Sivaskantha, F.I.V. (Sri Lanka), of Perera Sivaskantha and Company, Incorporated valuers, based on which a net fair value gain on investment properties was recognized in the financial statements of the company, during the year, to the value of Rs. 209.7 mn (2017-Nil).

As at 31st March 2018, the carrying value of the investment properties of the Company stood at Rs.1,355.5 mn (2017 - Rs.1,145.5 mn).

Details of Investment Properties are given in note 17 to the financial statements.

3.5. Capital expenditure

The details of capital expenditure of the Company are as follows;

For the year ended 31st March (In Sri Lankan Rupees thousands)	2018	2017
Investment properties	334	110

3.6. Reserves

As at 31st March 2018, the total reserves of the Company stood at Rs.619.2 mn (2017 - Rs. 556.1 mn)

The movements are set out in the Statement of Changes in Equity and in note 22 to the financial statements.

4. STATEMENT OF DIRECTORS' RESPONSIBILITIES

The responsibilities of the Directors, in relation to the financial statements are detailed in the following paragraphs, while the responsibilities of the auditors are set out in the Independent Auditors' Report.

According to the Companies Act, No. 07 of 2007 and Sri Lanka Accounting and Auditing Standards Act, No. 15 of 1995, Directors are required to prepare financial statements for each financial year, giving a true and fair view of the state of affairs of the Company as at the end of the financial year and of the performance for the said period.

The financial statements comprise of *inter alia*:

- a Statement of Financial Position, which presents a true and fair view of the state of affairs of the Company as at the end of the financial year:
- a Statement of Profit or Loss and Other Comprehensive Income of the Company, which presents a true and fair view of the Profit and Loss and Other Comprehensive Income of the Company for the financial year.

In preparing these financial statements, the Directors are required to ensure that:

- appropriate accounting policies have been selected and applied consistently, while material departures, if any, have been disclosed and explained;
- all applicable Accounting Standards have been complied with; and
- reasonable and prudent judgments and estimates have been made.
- provides the information required by and otherwise comply with the Companies Act, No. 07 of 2007 and the Listing Rules of the Colombo Stock Exchange.

The Directors are responsible for ensuring that the Company maintains sufficient accounting records to disclose with reasonable accuracy, the financial position of the Company, and for ensuring that the financial statements have been prepared and presented in accordance with Sri Lanka Accounting and Auditing Standards Act, No. 15 of 1995, and meet with the requirements of the Companies Act, No. 07 of 2007.

They are also responsible for taking reasonable measures to safeguard the assets of the Company and in this regard to give proper consideration to the establishment and effective operation of appropriate systems of internal control with a view to prevent, detect and rectify fraud and other irregularities.

These financial statements have been prepared on a going concern basis since the Directors are of the view that the Company has adequate resources to continue in operation in the foreseeable future from the date of approving these financial statements. The Directors are also of the view that they have discharged their responsibilities as set out in this statement.

The Directors confirm that to the best of their knowledge,

- all taxes, duties and levies payable to the statutory bodies,
- all contributions, levies and taxes payable on behalf of and in respect of the employees, and,
- all other known statutory dues as were due and payable,

by the Company as at the reporting date have been paid, or where relevant provided for in these financial statements.

5. INTERESTS REGISTER

The Company maintains the Interests Register conforming to the provisions of the Companies Act, No.07 of 2007. All Directors have made declarations as provided for in Section 192(2) of the Companies Act aforesaid.

The relevant details as required by the Companies Act, No. 07 of 2007 have been entered in the Interests Register during the year under review.

The Interests Register is available for inspection as required under the Companies Act, No. 07 of 2007.

5.1. Remuneration of Directors

Directors' remuneration, for the financial year ended 31st March 2018 is given in note 13 to the financial statements, on page 36.

5.2. Directors' Interest in Contracts and Shares

Directors' interests in contracts of the Company are disclosed in note 31 to these financial statements and have been declared at meetings of the Directors. The Directors have had no direct or indirect interest in any other contracts or proposed contracts in relation to the business of the Company, while they had the following interests in the ordinary shares of the Company as shown in the table below.

Directors	No. of shares as at	
	31st March 2018	31st March 2017
Mr. D. C. R. Gunawardena (Chairman)	-	-
Mr. K. C. N. Fernando	3,600	3,600
Mr. A. P. Weeratunge	-	-
Mr. E. H. Wijenaike	-	-
Mr. P. D. D. Fernando	-	-

6. DIRECTORS

The names of the Directors who served during the year are given under Corporate Information provided in the inner back cover of the Annual Report.

6.1. Director to retire by rotation

In terms of Articles 72, 73 and 74 of the Articles of Association of the Company, Mr. D. C. R. Gunawardena retires by rotation and being eligible offers himself for re-election.

6.2. Appointment of Directors who are over 70 years of age

Upon the recommendation of the Nomination Committee of the Company and the Board, it is recommended that Messrs. P. D. D. Fernando and K.C.N. Fernando who are over 70 years of age be re-appointed as Directors of the Company for a further period of one year from the conclusion of the Annual General Meeting and that the age limit stipulated in Section 210 of the Companies Act, No.07 of 2007 shall not be applicable to them.

7. CORPORATE GOVERNANCE

The Board has ensured that the Company has complied with the Corporate Governance Rules as per the Listing Rules of the Colombo Stock Exchange (CSE).

7.1. Board of Directors

The following Directors held office as at the reporting date and their brief profiles are given on page 19 of the Annual Report.

Directors	Executive / Non-Executive / Independent
Mr. D. C. R. Gunawardena (Chairman)	Non-Executive
Mr. K. C. N. Fernando	Executive
Mr. A. P. Weeratunge	Executive
Mr. E. H. Wijenaike *	Non-Executive / Independent
Mr. P. D. D. Fernando**	Non-Executive / Independent

Each of the Non-Executive Directors of the Company have submitted a signed declaration on Independence/ Non-Independence as per Rule 7.10.2(b) of the Listing Rules of the Colombo Stock Exchange (CSE). The said declarations were tabled at a Board Meeting of the Board of Directors of the Company held on 14th May 2018, in order to enable the Board of Directors to determine the

Independence/ Non-Independence of each of the Non-Executive Directors, in terms of Rule 7.10.3(a) of the Listing Rules of the CSE.

* The Board has determined that Mr. E. H. Wijenaike is an Independent Non-Executive Director in spite of being a Director of Equity One Limited, which has a substantial shareholding in the Company and where the other Directors of the Board are also Directors, since he is not directly involved in the management of the Company.

** The Board has also determined that Mr. P. D. D. Fernando is an Independent Non-Executive Director in spite of being a Director of Equity One Limited, which has a substantial shareholding in the Company and where the other Directors of the Board are also Directors, since he is not directly involved in the management of the Company.

7.2. Directors' Meetings Attendance

During the financial year the Board of Directors had three (03) Board Meetings and the attendance of the Directors were as follows;

Directors	Meetings Attended (Out of three)
Mr. D. C. R. Gunawardena (Chairman)	3/3
Mr. K. C. N. Fernando	2/3
Mr. A. P. Weeratunge	3/3
Mr. E. H. Wijenaike	3/3
Mr. P. D. D. Fernando	3/3

7.3 Board Evaluation

The 'Board Evaluation Form' of the Company focusses on the following areas;

- Core Board Responsibilities
- Board Meetings
- Committee Meetings (any/ all sub-committees)
- Relationship with Management
- Individual self-assessment
- Stakeholder and Shareholder communication/ relationship
- Suggestions/ comments

The comments made by the Directors in the Board Evaluation Form are collated by the Nomination Committee of the Company and the results and proposed actions are reported to the Board of Directors. The suggestions and recommendations made by the Directors are being reviewed and implemented by the Company.

7.4. Audit Committee

The Parent Company of the Company is Equity One Limited (EQIT) and Carson Cumberbatch PLC (CCPLC) in turn is the Parent Company of EQIT. As per the Rule 7.10.6 of the Listing Rules of the Colombo Stock Exchange, the Audit Committee of CCPLC functions as the Audit Committee of the Company.

Composition

Audit Committee Members	Executive / Non-Executive/ Independent
Mr. V. P. Malalasekera (Chairman)	Non-Executive/ Independent Director of CCPLC
Mr. F. Mohideen	Non-Executive/ Independent Director of CCPLC
Mr. D. C. R. Gunawardena	Non-Executive Director of CCPLC

The Audit Committee Report is given on pages 21 to 22 of this Annual Report.

7.5. Remuneration Committee

The Parent Company of the Company is Equity One Limited (EQIT) and Carson Cumberbatch PLC (CCPLC) in turn is the Parent Company of EQIT. As per the Rule 7.10.5 of the Listing Rules of the Colombo Stock Exchange, the Remuneration Committee of CCPLC functions as the Remuneration Committee of the Company.

Composition

Remuneration Committee Members	Executive / Non-Executive/ Independent
Mr. T. de Zoysa (Chairman) (Appointed as Chairman w.e.f. 01/11/2017)	Non-Executive/ Independent Director of CCPLC
Mr. I. Paulraj (Resigned from the CCPLC Board and Remuneration Committee w.e.f. 01/11/2017)	Non-Executive Director of CCPLC
Mr. D. C. R. Gunawardena	Non-Executive Director of CCPLC
Mr. R. Theagarajah	Non-Executive/ Independent Director of CCPLC
Mr. W. M. R. S. Dias	Non-Executive/ Independent Director of CCPLC

Scope and Objective

The primary objective of the Remuneration Committee is to lead to establish a formal and transparent procedure for the development of a remuneration policy and the establishment of a remuneration structure.

A remuneration policy has been formulated based on market and industry factors and individual performance for all group Companies.

Functions and Proceedings

The Remuneration Committee recommends to the Board the remuneration to be paid to Executive Directors and Non-Executive Directors. Based on the recommendation of the Remuneration Committee, the Board approves remuneration to the respective Directors.

Other members of senior management may be invited to attend meetings to discuss the performance of the Executive Directors and make proposals as necessary. Neither, Executive or Non- Executive Directors are involved in Remuneration Committee meetings when determinations are made in relation to the remuneration of the respective Directors.

The Committee is authorised by the Board to seek appropriate professional advice internally and externally as and when it considers this necessary.

The Remuneration Committee meets at least twice a year.

During the period under review the Committee had two (02) meetings.

Remuneration Committee Members	Meetings Attended (Out of two)
Mr. T. de Zoysa (Chairman) (Appointed as Chairman w.e.f. 01/11/2017)	2/2
Mr. I. Paulraj (Resigned from the CCPLC Board and Remuneration Committee w.e.f. 01/11/2017)	-
Mr. D. C. R. Gunawardena	2/2
Mr. R. Theagarajah	1/2
Mr. W. M. R. S. Dias	1/2

Reporting and Responsibilities

The Committee Chairman reports to the Board on its proceedings on all matters within its duties and responsibilities. The Committee makes recommendations to the Board as deemed appropriate on any area within its limit where action or improvements are needed.

Aggregated remuneration paid to the Non-Executive Directors of the Company are disclosed under note 13 on page 36 of the Annual Report. Executive Directors are not compensated for their role on the Board.

7.6 Nomination Committee

The Parent Company of the Company is Equity One Limited (EQIT) and Carson Cumberbatch PLC (CCPLC) in turn is the Parent Company of EQIT. The Nomination Committee of CCPLC functions as the Nomination Committee of the Company.

Composition

Nomination Committee Members	Executive / Non-Executive/ Independent
Mr. T. de Zoysa (Chairman)	Non-Executive/ Independent Director of CCPLC
Mr. R. Theagarajah	Non-Executive/ Independent Director of CCPLC
Mr. D. C. R. Gunawardena	Non-Executive Director of CCPLC
Mr. W.M.R.S. Dias *	Non-Executive/ Independent Director of CCPLC

* Appointed w.e.f. 08/05/2018

Scope and Objective

The primary objective of the Nomination Committee is to lead the process for Board appointments of new Directors within group companies and the nominations of members to represent the Company in group companies/ investee companies.

Functions and Proceedings

The Nomination Committee recommends new appointments to the Board. Based on the recommendation of the Nomination Committee, the Board approves the new appointments of Executive and Non-Executive Directors to the Board.

Any Director of the Board and other members of senior management may be invited to attend Meetings of the Nomination Committee. The Committee may also invite appointed external consultants to aid the Committee in the discharge of its duties.

The Committee is authorized by the Board to seek appropriate professional advice internally and externally as and when considered necessary.

The Nomination Committee meets at least twice a year.

During the period the Committee had two (02) meetings.

Nomination Committee Members	Meetings Attended (Out of two)
Mr. T. de Zoysa (Chairman)	2/2
Mr. R. Theagarajah	1/2
Mr. D. C. R. Gunawardena	2/2
Mr. W.M.R.S. Dias *	-

* Appointed w.e.f. 08/05/2018

7.7 Related Party Transactions Review Committee

The Parent Company of the Company is Equity One Limited (EQIT) and Carson Cumberbatch PLC (CCPLC) in turn is the Parent Company of EQIT. As per the Rule 9.2.3 of the Listing Rules of the Colombo Stock Exchange, the Related Party Transactions Review Committee of CCPLC functions as the Related Party Transactions Review Committee of the Company.

Composition

Related Party Transactions Review Committee Members	Executive / Non-Executive/ Independent
Mr. V. P. Malalasekera (Chairman)	Non-Executive/ Independent Director of CCPLC
Mr. F. Mohideen	Non-Executive/ Independent Director of CCPLC
Mr. D. C. R. Gunawardena	Non-Executive Director of CCPLC
Mr. H. Selvanathan	Executive Director of CCPLC
Mr. M. Selvanathan	Executive Director of CCPLC
Mr. S. K. Shah	Executive Director of CCPLC

The Related Party Transactions Review Committee Report is given on page 20 of this Annual Report.

Declaration

The Directors have made self-declarations for the purpose of identifying parties related to them. The said declarations were noted at Related Party Transactions Review Committee Meetings.

The Company is in compliance with Rule 9 of the Listing Rules of the Colombo Stock Exchange pertaining to Related Party Transactions, during the financial year.

Related Party Transactions Exceeding 10% of the Equity or 5% of the Total Assets of the Company

The Directors declare in terms of the requirements of the Listing Rules of the Colombo Stock Exchange that the transactions carried out by the Company with its Related Parties during the year ended 31st March 2018, did not exceed 10% of Equity or 5% of the Total Assets of the Company as at 31st March 2018.

The details of the Related Party Transactions are given in note 31 on pages 47 to 48 of the Financial Statements.

1. Non-Recurrent Related Party Transactions.

There were no Non-Recurrent Related Party Transactions entered in to by the Company, where the aggregate value of the Non-Recurrent Related Party Transactions exceeds 10% of the Shareholders' equity or 5% of the total assets, whichever is lower, of the Company as at 31st March 2018.

2. Recurrent Related Party Transactions

Information pertaining to Recurrent Related Party Transactions where the aggregate value of the Recurrent Related Party Transactions that exceeded 10% of the Gross Revenue / Income of the Company, as per the Audited Financial Statements are disclosed below;

Description	Comment
Name of the Related Party	Carsons Management Services (Private) Limited
Relationship	Fellow subsidiary
Nature of the Transaction	Rental income
Aggregate value of Related Party Transactions entered in to during the financial year	Rs. 14,978,040/-
Aggregate value of Related Party Transactions as a % of Net Revenue/ Income	11%
Terms and Conditions of the Related Party Transactions	Based on the rental agreement entered in to between the companies.

8. INTERNAL CONTROL AND RISK MANAGEMENT

The ultimate responsibility to establish, monitor and review a company-wide internal control system rests with the Board of Directors. The intensity, depth and the tolerance limits for each components of the internal control system would be based on the weight of the elements of risk imposed on the sustenance of the business by the respective area of operation. Whilst a strong internal control system would mitigate the crystallization of risk elements to a greater extent, employment of external support structures would also be necessary based on the risk assessments made thereon.

Effective maintenance of internal controls and risk indication and mitigation is handed down to the respective members of senior management within the guidelines of benchmark policies, procedures and authority limits clearly laid down.

Group internal Audit, whose scope of scrutiny is entirely driven by grading of the risk involved, will be monitoring and providing feedback to the Management and the Audit Committee. Regular submission of compliance and internal solvency certificates vouched by the Heads of the respective divisions as a mandatory agenda item keeps the Directors abreast of the position of the Company's resource base and governance requirements.

This allows the Board to have total control of the fulfillment of governance requirements by providing opportunity to take timely preventive action in case of potential deterioration of status quo. A comprehensive description of the risk management strategies of the Company are given on pages 07 to 09 in the Annual Report.

9. INDEPENDENT AUDITORS

The Company's Auditors during the year under review were Messrs. KPMG, Chartered Accountants.

A sum of Rs. 185,000/- (2017 - Rs. 165,000/-) was paid to them by the Company as audit fees for the year ended 31st March 2018. Fees paid to Auditors on audit related services are given in note 13 to the financial statements.

The retiring Auditors have expressed their willingness to continue in office. A resolution to re-appoint them as Independent Auditors of the Company and authorizing the Directors to fix their remuneration will be proposed at the forthcoming Annual General Meeting.

The Audit Committee reviewed the appointment of the Auditors, its effectiveness and their relationship with the Company, including the level of audit and non-audit fees paid to the Auditors.

9.1. Auditors' relationship or any interest with the Company

The Directors are satisfied that, based on written representations made by the Independent Auditors to the Board, the Auditors do not have any interest with the Company that would impair their independence.

10. INDEPENDENT AUDITORS' REPORT

The Independent Auditors' Report on the financial statements is given on pages 24 to 25 of the Annual Report.

11. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

There were no significant events during the year.

12. HUMAN RESOURCES

The Company continued to invest in human capital development and implement effective human resource practices and policies to develop and build an efficient and effective workforce aligned around business priorities and to ensure that its employees are developing the skills and knowledge required for the future success of the Company.

The number of persons employed by the Company as at 31st March 2018 was 06 (2017 - 05).

13. EQUITABLE TREATMENT TO SHAREHOLDERS

The Company endeavors at all times to ensure equitable treatment to all Shareholders.

14. ENVIRONMENT PROTECTION

The Company is sensitive to the needs of the environment and makes every endeavor to comply with the relevant environmental laws, regulations and best practices applicable in the country. After making adequate inquiries from the Management, the Directors are satisfied that the Company operates in a manner that minimizes the detrimental effects on the environment and provides services that have a beneficial effect on the customers and the communities within which the Company operates.

15. DIVIDEND

The Company paid a First Interim Dividend of Rs.2/25 per ordinary share for the year ended 31st March 2018 totaling Rs.69,750,000/- on 23rd March 2018.

The details of the dividend is set out in note 29 to the Financial Statements.

16. SOLVENCY TEST

Taking into account the said distribution, the Directors were satisfied that the Company would meet the Solvency Test requirement under Section 56(2) of the Companies Act, No. 07 of 2007 immediately after the distribution.

The Company's Auditors, KPMG, Chartered Accountants have issued a Certificate of Solvency for the Dividend mentioned above, confirming same.

17. STATED CAPITAL

The Stated Capital of the Company as at 31st March 2018 was Rs. 444.1 mn consisting of 31,000,000 ordinary shares. There was no change in the Stated Capital of the Company during the year.

18. STATUTORY PAYMENTS

The Directors to the best of their knowledge and belief are satisfied that all statutory payments have been paid up to date or have been provided for in these financial statements.

19. GOING CONCERN

The Board of Directors is satisfied that the Company has adequate resources to continue its operations in the foreseeable future. Accordingly, these financial statements are prepared based on the 'Going Concern' concept.

20. EVENTS AFTER THE REPORTING DATE

Subsequent to the reporting date, no circumstances have arisen, which would require adjustments to or disclosures in the financial statements, other than those disclosed in note 32 to the financial statements, if any.

21. CONTINGENT LIABILITIES AND CAPITAL COMMITMENT

The contingent liabilities and commitments made on account of capital expenditure as at 31st March 2018 are given in note 28 to the financial statements, if any.

22. CORPORATE DONATIONS

There were no donations made during the year ended 31st March 2018 (2017 - Nil).

23. OUTSTANDING LITIGATION

There were no outstanding litigations as at the reporting date.

24. TWENTY MAJOR SHAREHOLDERS

The Parent Company, Equity One Limited holds 88.81% of the total ordinary shares in issue of the Company.

	Name of the Shareholders	31st March 2018		31st March 2017	
		No. of Shares	%	No. of Shares	%
1	Equity One Limited A/C No.01	27,532,525	88.81	27,532,525	88.81
2	Bank of Ceylon A/C Ceybank Unit Trust	2,267,605	7.31	2,236,814	7.22
3	Mr. K. C. Vignarajah	100,037	0.32	96,467	0.31
4	Mrs. C. A. D. S. Woodward	61,100	0.20	-	-
5	Tranz Dominion, L. L. C.	55,480	0.18	55,480	0.18
6	Miss. V. K. Ramanayake	50,000	0.16	15,000	0.05
7	Mrs. C. L. Ramanayake	39,818	0.13	-	-
8	Mr. L. L. Hettiarachchi	33,804	0.11	33,804	0.11
9	Mr. I. Paulraj	33,450	0.11	33,450	0.11
10	People's Leasing & Finance Plc/Hi Line Trading (Pvt) Ltd	25,337	0.08	-	-
11	Miss C. M. Wickramasekera	25,300	0.08	25,300	0.08
12	Union Investments Private Ltd	25,200	0.08	25,200	0.08
13	Mr. A. A. Noordeen	23,900	0.08	23,900	0.08
14	People's Leasing & Finance Plc/Dr. H. S. D. Soysa & Mrs. G. Soysa	19,000	0.06	-	-
15	Mrs. S. Vignarajah	18,278	0.06	18,278	0.06
16	Seylan Bank Plc/Mr. S. N. C. W. M. B. C. Kandegedara	16,200	0.05	18,000	0.06
17	Mr. J.B. Hirdaramani	16,000	0.05	16,000	0.05
18	Mrs. J. Aloysius	15,900	0.05	15,900	0.05
19	Mrs. H. I. P. Fernando	15,000	0.05	15,000	0.05
20	Mr. P. K. Jinadasa	12,200	0.04	12,200	0.04

25. SHARE INFORMATION

The details relating to earnings, net assets, market value per share and information on share trading are given on pages 52 and 53 of this Annual Report.

26. ANNUAL REPORT

The information provided herein is in pursuance of the requirements of the Companies Act, No.07 of 2007 and the Listing Rules of the Colombo Stock Exchange.

The Board of Directors have approved the Financial Statements of the Company together with the Reviews which form part of the Annual Report, on 14th May 2018. The appropriate number of copies of the Annual Report will be submitted to the Colombo Stock Exchange, the Sri Lanka Accounting and Auditing Standards Monitoring Board and the Registrar General of Companies, within applicable time frames.

27. ANNUAL GENERAL MEETING

The 28th Annual General Meeting of the Company will be held on Friday, 15th June 2018 at 11.00 a.m. at the 8th Floor, No.65C, Dharmapala Mawatha, Colombo 07, Sri Lanka.

The Notice of the Annual General Meeting, setting out the business which will be transacted thereat is on page 54 of the Annual Report.

Signed on behalf of the Board,

(Sgd.)
K. C. N. Fernando
Director

(Sgd.)
P. D. D. Fernando
Director

(Sgd.)
K. D. De Silva (Mrs)
Director

Carsons Management Services (Private) Limited
Secretaries

Colombo
14th May 2018

Profiles of the Directors

CHANDIMA GUNAWARDENA

Chandima Gunawardena serves as a Non-Independent, Non-Executive Director of most of the Carsons Group Companies in Sri Lanka and overseas. He is also a Director of Bukit Darah PLC. Since assuming Non- Executive status in the Group, he serves as an advisor to the Group's Strategic Planning and Management forums in Sri Lanka and serves on Board Committees, including the Audit Committees of the Group in Sri Lanka and overseas covering all operating sectors of the Group.

Mr. Gunawardena has over four decades of experience in varied fields of business and commercial activities and has held senior positions in Corporate, Mercantile and State Institutions. He was appointed to the Carsons Group Directorate in 1990.

He has served in the Management Committee of The Ceylon Chamber of Commerce for over 10 years and was a Founder Council member of the Sri Lanka Institute of Directors (SLID) and continued to serve in the council for over 10 years.

He is a Fellow of the Chartered Institute of Management Accountants, UK.

NALAKE FERNANDO

Nalake Fernando is a Director of the Property Management Companies of the Carson Cumberbatch Group, namely Equity One Limited and Equity Two PLC. He is also a Director of Carsons Management Services (Private) Limited. He was the Country Representative for Sri Lanka of Dalekeller & Associates Ltd, Designers and Skidmore Ownings & Merrill Architects. He was also a Director of SKC Management Services Ltd.

He counts over 40 years of work experience and holds a Technician's Certificate of the Institute of Work Study Practitioners of UK.

AJITH WEERATUNGE

Ajith Weeratunge is a Director of the Carson Cumberbatch Group's Management Company, Carsons Management Services (Private) Limited.

He is also a Director of Group's Real Estate Sector Equity One Limited and Equity Two PLC and the Group's Investment Holding Sector-Ceylon Investment PLC, Rubber Investment Trust Limited and Guardian Fund Management Limited and Leisure Sector-Equity Hotels Limited. He was recently appointed as a director of Group's plantation sector holding company, Goodhope Asia Holdings Ltd. He is also the nominee director at Ceybank Asset Management Ltd. He carries more than 35 years of finance related experience in several leading companies in the mercantile sector.

He is a Fellow member of the Chartered Institute of Management Accountants of UK.

ERANJITH WIJENAIKE

Eranjith Wijenaike is a Director of Equity Two PLC / Equity One Limited and Managing Director of Central Finance Company PLC. He is also a Director of Tea Smallholder Factories PLC, Trans Asia Hotels PLC, Central Industries PLC and served as a founder Director of Nations Trust Bank PLC. He holds a Bachelor's Degree in Commerce and a Postgraduate Diploma in Finance and Management.

DONALD FERNANDO

Donald Fernando is a Director of Equity One Limited / Equity Two PLC and the Managing Director of Fernando Rajapakse Associates (Private) Limited - Consulting Engineers and Project Managers and Director, Saramanda Lanka (Guarantee) Limited.

In 1965, earned a B.Sc (Eng.) Degree in civil engineering from the University of Ceylon. Civil Engineer with The Sri Lanka Ports Authority till 1969. From 1969 to 1982 worked as a Civil Engineer in London. Member of the Institution of Civil Engineers, London in 1969. He is a Member of the Institution of Engineers, Sri Lanka and a Member of the Society of Structural Engineers, Sri Lanka.

Report of the Related Party Transactions Review Committee

The Parent Company of Equity Two PLC is Equity One Limited (EQIT) and Carson Cumberbatch PLC (CCPLC) in turn is the Parent Company of EQIT. As provided by the Colombo Stock Exchange Listing Rules, the Related Party Transactions Review Committee (RPTRC) of CCPLC functions as the RPTRC of the Company.

Composition of the Committee

The Members of the RPTRC are as follows :

1. Mr.V. P. Malalasekera (Chairman)
   - Non-Executive/Independent Director of CCPLC
2. Mr. F. Mohideen
   - Non-Executive/Independent Director of CCPLC
3. Mr. D. C. R. Gunawardena
   - Non-Executive Director of CCPLC
4. Mr. H. Selvanathan
   - Executive Director of CCPLC
5. Mr. M. Selvanathan
   - Executive Director of CCPLC
6. Mr. S. K. Shah
   - Executive Director of CCPLC

Meetings of the Related Party Transactions Review Committee

CCPLC-RPTRC held Four (04) Meetings during the financial year to discuss matters relating to the Company and where necessary the approval of the Members were also sought via circulation of papers.

The attendance of the Members of the Committee were as follows:

Meetings attended (out of 04)	
Mr.V.P. Malalasekera	04
Mr.F. Mohideen	03
Mr.D.C.R. Gunawardena	04
Mr.H. Selvanathan	02
Mr.M. Selvanathan	04
Mr.S.K. Shah	03

Purpose of the Committee

The objective of the RPTRC is to review all Related Party Transactions (RPTs) of the Listed Companies of the Carsons Group, other than those exempted by the 'Related Party Transactions Compliance Code' (RPT Code), prior to the transaction being entered into or, if the transaction is expressed to be conditional on such review, prior to the completion of the transaction.

Policies and procedures

- The RPTRC reviews the relevant Related Party Transactions of the Listed Companies of the Carsons Group and where the Committee decides that the approval of the Board of Directors of the respective Companies are necessary to approve a Related Party Transaction, such Board approval is obtained prior to entering into the relevant Related Party Transaction.
- When reviewing a transaction, the RPTRC would decide whether the proposed transaction is carried out on an arm's length basis irrespective of whether it is recurrent or non-recurrent in nature.
- Reviewing and approval would be either by meeting of members (subject to quorum being present) or by circulation.
- In determining whether to obtain the approval of the Board of Directors for a Related Party Transaction, the RPTRC will take into account, among other factors it deems appropriate, whether the proposed RPTs pose a conflict of interest to the Directors.

The self-declarations from the Directors and Key Management Personnel are obtained for the purpose of identifying parties related to them. Further, the guidelines which senior management must follow in routing Related Party Transactions to the relevant forum, including transaction threshold values and pricing where applicable, have been documented even in the case of once approved recurrent transactions which are of operational nature, which as per the RPT Code need not be repeatedly approved if within the broad thresholds.

The RPTRC in discharging its function endeavours to ensure that :

- there is compliance with the Code;
- shareholder interests are protected; and
- fairness and transparency are maintained.

The Committee has a criteria for designating Carsons Group Key Management Personnel (KMP) and quarterly disclosures are made by KMPs so designated, as relevant.

The Related Party Transactions of the Company for the period 1st April 2017 to 31st March 2018 have been reviewed by the Members of the RPTRC and the comments and observations of the Committee have been communicated to the Board of Directors of the Company.

(Sgd.)
V.P. Malalasekera
Chairman – Related Party Transactions Review Committee
Carson Cumberbatch PLC

Colombo
14th May 2018

Audit Committee Report

The Parent Company of Equity Two PLC is Equity One Limited (EQIT) and Carson Cumberbatch PLC (CCPLC) in turn is the Parent Company of EQIT. As provided by the Colombo Stock Exchange Listing Rules, the Audit Committee of CCPLC functions as the Audit Committee of the Company.

The Audit Committee consists of the following Members :

Audit Committee Members	Executive/ Non-Executive/ Independent
Mr.Vijaya Malalasekera (Chairman)	Non-Executive, Independent (CCPLC)
Mr.Chandima Gunawardena	Non-Executive (CCPLC)
Mr.Faiz Mohideen	Non-Executive, Independent (CCPLC)

Mr.Vijaya Malalasekera is a Non-Executive, Independent Director of CCPLC and a former Director of Ceylon Tobacco Company PLC.

Mr.Chandima Gunawardena is a Non-Executive Director of CCPLC and in most of its Group Companies. He is a Fellow of the Chartered Institute of Management Accountants, U.K.

Mr.Faiz Mohideen, a Non-Executive, Independent Director of CCPLC was a former Deputy Secretary to the Treasury and a former Director of Bank of Ceylon and Securities and Exchange Commission of Sri Lanka.

The purpose of the Audit Committee of CCPLC is as follows :

- To assist the Board of Directors in fulfilling its oversight responsibilities for the financial reporting process, the system of internal control over financial reporting, the audit process and the Company's process for monitoring compliance with laws and regulations, Company policies and procedures and the code of conduct.

- To ensure that the internal audit activity is well managed, so that it adds value to the organization by being objective in providing relevant assurance, contributing to the effectiveness and efficiency of governance, risk management and control processes.

The audit aspects of Equity Two PLC are conducted within the Agenda of CCPLC-Audit Committee.

CCPLC-Audit Committee held five (05) Meetings during the financial year to discuss matters relating to the Company and the attendance of the Members of the Audit Committee were as follows :

Meetings attended (out of 05)	
Mr.Vijaya Malalasekera (Chairman)	05
Mr.Chandima Gunawardena	05
Mr.Faiz Mohideen	05

The Head of Finance-Carsons Management Services (Private) Limited-Managers, internal auditors and senior management staff members of the Property Sector also attended the Audit Committee Meetings by invitation.

The Audit Committee met the External Auditors, Messrs. KPMG, twice during the year to discuss the audit scope, including Key Audit Matters and to deliberate the draft Financial Report and Accounts at the completion stage of the audit. The Committee also discussed the draft Financial Report and Accounts, with the External Auditors, without the management being present to foster an unbiased, independent dialogue.

The Audit Committee approved the audit plan for the financial year 2017/2018 and the Group Internal Audit (GIA) carried out a detailed audit on the Property Sector companies based on the plan.

The findings and contents of the Group Internal Audit reports have been discussed with the relevant management staff and subsequently the audit reports were circulated to the Audit Committee and to the senior management.

The objectives of the GIA work was to have an independent review of the system of internal controls as established by the management, its adequacy and integrity vis-à-vis objectives served and to determine the extent of adherence to the controls by staff responsible for the function and to take corrective/preventive action where necessary.

The interim financial statements of Equity Two PLC have been reviewed by the Audit Committee Members at Audit Committee Meetings, prior to release of same to the Regulatory Authorities and to the shareholders.

With the introduction of the new audit report this year, the Audit Committee has introduced a process to discuss the areas which are identified as Key Audit Matters by Messrs. KPMG for reporting in the audit report, at the audit planning and completion stages.

Audit Committee Report

The draft financial statements of Equity Two PLC for the year ended 31st March 2018 were reviewed at a Meeting of the Audit Committee, together with the External Auditors, Messrs. KPMG, prior to release of same to the Regulatory Authorities and to the shareholders. The Audit Committee was provided with confirmations and declarations as required, by the Managers, Carsons Management Services (Private) Limited that the said financial statements were prepared in accordance with the Sri Lanka Accounting Standards and the information required by the Companies Act No. 7 of 2007 therein and presented a true and fair view of the Company's state of affairs as at that date and the Company's activities during the year under review.

The Audit Committee has determined that Messrs.KPMG, Chartered Accountants, Auditors were independent on the basis that they did not carry out any management related functions of the Company.

The Audit Committee has concurred to recommend to the Board of Directors the re-appointment of Messrs. KPMG, Chartered Accountants, as Auditors for the financial year ending 31st March 2019, subject to the approval of the shareholders of Equity Two PLC at the Annual General Meeting.

(Sgd.)
V.P. Malalasekera
Chairman – Audit Committee
Carson Cumberbatch PLC

Colombo
14th May 2018

Financial Calendar

Financial year end	31st March 2018
28th Annual General Meeting	15th June 2018

Announcement of Results

Interim financial statements published in terms of the Listing Rules of the Colombo Stock Exchange

1st Quarter ended 30th June 2017	14th August 2017
2nd Quarter ended 30th September 2017	14th November 2017
3rd Quarter ended 31st December 2017	14th February 2018

Independent Auditors' Report

KPMG

KPMG
(Chartered Accountants)
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Colombo 00300, Sri Lanka.

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To the Shareholders of Equity Two PLC

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Equity Two PLC ("the Company"), which comprise the statement of financial position as at March 31, 2018, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies set out on pages 26 to 49 of this annual report.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at March 31, 2018, and of its financial performance and its cash flows for the year then ended in accordance with Sri Lanka Accounting Standards.

Basis for Opinion

We conducted our audit in accordance with Sri Lanka Auditing Standards (SLAuSs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by CA Sri Lanka (Code of Ethics) and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1. Investment Property Valuation

As described in Note 3b (accounting policies) and Note 17 (Investment properties), the fair value of investment properties amounted to Rs. 1,355 mn as at 31 March 2018 (2017 - Rs. 1,145 mn).

These investment properties are stated at fair value, based on valuations by a professional external valuer engaged by the entity.

Valuation of investment properties is considered a significant audit risk due to the materiality of the carrying amount (96% of total assets) and the subjective nature of property valuations using level 3 assumptions which depend on the nature of property, its location and expected future net rental values, market yields, capitalization rates and comparable market transactions. A change in the key assumptions will have a significant impact to the valuation.

Our audit procedures included;

- Assessing the objectivity and independence of the external valuer and the competence and qualification of the external valuer.
- Assessing the appropriateness of the valuation techniques used by the external valuer, taking into account the profile of the investment properties.
- Discussions with management and the external valuer and compare the key assumptions used against externally published market comparables or industry data where available and challenging the reasonableness of key assumptions based on our knowledge of the business and industry and internal benchmarks.
- Compare with the alternative valuation method in order to determine the highest and best use of the property.
- Assessing the adequacy of the disclosures in the financial statements, including the description and appropriateness of the inherent degree of subjectivity and key assumptions in the estimates. This includes the relationships between the key unobservable inputs and fair values, in conveying the uncertainties.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with Sri Lanka Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SLAuSs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SLAuSs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with ethical requirements in accordance with the Code of Ethics regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by section 163 (2) of the Companies Act No. 07 of 2007, we have obtained all the information and explanations that were required for the audit and, as far as appears from our examination, proper accounting records have been kept by the Company.

CA Sri Lanka membership number of the engagement partner responsible for signing this independent auditor's report is 1798.

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CHARTERED ACCOUNTANTS

Colombo, Sri Lanka

14 May 2018

Statement of Profit or Loss and Other Comprehensive Income

(All figures are in Sri Lankan Rupees thousands)

For the year ended 31st March	Note	2018	2017
Revenue	11	135,969	118,907
Direct cost		(27,180)	(28,349)
		108,789	90,558
Other income	12	5,004	1,538
Net gains arising from changes in fair value of investment properties	17	209,690	-
		323,483	92,096
Administrative and other operating expenses		(7,755)	(10,832)
Results from operating activities	13	315,728	81,264
Finance income	14.1	4,611	923
Finance costs	14.2	(3,540)	(3,582)
Net finance income / (cost)	14	1,071	(2,659)
Profit before taxation		316,799	78,605
Income tax expense	15.1	(27,207)	(11,956)
Deferred taxation	15.2	(156,744)	(10,023)
Profit for the year		132,848	56,626
Other comprehensive income			
Actuarial (loss) / gain from valuation of employee benefits	25.2	(112)	284
Related tax		31	(80)
Total other comprehensive (expense) / income for the year		(81)	204
Total comprehensive income / (expense) for the year		132,767	56,830
Earnings per share (Rs.)	16	4.29	1.83

The notes from pages 30 to 49 form an integral part of these financial statements.

Figures in brackets indicate deductions.

Statement of Financial Position

(All figures are in Sri Lankan Rupees thousands)

As at 31st March	Note	2018	2017
ASSETS			
Non-current assets			
Investment properties	17	1,355,490	1,145,466
Total non-current assets		1,355,490	1,145,466
Current assets			
Trade and other receivables	18	13,743	19,835
Fair value through profit or loss financial assets	19	25,946	-
Cash and cash equivalents	20	13,382	5,891
Total current assets		53,071	25,726
Total assets		1,408,561	1,171,192
EQUITY AND LIABILITIES			
Equity			
Stated capital	21	444,092	444,092
Capital reserves	22.1	750	750
Revenue reserves	22.2	618,453	555,379
Total equity		1,063,295	1,000,221
Non-current liabilities			
Refundable rental deposits	23	44,199	38,494
Deferred tax liability	24	267,433	110,720
Employee benefits	25	1,719	1,333
Total non-current liabilities		313,351	150,547
Current liabilities			
Trade and other payables	26	9,924	5,911
Deferred revenue	27	3,387	4,671
Current tax liabilities		18,604	9,842
Total current liabilities		31,915	20,424
Total liabilities		345,266	170,971
Total equity and liabilities		1,408,561	1,171,192
Net assets per share (Rs.)		34.30	32.27

The notes from pages 30 to 49 form an integral part of these financial statements.

I certify that these financial statements are in compliance with the requirements of the Companies Act No. 7 of 2007.

(Sgd.)
V. R. Wijesinghe
Head of Finance
Carsons Management Services (Private) Limited.

The Board of Directors is responsible for the preparation and presentation of these financial statements. These financial statements were approved by the Board on 14th May 2018.

Approved and signed on behalf of the Managers,

(Sgd.)
A. P. Weeratunge
Director
Carsons Management Services (Private) Limited.

Approved and signed on behalf of the Board,

(Sgd.)
K. C. N. Fernando
Director

(Sgd.)
P. D. D. Fernando
Director

Colombo.
14th May 2018

Statement of Changes in Equity

(All figures are in Sri Lankan Rupees thousands)

	Stated capital	Capital reserves	Revenue reserves		Total equity
		Machinery replacement reserve	Fair value adjustment reserve	Retained earnings	
Balance as at 1st April 2016	444,092	750	435,345	112,804	992,991
Profit for the year	-	-	-	56,626	56,626
Other comprehensive income for the year	-	-		204	204
Total comprehensive income for the year	-	-	-	56,830	56,830
First & final dividend 2015/16	-	-		(6,200)	(6,200)
First & final dividend 2016/17	-	-		(43,400)	(43,400)
Balance as at 31st March 2017	444,092	750	435,345	120,034	1,000,221
Balance as at 1st April 2017	444,092	750	435,345	120,034	1,000,221
Profit for the year	-	-	(57,743)	190,591	132,848
Other comprehensive expense for the year	-	-	-	(81)	(81)
Total comprehensive income for the year	-	-	(57,743)	190,510	132,767
Forfeited dividends			-	57	57
First interim dividend 2017/18			-	(69,750)	(69,750)
Balance as at 31st March 2018	444,092	750	377,602	240,851	1,063,295

The notes from pages 30 to 49 form an integral part of these financial statements.

Figures in brackets indicate deductions.

Statement of Cash Flow

(All figures are in Sri Lankan Rupees thousands)

For the year ended 31st March	Note	2018	2017
Cash flows from operating activities			
Profit before taxation		316,799	78,605
Adjustments for:			
Finance costs	14	3,540	3,582
Finance income	14	(4,611)	(923)
Net gain arising from changes in fair value of investment properties	17	(209,690)	-
Provision for employee benefits	25.1	274	337
Amortization of deferred revenue	27	(3,329)	(2,755)
Operating profit before working capital changes		102,983	78,846
(Increase) / decrease in trade and other receivables		6,092	(811)
Increase / (decrease) in trade and other payables		3,985	(14,067)
Operating profit after working capital changes		113,060	63,968
Rental deposits received	23	4,210	7,904
Employee benefits paid	25	-	(1,013)
Income tax paid		(18,445)	(4,925)
Net cash generated from / (used in) operating activities		98,825	65,934
Cash flows from investing activities			
Additions to investment properties	17	(334)	(110)
Investment in fair value through profit or loss financial assets		(25,946)	-
Interest received		4,611	923
Net cash generated from / (used in) investing activities		(21,669)	813
Cash flows from financing activities			
Net amount settled on related company borrowings including interest		-	(16,654)
Dividend paid		(69,665)	(49,572)
Net cash generated from / (used in) financing activities		(69,665)	(66,226)
Net increase / (decrease) in cash and cash equivalents		7,491	521
Cash and cash equivalents at the beginning of the year		5,891	5,370
Cash and cash equivalents at the end of the year (note 20)		13,382	5,891

The notes from pages 30 to 49 form an integral part of these financial statements.

Figures in brackets indicate deductions.

Notes to the Financial Statements

1. REPORTING ENTITY

Equity Two PLC is a limited liability company which is incorporated and domiciled in Sri Lanka. The shares of the Company have a primary listing on the Colombo Stock Exchange.

The registered office and the principal place of business of the Company is located at No 61, Janadhipathi Mawatha, Colombo 1.

The business activities of the Company are focused on the real estate sector providing office premises on rental. There were no significant changes in the nature of the principal activities of the Company during the financial year under review.

The Company had 06 (2017 – 05) employees at the reporting date.

2. BASIS OF PREPARATION

a) Statement of compliance

The financial statements of the Company comprise the statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows together with the notes to the financial statements.

The financial statements have been prepared in accordance with Sri Lanka Accounting Standards (LKAS / SLFRS) laid down by the Institute of Chartered Accountants of Sri Lanka and the requirements of Companies Act, No. 7 of 2007.

These financial statements were authorized for issue by the Board of Directors on 14th May 2018.

b) Basis of measurement

The financial statements have been prepared on the historical cost basis and applied consistently with no adjustments being made for inflationary factors affecting the financial statements, except for the following material items in the statement of financial position;

- Investment properties are measured at fair value;
- Defined benefit obligations are measured at its present value, based on an actuarial valuation as explained in note 25.

These financial statements have been prepared on the basis that the Company would continue as a going concern for the foreseeable future.

c) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entities operate ('the functional currency'). The financial statements are presented in Sri Lankan Rupees, which is the Company's functional and presentation currency.

d) Use of estimates and judgments

The preparation of the financial statements in conformity with LKAS/SLFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes;

- **Determination of owner-occupied properties and investment properties**

  In determining whether a property qualifies as investment property the Company makes a judgment whether the property generates independent cash flows rather than cash flows that are attributable not only to the property but also to the other assets. Judgment is also applied in determining if ancillary services provided are significant, so that a property does not qualify as an investment property.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year are included in the following notes:

- **Defined benefit plans**

  The assessment of the liability of defined benefit obligations involves a significant element of assumptions; including discount rates, future salary increases, mortality rates and due to the long-term nature of these plans, such estimates are subject to uncertainty.

e) Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non- financial assets and liabilities.

Company regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, Company assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of SLFRS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e.as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data.(Unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

f) Materiality and aggregation

Each material class of similar items is presented in aggregate in the Financial Statements. Items of dissimilar nature or function are presented separately unless they are immaterial.

3. SIGNIFICANT ACCOUNTING POLICIES

The Accounting Policies set out below have been applied consistently to all periods presented in the Financial Statements of the Company unless otherwise indicated.

a) Foreign currency

i) Foreign currency transactions

Transactions in foreign currencies are translated to the functional currency of the company at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate as at that date.

Non-monetary items that are measured based on historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising on retranslation are generally recognised in Profit or Loss.

Financial instruments

i) Non-derivative financial assets

The Company initially recognises loans and receivables on the date that they are originated. All other financial assets are recognised initially on the trade date, which is the date that the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in such transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

The Company holds financial assets that are categorized in to the 'loans and receivables' and Fair value through Profit or loss classification.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Loans and receivables comprise cash and cash equivalents, and trade and other receivables.

Fair value through Profit or loss

A financial asset is classified as a fair value through profit or loss. If it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. Financial assets at fair value through profit or loss are measured at fair value and changes therein including any interest or dividend income, are recognized in profit or loss.

ii) Non-derivative financial liabilities

The Company initially recognizes subordinated liabilities on the date, which is the date that the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

The Company classifies non-derivative financial liabilities into the 'other financial liabilities' category. Such financial liabilities are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method.

Other financial liabilities comprise loans and borrowings, refundable rental and other deposits, bank overdrafts, and trade and other payables.

Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the statement of cash flows.

iii) Stated capital

Ordinary shares

Ordinary shares are classified as equity. Costs attributable to the issue of ordinary shares are recognised as an expense.

b) Investment property

Investment property is property held either to earn rental income or capital appreciation or for both, but not for sale on the ordinary course of business, use in production or supply of goods and services or for administrative purposes. Investment properties are measured initially at cost, including transaction costs. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day-today servicing of an investment property.

Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions as at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in Profit or Loss.

Investment properties are derecognised when either they have been disposed of or when the Investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in Profit or Loss in the year of retirement or disposal.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by commencement/ end of owner occupation, commencement of development with a view to sale, commencement of an operating lease to another party or completion of construction or development.

For a transfer from investment property to owner occupied property or inventories, the deemed cost of property for subsequent accounting is its fair value at the date of change in use. If the property occupied by the Company as an owner occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property, plant & equipment up to the date of change in use. For a transfer from inventories to investment property, any difference between the fair value of the property at that date and its previous carrying amount is recognised in Profit or Loss. When the Company completes the construction or development of a self-constructed investment property, any difference between the fair value of the property at that date and its previous carrying amount is recognised in the Profit or Loss.

Any gain or loss on disposal of an investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss. When an investment property that was previously classified as property, plant and equipment is sold, any related amount included in the revaluation reserve is transferred to retained earnings.

c) Capital work-in-progress

Capital work-in-progress represents the accumulated cost of materials and other costs directly related to the construction of an asset. Capital work-in-progress is transferred to the respective asset accounts at the time it is substantially completed and ready for its intended use.

d) Impairment

i) Non-derivative financial assets

Financial asset classified as 'loans and receivables' are assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset, and that loss event(s) had an impact on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired includes default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the company would not consider otherwise.

e) Employee benefits

i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and has no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in Profit or Loss in the periods during which related services are rendered by employees.

iii) Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The liability recognised in the Financial Statements in respect of defined benefit plans is the present value of the defined benefit obligation as at the reporting date.

The defined benefit obligation is calculated by a qualified actuary as at the reporting date using the Projected Unit Credit (PUC) method as recommended by LKAS 19 - 'Employee Benefits'. Such actuarial valuations will be carried out every year. The liability is not externally funded. All Actuarial gains or losses are recognised immediately in other comprehensive income.

Under the Payment of Gratuity Act No. 12 of 1983, the liability to an employee arises only on completion of 5 years of continued service.

The liability is not externally funded.

f) Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

g) Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation.

A contingent asset is a possible asset that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company. The Company does not recognize contingent assets but discloses its existence where inflows of economic benefits are probable, but not virtually certain.

h) Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company, and the revenue and associated costs incurred or to be incurred can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, net of trade discounts and sales taxes.

The following specific criteria are used for the purpose of recognition of revenue;

i. Rental income

Rental income from investment property is recognized as revenue on a straight line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

ii. Other Income - on accrual basis.

Net gains and losses of a revenue nature resulting from the disposal of property, plant & equipment have been accounted for in Profit or Loss and disposal of investments are accounted for in Profit or Loss on the basis of realized net profit.

i) Expenditure recognition

i. Operating expenses

All expenses incurred in day-to-day operations of the business and in maintaining the property, plant & equipment in a state of efficiency has been charged to revenue in arriving at the profit or loss for the year.

ii. Finance income and finance costs

Finance income comprises interest income on funds invested.

Interest income is recognised as it accrues in Profit or Loss, using the effective interest method.

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and deferred consideration.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in Profit or Loss using the effective interest method.

Foreign currency gains and losses on financial assets and financial liabilities are reported on a net basis as either finance income or finance cost depending on whether foreign currency movements are in a net gain or net loss position.

j) Income tax expense

Income Tax expense comprises current and deferred tax. Current tax and deferred tax is recognised in Profit or Loss except to the items recognised directly in equity or in other comprehensive income.

i. Current taxation

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. Current tax payable also includes any tax liability arising from the declaration of dividends.

ii. Deferred taxation

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets and liabilities will be realized simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised, based on the level of future taxable profit forecasts and tax planning strategies.

4. RELATED PARTY TRANSACTIONS

Disclosure has been made in respect of the transactions in which one party has the ability to control or exercise significant influence over the financial and operating policies/decisions of the other, irrespective of whether a price is charged.

5. EVENTS AFTER THE REPORTING PERIOD

All material and important events which occur after the reporting date have been considered and disclosed in notes to the financial statements.

6. CASH FLOW

Interest paid and dividend paid are classified as financing cash flows while interest received and dividend received are classified as investing cash flows, for the purpose of presentation of Cash Flow Statement which has been prepared using the "Indirect Method".

7. **EARNINGS PER SHARE**

The Company presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

8. **DIVIDENDS ON ORDINARY SHARES**

Dividends on ordinary shares are recognised as a liability and deducted from equity when they are approved by the Company's shareholders. Interim dividends are deducted from equity when they are declared and are no longer at the discretion of the Company.

9. **SEGMENT REPORTING**

An operating segment is a component within the Company that engage in business activities for which it may earn distinguish revenue and expenses for such segment.

The operating results arising from providing office premises on rental business of the Company as a whole is reviewed regularly by the Company's Chief Operating Decision Maker to make decisions about resource to be allocated and to assess its performance. The Company has only one segment hence no separate disclosure is given for operating segment.

10. **NEW ACCOUNTING STANDARDS ISSUED BUT NOT EFFECTIVE**

The Institute of Chartered Accountants of Sri Lanka has issued the following new Sri Lanka Accounting Standard which will become applicable for financial periods beginning on or after 1st January 2018. Accordingly, the Company has not applied the following new standards in preparing these financial statements.

SLFRS 9-Financial Instruments

SLFRS 9 – "Financial Instruments" replaces the existing guidance in LKAS 39 – Financial Instruments: Recognition and Measurement. SLFRS 9 includes revised guidance on the classification and measurement of financial instruments including a new expected credit loss model for calculating impairment on financial assets.

SLFRS 9 is effective for annual period beginning on or after 1st January 2018

Impact: The Company does not expect significant impact on its financial statements resulting from the application of SLFRS 9.

SLFRS 15 – Revenue

Recognition from Customer Contracts SLFRS 15 – "Revenue from Contracts with Customers" establishes a comprehensive framework for determining whether, how much and when revenue is recognised. It replaces existing revenue recognition guidance LKAS 18 Revenue, LKAS 11 Construction Contracts.

SLFRS 15 is effective for annual reporting period beginning on or after 1st January 2018

Impact: Anticipated impact from SLFRS 15, is not expected to be material.

SLFRS 16 – 'Leases'

SLFRS 16 eliminates the current dual accounting model for lessees which distinguishes between On-Balance Sheet fiancé leases and Off-Balance Sheet operating leases. Instead there will be a single On-Balance Sheet accounting model that is similar to current finance lease accounting.

SLFRS 16 is effective for annual Reporting periods beginning on or after 01 January 2019.

Impact: The Company does not hold any assets under operating lease, hence, the impact is not expected to be material.

Notes to the Financial Statements

(All figures are in Sri Lankan Rupees thousands)

	For the year ended 31st March	2018	2017
11	**Revenue**		
	Property rental income	135,969	118,907
		135,969	118,907
12	**Other income**		
	Parking fees	620	780
	On services provided to tenants	4,384	758
		5,004	1,538
13	**Profit from operations**		
	Profit from operations is stated after charging all expenses including the following:		
	Auditors' remuneration - audit services	185	165
	Auditors' remuneration - audit related services	100	150
	Professional service costs (note 13.1)	-	102
	Support service fees	4,108	3,980
	Personnel costs (note 13.2)	19,312	15,611
13.1	**Professional service costs**		
	Valuation services	-	72
	Other services	-	30
		-	102
13.2	**Personnel costs**		
	Salaries, wages and other related expenses	17,936	14,408
	Defined benefit plan cost - Employee benefits (note 25.1)	274	337
	Defined contribution plan cost - EPF and ETF	1,102	866
		19,312	15,611
	The above include:		
	Directors' emoluments	-	-
	Directors' fees	450	450
		450	450
14	**Net finance income / (cost)**		
14.1	**Finance income**		
	Interest income on short-term deposits	730	863
	Net change in fair value of fair value through profit or loss financial assets	3,831	-
	Interest income on loans given to officers of the Company	50	60
		4,611	923
14.2	**Finance costs**		
	Interest expense on related party borrowings	-	797
	Unwinding of interest on refundable rental deposits	3,540	2,785
		3,540	3,582
	Net finance income / (cost)	1,071	(2,659)

	For the year ended 31st March	2018	2017
15	**Tax expense**		
15.1	**Income tax expense**		
	Current tax expense for the year (note 15.3)	27,565	12,278
	Over provision for previous years	(358)	(322)
		27,207	11,956
15.2	**Deferred taxation**		
	On origination / (reversal) of temporary differences (note 24.1)	156,744	10,023
		156,744	10,023
		183,951	21,979
15.3	**Reconciliation between the accounting profit and the taxable profit**		
	Accounting profit for the year before taxation	316,799	78,605
	Adjustments on;		
	- Aggregate disallowable expenses	1,291	1,910
	- Aggregate allowable expenses	(18,121)	(15,855)
	Notional adjustments arising on application of LKAS/SLFRS	8,168	(1,184)
	Net gains arising from changes in fair value of investment properties	(209,690)	-
	Interest income	(780)	(923)
	Adjusted profit from operations for taxation	97,667	62,553
	Interest income	780	923
	Total Statutory Income	98,447	63,476
	Utilization of tax losses	-	(19,627)
	Taxable income	98,447	43,849
	Taxation thereon (note 15.5a)	27,565	12,278
15.4	**Analysis of tax losses**		
	Tax losses brought forward	-	19,007
	Adjustment on finalization of liability	-	620
	Utilization of tax losses during the year	-	(19,627)
	Tax losses carried forward	-	-

15.5 a) In terms of the provisions of Inland Revenue Act, No. 10 of 2006 and amendments thereto, operational profits of the Company is subject to income tax at 28%. As per the new Inland Revenue Act No 24 of 2017 with effective from 1st April 2018, Company will be liable to pay income tax at 28% on the income.

b) Deferred tax has been computed using a tax rate of 28% (2017-28%)

16 Earnings per share

The Company's earnings per share is calculated on profit attributable to the shareholders of Equity Two PLC divided by the weighted average number of ordinary shares in issue during the year, as required by Sri Lanka Accounting Standard (LKAS 33) - "Earnings per share".

The following reflect the income and share data used in the earnings per share computation:

For the year ended 31st March	2018	2017
Amount used as the numerator		
Profit for the year	132,848	56,626
Amount used as the denominator		
Weighted average number of ordinary shares outstanding during the year (In thousands)	31,000	31,000
Earnings per share (Rs.)	4.29	1.83

17 Investment properties

17.1 Details of investment properties

	Freehold Land	Freehold Building	Other equipments	Total as at 31st March 2018	Total as at 31st March 2017
Balance as at the beginning of the year	667,240	395,900	82,326	1,145,466	1,145,356
Additions during the year	-	-	334	334	110
Change in fair value of investment properties	248,510	(17,025)	(21,795)	209,690	-
Balance as at the end of the year	915,750	378,875	60,865	1,355,490	1,145,466

17.2 Valuation of investment properties

Property and location	Method of valuation	Extent (Hectares)	Historical Cost	Fair value as at 31st March 2018	Fair value as at 31st March 2017
No. 61 Janadhipathi Mawatha, Colombo 01	Investment approach	0.072	128,364	486,747	420,533
No. 55 Janadhipathi Mawatha, Colombo 01	Investment approach	0.146	427,629	868,743	724,933
			555,993	1,355,490	1,145,466

The Investment Properties of the Company comprise of number of commercial properties that are leased to external and related party tenants. The lease agreements are typically entered in to two year periods with the option for subsequent renewals.

Changes in fair value adjustments on investment properties (gain/loss), which are unrealized, are recognised in the statement of profit or loss. Accordingly, the total net gain on changes in fair value, net of related deferred tax, is recorded in the fair value adjustment reserve as at the reporting date.

17.3 Fair value hierarchy

The fair value of investment property was determined by external, independent property valuer, Mr. S. Sivaskantha, F.I.V. (Sri Lanka) of Perera Sivaskantha & Company, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued. Fair values were determined having regard to recent market transactions for similar properties in the same location as the company's investment property.

The fair value measurement for the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

Valuation technique and significant unobservable inputs

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the significant unobservable inputs used.

Description	Location	Valuation technique	Significant Unobservable Inputs	Interrelationship between Key Unobservable Inputs and Fair Value Measurements
				The estimated fair value would increase/(decrease) if –
Land & Building	Colombo	Investment approach	Contractual rentals agreed with the tenants.	Contractual rentals was higher/ (lower)
			Occupancy Rate 75% - 90%	Occupancy rate was higher/(lower)
			Capitalization rate 6%	Capitalization rate was (higher)/ lower
			Repair and insurance 20%	Repair and insurance was (higher)/ lower
			For excess land in existing locations, market price per perch, valuer has used a range of prices for respective lands based on an adjusted fair value taking into account of other valuation considerations.	Market value per perch was higher/ (lower)

17.4 Restrictions on title and investment properties pledged as security for liabilities

There were no restrictions on titles of the investment properties as at the reporting date.

No items of the investment properties were pledged as security for liabilities as at the reporting date.

17.5 All the direct operating expenses of the Company are incurred on investment properties generating rental income.

(All figures are in Sri Lankan Rupees thousands)

	As at 31st March	2018	2017
18	**Trade and other receivables**		
	Financial		
	Trade receivables	10,773	17,329
	Other receivables	2,223	1,655
	Loans given to company officers (note 18.1)	492	596
		13,488	19,580
	Non-financial		
	Prepaid expenses	255	255
		255	255
		13,743	19,835
18.1	**Loans given to company officers**		
	Balance as at the beginning of the year	596	529
	Loans granted during the year	483	773
	Settlements during the year	(587)	(706)
	Balance as at the end of the year	492	596
19	**Fair value through profit or loss financial assets**		
	Investments in Units Trust	25,946	-
		25,946	-

As at 31st March	2018			2017		
Investments in Unit trusts	No. of units	Cost	Fair value	No. of units	Cost	Fair value
Guardian Acuity Money Market Fund	1,648,394	22,121	25,946	-	-	-
		22,121	25,946		-	-

Valuation of unit trust is based on the unit price published by the Investment Managers as at 31st March.

Fair value hierarchy	Level 1	Level 2	Level 3	Total
As at 31st March 2018				
Investments in Units Trust	-	25,946	-	25,946
	-	25,946	-	25,946

	As at 31st March	2018	2017
20	**Cash and cash equivalents**		
	Cash at bank and in hand	13,382	5,891
	Cash and cash equivalents for the purpose of cash flow statement	13,382	5,891
21	**Stated capital**		
	Issued and fully paid		
	Balance as at the beginning of the year (31,000,000 ordinary shares)	444,092	444,092
	Balance as at the end of the year (31,000,000 ordinary shares)	444,092	444,092
22	**Capital and revenue reserves**		
22.1	**Capital reserves**		
	Machinery replacement reserve (note. 21.1.1.)	750	750
		750	750

22.1.1. Machinery replacement reserve represent the amounts set aside by the Directors for future expansion and to meet any contingencies.

The movement of the above reserve is given in the Statement of Changes in Equity.

	As at 31st March	2018	2017
22.2	**Revenue reserves**		
	Retained earnings	240,851	120,034
	Fair value adjustment reserve (note 22.2.1)	377,602	435,345
		618,453	555,379

The movement of the above reserves are given in the Statement of Changes in Equity.

22.2.1 Fair value adjustment reserve

Gains arising, net of related deferred taxes, from fair value adjustment of investment properties will be transferred from retained earnings to fair value adjustment reserve and any losses arising, net of related deferred taxes will be transferred to fair value adjustment reserve to the extent that loss does not exceed the balance held in the said reserve.

	As at 31st March	2018	2017
23	**Refundable rental deposits**		
	Balance as at the beginning of the year	38,494	29,082
	Receipts during the year	4,210	7,904
	Amount transferred to deferred revenue	(2,045)	(1,277)
	Unwinding of interest on refundable deposits	3,540	2,785
	Balance as at the end of the year	44,199	38,494
24	**Deferred tax liability**		
	Balance as at the beginning of the year	110,720	100,617
	Charge for the year (note 24.1)	156,713	10,103
	Balance as at the end of the year	267,433	110,720
24.1	**Charge for the year**		
	The amounts recognised in the statement of profit or loss are as follows;		
	Investment properties (note 24.4)	156,821	4,512
	Employee benefits	(77)	189
	Tax losses carried forward	-	5,322
		156,744	10,023
	The amount recognized in the statement of other comprehensive income is as follows;		
	Employee benefits	(31)	80
		(31)	80
	Net deferred tax charged for the year	156,713	10,103
24.2	**Deferred tax asset**		
	Tax effect on employee benefits	481	373
	Total deferred tax asset	481	373
24.3	**Deferred tax liability**		
	Tax effect on investment properties	267,914	111,093
	Total deferred tax liability	267,914	111,093
	Net deferred tax liability	267,433	110,720

24.4 Taxation on fair value gains

As per the new Inland Revenue Act applicable from 1st April 2018, gains on sale of business assets including lands which are used in the production of income are made liable for taxation at 28%. Accordingly, a deferred tax liability of Rs. 156.8 mn on the temporary difference arising from gain on fair valuation of investment properties has been accounted during the year.

(All figures are in Sri Lankan Rupees thousands)

	As at 31st March	2018	2017
25	**Employee benefits**		
	The movement of the liability recognised in the Statement of Financial Position is as follows:		
	Balance as at the beginning of the year	1,333	2,293
	Current service cost	121	96
	Interest cost	153	241
	Actuarial loss / (gain)	112	(284)
	Payments made during the year	-	(1,013)
	Balance as at the end of the year	1,719	1,333
25.1	**The amounts recognised in the Statement of Profit or Loss are as follows;**		
	Current service cost	121	96
	Interest cost	153	241
	Charge for the year	274	337
25.2	**The amount recognised in the Statement of Other Comprehensive Income is as follows;**		
	Actuarial loss / (gain)	112	(284)
	Charge / (gain) for the year	112	(284)

25.3 Liability on employee benefits as at 31st March 2018 amounting to Rs. 1,719,415/- (2017 - Rs. 1,332,566/-) is made based on an actuarial valuation carried out by Mr. M. Poopalanathan of Messrs. Actuarial and Management Consultants (Pvt) Ltd. As recommended by Sri Lanka Accounting Standards (LKAS 19) - "Employee Benefits", the "Projected Unit Credit (PUC)" method has been used in this valuation.

The principal assumptions used are:

Rate of discount	10.50% p.a. (2017 -11.5% p.a.)
Rate of pay increase	10% p.a. (2017 - 10% p.a)
Retirement age	55 years
Mortality	A 67 /70 mortality table issued by The Institute of Actuaries, London was used
Withdrawal rate	5% for age up to 49 and zero thereafter

The company is a going concern.

25.4 Sensitivity analysis

Reasonably possible changes to one of the relevant actuarial assumptions at the reporting date, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

As at 31st March	2018	2017
1% increase in discount rate	(84)	(65)
1% decrease in discount rate	96	72
1% increase in salary escalation rate	104	120
1% decrease in salary escalation rate	(94)	(42)

25.5 The employee benefits liability is not externally funded.

	As at 31st March	2018	2017
26	**Trade and other payables**		
	Financial		
	Trade payables	43	203
	Other payables	8,446	4,378
		8,489	4,581
	Non-financial		
	Accrued expenses and provisions	1,435	1,330
		1,435	1,330
		9,924	5,911

	As at 31st March	2018	2017
27	**Deferred revenue**		
	Balance as at the beginning of the year	4,671	6,149
	Amount transferred from refundable deposits	2,045	1,277
	Amortization of deferred revenue	(3,329)	(2,755)
	Balance as at the end of the year	3,387	4,671

28 Capital expenditure commitments, contingent liabilities and litigations and claims

28.1 Capital expenditure commitments

The company does not have any significant financial or capital commitments as at the reporting date.

28.2 Contingent liabilities

There were no material contingent liabilities as at the reporting date.

28.3 Litigations and claims

There were no material litigations and claims against the Company as at the reporting date.

	As at 31st March	2018	2017
29	**Dividend per share**		
	Dividends paid during the year		
	Final / interim dividends	69,750	49,600
	Dividends proposed during the year		
	First interim dividend	69,750	43,400
	Dividend per share (Rs.)	2.25	1.40

30 Financial instruments

Financial risk management

The Company has exposure to the following risks arising from financial instruments.

- **Credit risk**
- **Liquidity risk**
- **Market risk**

This note presents information about the Company's exposure to each of the above risks and the Company's objectives, policies and processes for measuring and managing such risks.

(All figures are in Sri Lankan Rupees thousands)

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has delegated this function to Carsons Management Services (Private) Limited, the management company, which is responsible for developing and monitoring the Company's risk management policies and reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to risk limits. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities. The Company, through its training and setting management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Audit Committee of Carson Cumberbatch PLC, the ultimate parent company, oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its supervision role by Group Internal Audit. Group Internal Audit undertakes both regular and ad-hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

30.1 Credit risk

Credit risk is the risk of financial loss to the Company, if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and placements with banking institutions and in government securities.

30.1.1 Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the end of the reporting period was as follows.

As at 31st March	2018	2017
Credit risk		
Trade and other receivables	13,488	19,580
Less: Revenue on lease agreements recongized on straight line basis	(9,266)	(17,223)
	4,222	2,357
Fair value through profit or loss financial assets	25,946	-
Cash and cash equivalents	13,382	5,891
	43,550	8,248

30.1.2 Trade receivables

The Company's exposure to credit risk on 'Trade receivables' is influenced mainly by the individual characteristics of each customer, and primarily arising on the rent receivable from its tenants.

The Company has obtained refundable rental deposits from non-related tenants, covering the rental income for a period of 3-6 months, which provides cover to the Company in the event of a default. Refundable rental deposits held by the Company as at the end of the reporting period are as follows.

As at 31st March	2018	2017
Refundable rental deposits		
Carrying value	44,199	38,494
Face value	47,890	43,681

The terms of the lease agreements also require tenants to pay rental in advance on a monthly basis, which provides further cover against risk of a default.

The sector also follows a careful credit evaluation process for new tenants before entering in to any rent agreements with them.

The age analysis of trade receivables at the end of the reporting period was as follows;

As at 31st March	2018	2017
Revenue on lease agreements recognised on straight line basis	9,266	17,223
1–30 days	39	106
31–90 days	1,468	-
	10,773	17,329

No circumstances have arise that would require impairment in respect of trade and other receivables as at the year end (2017- Nil).

30.1.3 Other receivables

A significant component of other receivables of the Company comprises of deposits placed with suppliers in securing their services, with whom the Company regularly transacts with and have dues outstanding against.

30.1.4 Fair value through profit or loss financial assets - investment in unit trusts

The Company has invested in following unit trust;

Name of the fund	Fund category	Fund's investment instruments
Guardian Acuity Money Market Fund	Money market fund	Fixed income securities with in the maturity period less than 365 days

Guardian Acuity Asset Management Limited, a joint venture company of Ceylon Guardian Investment Trust PLC and Acuity Partners Limited is the Investment Manager of the unit trust funds that the Company has invested in. The Company continuously monitors the performance, asset allocation, credit quality and maturity profiles of these funds in order to assess and mitigate the credit risk.

30.1.5 Cash and cash equivalents

The Company held cash and cash equivalents of Rs. 13.4 mn as at 31st March 2018 (2017: Rs.5.9 mn), which represents its maximum credit exposure on these assets. The cash and cash equivalents are held with the bank and financial institution counterparties, which are rated AA(lka), based on Fitch Ratings.

Investments in Government securities primarily comprises of short term repo investments, extending to a period less than 3 months.

As at 31st March	2018	2017
Cash at bank and in hand	13,382	5,891
	13,382	5,891

(All figures are in Sri Lankan Rupees thousands)

30.2 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are to be settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company monitors the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables. This excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

In addition, the Company has unutilised overdraft facility of Rs. 50 mn as at 31st March 2018 and has access to short-term financing facilities extended from the parent company, Equity One Limited and its parent company, Carson Cumberbatch PLC if required.

30.2.1 The following are the remaining contractual maturities at the end of the reporting period.

As at 31st March 2018	Carrying amount	Contractual cash flows			
		Total	3 months or less	4-12 months	More than 1 year
Non-derivative financial liabilities					
Refundable rental deposits	44,199	47,890	-	42,843	5,047
Trade payables	43	43	43	-	-
Other payables	8,446	8,446	8,446	-	-
	52,688	56,379	8,489	42,843	5,047

As at 31st March 2017	Carrying amount	Contractual cash flows			
		Total	3 months or less	4-12 months	More than 1 year
Non-derivative financial liabilities					
Refundable rental deposits	38,494	43,681	-	3,789	39,892
Trade payables	203	203	203	-	-
Other payables	4,378	4,378	4,378	-	-
	43,075	48,262	4,581	3,789	39,892

The gross amounts disclosed in the above table represent the contractual undiscounted cash out flows relating to non-derivative financial liabilities and which are usually not expected to close out before contractual maturity.

30.2.2 Management of liquidity risk

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company maintains a portion of its' assets in highly liquid form - demand deposits, placements in government securities and investments in fixed income units trusts in order to meet its contractual obligations during the normal course of its operations. As at the reporting date, the Company maintains " cash and cash equivalents" amounting to Rs. 13.4 mn (2017 - Rs 5.9 mn).

The Company is of the view that the liabilities arise on the Refundable Rental Deposits due to the expiration of the rent agreements in the forthcoming financial year, will be renewed by the respective tenants for a further tenure. Typically, the rent agreements of the Company are entered in to a period of two years with renewal clauses. In addition, the Company has short-term financing facility in place amounting to Rs. 50 mn from Commercial bank, if required.

30.3 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. .

30.4 Accounting classifications and fair values

Financial instruments are measured either at fair value or amortised cost. The Accounting Policies in notes to the financial statements describe how the classes of financial instruments are measured, and how the relevant income and expenses, including fair value gains and losses, are recognized. The following table analyses the fair value of financial instruments together with the carrying amounts shown in the statement of financial position.

30.5 Fair values vs. carrying amounts

As at 31st March 2018	Fair value through profit or loss	Held to maturity	Loans and receivables	Available for sale	Other financial liabilities	Total carrying amount	Fair value
Cash and cash equivalents	-	-	13,382	-	-	13,382	13,382
Fair value through profit or loss financial assets	25,946	-	-	-	-	25,946	25,946
Trade and other receivables	-	-	13,488	-	-	13,488	13,488
	25,946	-	26,870	-	-	52,816	52,816
Refundable rental and other deposits					44,199	44,199	44,199
Trade and other payables					8,489	8,489	8,489
	-	-	-	-	52,688	52,688	52,688

As at 31st March 2017	Fair value through profit or loss	Held to maturity	Loans and receivables	Available for sale	Other financial liabilities	Total carrying amount	Fair value
Cash and cash equivalents	-	-	5,891	-	-	5,891	5,891
Trade and other receivables	-	-	19,580	-	-	19,580	19,580
	-	-	25,471	-	-	25,471	25,471
Refundable rental and other deposits	-	-	-	-	38,494	38,494	38,494
Trade and other payables	-	-	-	-	4,581	4,581	4,581
	-	-	-	-	43,075	43,075	43,075

31 Related party transactions

The Company carried out transactions in the ordinary course of its business with parties who are defined as related parties in Sri Lanka Accounting Standard (LKAS 24) "Related party disclosures", the details of which are reported below.

31.1 Parent and ultimate controlling entity

Equity One Limited is the immediate parent company of Equity Two PLC. In the opinion of the Directors, Carson Cumberbatch PLC is the Parent Company of Equity One Limited and Bukit Darah PLC is the Ultimate Parent and Controlling entity of Equity One Limited.

31.2 Transactions with Key Management Personnel (KMP)

According to Sri Lanka Accounting Standard (LKAS 24) - "Related party disclosures", Key Management Personnel (KMP) are those having authority and responsibility for planning and controlling the activities of the entity directly or indirectly. Accordingly, the Directors of the Company, (including executive and non-executive directors) have been classified as Key Management Personnel of the Company.

(All figures are in Sri Lankan Rupees thousands)

	For the year ended 31st March	2018	2017
31.2.1	*Key management personnel compensation*		
	Short-term employee benefits / fees	450	450
	Post-employment benefits	-	-
	Termination benefits	-	-
	Other long-term benefits	-	-
		450	450

No transactions have taken place during the year , except as disclosed above, between the Company and its KMP.

31.3 Other related party transactions

31.3.1 Transactions with other related parties / companies

Name and the nature of the relationship	Name/s of the common Director/s	Nature of the transactions	Value of the transactions 2018	2017
Parent company				
Equity One Limited	D. C. R. Gunawardena K. C. N. Fernando	Settlements on short term advances obtained	-	16,654
	A. P. Weeratunge E. H. Wijenaike	Interest on short-term advances obtained	-	797
	P. D. D. Fernando	Dividend paid	55,753	39,647
Fellow subsidiaries				
Carsons Management Services (Private) Limited (CMSL)	K. C. N. Fernando A. P. Weeratunge	Support service fees paid	4,108	3,980
		Secretarial fees paid	453	411
		Computer fees paid	184	184
		Rental income received	14,978	14,978
		Parking fees received	440	540
Guardian Fund Management Limited	A. P. Weeratunge	Rental income received	5,693	5,693
		Parking fees received	120	180

- Rent charged from related companies are based on the rent agreements signed between the companies.
- Support service fees and other expenses charged are based on the respective services provided by CMSL as per the service agreements signed between the companies.
- Short - term advances from related companies have been paid interest at AWPLR+1%

31.3. 2 Transactions, Arrangements and Agreements involving KMP and their close family members (CFM)

CFM of a KMP are those family members who are expected to influence, or be influenced by, that individual in their dealings with the entity. They may include;

(a) the individual's domestic partner and children;

(b) children of the individual's domestic partner; and

(c) dependents of the individual or the individual's domestic partner's CFM are related parties to the entity.
There were no transactions with CFM during the year.

32. Events after the reporting date.

Subsequent to the reporting period, no circumstances have arisen which would require adjustments to or disclosures in the financial statements.

33. Comparative figures

Previous period's figures and phrases have been re-arranged wherever necessary to conform to the current period's presentation.

34. Director's responsibility

The Board of Directors is responsible for the preparation and presentation of the Financial Statements. This is more fully described under the relevant clause in the Directors' Report.

Five Year Summary

(All figures are in Sri Lankan Rupees Thousand)

For the year ended / as at 31st March		2018	2017	2016	2015	2014
Trading results						
Revenue		135,969	118,907	105,286	94,516	60,687
Profit before taxation		316,799	78,605	193,925	161,476	107,112
Income tax expense		(183,951)	(21,979)	(20,185)	(9,971)	(28,439)
Profit for the year		132,848	56,626	173,740	151,505	78,673
Other comprehensive income /(expense) for the year		(81)	204	(42)	(27)	64
Total comprehensive income for the year		132,767	56,830	173,698	151,478	78,737
Stated capital and reserves						
Stated capital		444,092	444,092	444,092	444,092	444,092
Reserves		619,203	556,129	548,899	381,518	230,040
Shareholders' funds		1,063,295	1,000,221	992,991	825,610	674,132
Assets employed						
Investment properties		1,355,490	1,145,466	1,145,356	1,016,448	906,485
Non-current assets		1,355,490	1,145,466	1,145,356	1,016,448	906,485
Current assets		53,071	25,726	24,394	33,200	17,810
Current liabilities		(31,915)	(20,424)	(44,767)	(113,228)	(151,316)
Net current assets / liabilities		21,156	5,302	(20,373)	(80,028)	(133,506)
Assets employed		1,376,646	1,150,768	1,124,983	936,420	772,979
Non-current liabilities		(313,351)	(150,547)	(131,992)	(110,810)	(98,847)
Net assets		1,063,295	1,000,221	992,991	825,610	674,132
Ratios and statistics						
Dividend per share*	(Rs.)	2.25	1.40	0.20	0.20	-
Dividend yield	(%)	3.14	2.35	0.31	0.33	-
Dividend payout	(%)	52.45	76.50	3.57	4.09	-
Return on shareholders' funds	(%)	12.49	5.66	17.50	18.35	11.67
Earnings per share	(Rs.)	4.29	1.83	5.60	4.89	2.54
Earnings yield	(%)	5.98	3.07	8.62	8.07	8.70
P/E ratio	(times)	16.71	32.62	11.61	12.39	11.50
Market price per share **	(Rs.)	71.70	59.70	65.00	60.60	29.20
Net assets per share	(Rs.)	34.30	32.27	32.03	26.63	21.75
Current ratio	(times)	1.66	1.26	0.54	0.29	0.12
Market capitalization	(Rs.'000)	2,222,700	1,850,700	2,015,000	1,878,600	905,200

* Based on proposed / interim dividends
** As at 31st March.

Statement of Value Added

(All figures are in Sri Lankan Rupees Thousand)

For the year ended 31st March	2018		2017	
Revenue	135,969		118,907	
Other income	5,004		1,538	
Finance Income	4,611		923	
	145,584		121,368	
Cost of materials and services bought from outside	(15,623)		(24,367)	
Value added	129,961		97,001	
Distributed as follows:		%		%
To employees				
as remuneration	19,312	15	15,611	16
To government				
as taxation*	27,207	21	11,956	12
To providers of capital				
as dividend**	69,750	54	49,600	51
Retained in the business				
as deferred taxation	156,744	120	10,023	10
as unwinding of discount	3,540	3	2,785	3
as retained profits/(loss) net of provisions, fair value adjustment and dividends	(146,592)	(113)	7,026	7
	129,961	100	97,001	100

The Statement of value added shows the quantum of wealth generated by the activities of the Company and its applications.

* Excluding Value Added Tax (VAT).

** Based on Dividends Paid

Information to Shareholders and Investors

1 **Stock Exchange Listing**

Equity Two PLC is a Public Quoted Company, the issued ordinary shares of which are listed on the Diri Savi Board of the Colombo Stock Exchange of Sri Lanka.

The Stock Exchange code for Equity Two PLC shares is "ETWO".

2 **Shareholder base**

As at 31st March	2018	2017
Number of Shareholders	1,964	2,000

3 **Distribution and Composition of Shareholders**

The number of shares held by Non-Residents as at 31st March 2018 was 124,382 (2017 - 124,382) which amounts to 0.40% (2017 - 0.40%) of the total number of ordinary shares.

Distribution of Shares	Residents			Non - Residents			Total		
	No. of Members	No. of Shares	%	No. of Members	No. of Shares	%	No. of Members	No. of Shares	%
1-1,000	1,836	269,156	0.87	8	2,802	0.01	1,844	271,958	0.88
1001-10,000	97	316,686	1.02	1	5,000	0.02	98	321,686	1.04
10,001-100,000	17	389,609	1.26	2	116,580	0.38	19	506,189	1.63
100,001-1,000,000	1	100,037	0.32	-	-	-	1	100,037	0.32
Above 1,000,000	2	29,800,130	96.13	-	-	-	2	29,800,130	96.13
Grand Total	**1,953**	**30,875,618**	**99.60**	**11**	**124,382**	**0.40**	**1,964**	**31,000,000**	**100.00**

4

Categories of Shareholders	2018		
	No. of Shareholders	No. of Shares	%
Individuals	1,925	1,024,765	3.31
Institutions	39	29,975,235	96.69
Total	1,964	31,000,000	100.00

5 **Public holding**

The Company is in compliance with the Minimum Public Holding requirements for Companies listed on the Diri Savi Board as per Rule 7.13.1 (b) of the Listing Rules of the Colombo Stock Exchange, under Option 2, i.e. Float-Adjusted Market Capitalization of less than Rs.1 Billion with 200 Public Shareholders and a Public Holding percentage of 10%.

The Company's Public Holding as at 31st March 2018

Market Capitalization of the Public Holding	Rs.248.33 Million
Percentage of ordinary shares held by the public	11.17%
Number of Public Shareholders	1,961

6 **Dividends**

A First Interim Dividend of Rs.2/25 per ordinary share for the year ended 31st March 2018 was paid to the Shareholders on 23rd March 2018.

7 Market performance - Ordinary shares

For the year ended 31st March	2018	2017
As at 31st March (Rs.)	71.70	59.70
Highest (Rs.)	77.80	75.00
Lowest (Rs.)	38.00	42.10
Value of shares traded (Rs.)	7,888,034	5,291,855
No. of shares traded	147,935	90,863
Volume of transactions (Nos.)	194	200

8 Market capitalisation

Market capitalisation of the Company which is the number of ordinary shares in issue multiplied by the market value of an ordinary share was Rs. 2,222,700,000 as at 31st March , 2018 (2017 - Rs. 1,850,700,000/-).

9 Value of the properties - Land and building

Location	Extent (in hectares)	Number of Buildings	Market value 2018 Rs. '000	Date of professional valuation
No. 61, Janadhipathi Mawatha, Colombo 01	0.072	01	486,747	March 2018
No. 55, Janadhipathi Mawatha Colombo 01	0.146	01	868,743	March 2018

10 Number of employees

The number of employees of the Company at the end of the year was 6 (2017 - 5).

Notice of Meeting

NOTICE IS HEREBY GIVEN that the TWENTY EIGHTH Annual General Meeting of **EQUITY TWO PLC** will be held on Friday, 15th June 2018 at 11.00 a.m. at the 8th Floor, No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka for the following purposes:

1. To consider the Annual Report of the Board of Directors including the financial statements of the Company for the financial year ended 31st March 2018 together with the Report of the Auditors thereon.

2. To re-elect Mr. D. C. R. Gunawardena, who retires by rotation in terms of Articles 72, 73 and 74 of the Articles of Association of the Company.

3. To re-appoint Mr. P. D. D. Fernando as a Director of the Company who is over seventy years of age and to consider and if deemed fit to pass the following resolution;

   "IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act, No. 07 of 2007 shall not be applicable to Mr. P. D. D. Fernando who is 75 years of age and that he be re-appointed as a Director of the Company from the conclusion of the Annual General Meeting for a further period of one year."

4. To re-appoint Mr. K. C. N. Fernando as a Director of the Company who is over seventy years of age and to consider and if deemed fit to pass the following resolution;

   "IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act, No. 07 of 2007 shall not be applicable to Mr. K. C. N. Fernando who is 71 years of age and that he be re-appointed as a Director of the Company from the conclusion of the Annual General Meeting for a further period of one year."

5. To re-appoint Messrs. KPMG, Chartered Accountants as Auditors of the Company as set out in Section 154 (1) of the Companies Act, No.07 of 2007 and to authorize the Directors to determine their remuneration.

By Order of the Board

(Sgd.)
K. D. De Silva (Mrs)
Director

Carsons Management Services (Private) Limited
Secretaries

Colombo
14th May 2018

Notes

1. A Shareholder is entitled to appoint a proxy to attend and vote instead of him/her. A proxy need not be a Shareholder of the Company. A Form of Proxy accompanies this notice.
2. The completed Form of Proxy must be deposited at the Registered Office, No.61, Janadhipathi Mawatha, Colombo 1, Sri Lanka not later than 4.45 p.m. on 13th June 2018.
3. A person representing a Corporation is required to carry a certified copy of the resolution authorising him/her to act as the representative of the Corporation. A representative need not be a member.
4. The transfer books of the Company will remain open.
5. Security Check

   We shall be obliged if the shareholders/proxies attending the Annual General Meeting, produce their National Identity Card to the security personnel stationed at the entrance lobby.

Form of Proxy

* I/We ....

of ....

being *a Shareholder/Shareholders of **EQUITY TWO PLC**

hereby appoint ....

of ....

bearing NIC No./ Passport No. ....or failing him/her.

Don Chandima Rajakaruna Gunawardena	or failing him,
Kurukulasuriya Calisanctus Nalake Fernando	or failing him,
Ajith Prashantha Weeratunge	or failing him,
Eranjith Harendra Wijenaike	or failing him,
Panthiage Donald Dunstan Fernando	

As *my/our proxy to attend at the Twenty Eighth Annual General Meeting of the Company to be held on Friday, 15th June 2018 at 11.00 a.m. at the 8th Floor, No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka and any adjournment thereof and at every poll which may be taken in consequence thereof.

		For	**Against**
1.	To re-elect Mr. D. C. R. Gunawardena who retires by rotation in terms of Articles 72, 73 and 74 of the Articles of Association of the Company.		
2.	To re-appoint Mr. P. D. D. Fernando who is over seventy years of age as a Director of the Company.		
3.	To re-appoint Mr. K. C. N. Fernando who is over seventy years of age as a Director of the Company.		
4.	To re-appoint Messrs. KPMG, Chartered Accountants as Auditors of the Company as set out in Section 154 (1) of the Companies Act, No. 07 of 2007 and to authorise the Directors to determine their remuneration.		

Signed this ……..… day of ……………………………….Two Thousand and Eighteen.

……………………………………….
Signature/s

Notes

1. * Please delete the inappropriate words.
2. A Shareholder entitled to attend and vote at a General Meeting of the Company, is entitled to appoint a proxy to attend and vote instead of him/her and the proxy need not be a Shareholder of the Company.
   A proxy so appointed shall have the right to vote on a show of hands or on a poll and to speak at the General Meeting of the Shareholders.
3. A Shareholder is not entitled to appoint more than one proxy to attend on the same occasion.
4. Instructions are noted on the reverse hereof.

INSTRUCTIONS AS TO COMPLETION

1. Kindly perfect the Form of Proxy after filling in legibly your full name and address, and sign in the space provided. Please fill in the date of signature.

2. If you wish to appoint a person other than the Directors as your proxy, please insert the relevant details in the space provided overleaf.

3. In terms of Article 54 of the Articles of Association of the Company:

   (i) Any Shareholder entitled to attend and vote at a meeting shall be entitled to appoint another person (whether a Shareholder or not) as his proxy to attend and vote instead of him. A proxy so appointed shall have the same right as the Shareholder to vote on a show of hands or on a poll and to speak at the meeting.

   (ii) The instrument appointing a proxy shall be in writing and:

      a) in the case of an individual shall be signed by the appointor or by his attorney; and

      b) in the case of a Corporation shall be either under its common seal or signed by its attorney or by an authorised officer on behalf of the Corporation.

4. In terms of Article 50 of the Articles of Association of the Company:

   Where there are joint-holders of any share any one (01) of such persons may vote and be reckoned in a quorum at any meeting either personally or by Proxy as if he were solely entitled thereto and if more than one (01) of such joint-holders be so present at any meeting one (01) of such persons so present whose name stands first in the register in respect of such share shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased Shareholder in whose name any share stands shall for the purpose of this Article be deemed joint holders thereof.

5. To be valid the completed Form of Proxy should be deposited at the Registered Office of the Company situated at No. 61, Janadhipathi Mawatha, Colombo 1, Sri Lanka not later than 4.45 p.m. on 13th June 2018.

Please fill in the following details:

Name	:	....
Address	:	....
		....
Jointly with		....
Share folio No.	:	....

Corporate Information

Name of the Company	Equity Two PLC (A Carson Cumberbatch Company)
Company Registration No.	PQ 34
Legal Form	A Public Quoted Company with Limited Liability incorporated in Sri Lanka in 1990 Official listing of the Colombo Stock Exchange was obtained in November 1994
Parent and Controlling Entity	Equity One Limited is the immediate Parent Company of Equity Two PLC. In the opinion of the Directors, Carson Cumberbatch PLC is the Parent Company of Equity One Limited and Bukit Darah PLC is the Ultimate Parent and Controlling Entity of Equity One Limited
Directors	Mr. D.C.R. Gunawardena (Chairman) Mr. K.C.N. Fernando Mr. A.P. Weeratunge Mr. E.H. Wijenaike Mr. P. D. D. Fernando
Place of Business	61, Janadhipathi Mawatha, Colombo 01, Sri Lanka. Tel : +94 11 2039 200 Fax: +94 11 2039 300
Bankers	Standard Chartered Bank Commercial Bank of Ceylon PLC Deutsche Bank AG.
Auditors	Messrs. KPMG Chartered Accountants No.32A, Sir Mohamed Macan Marker Mawatha, Colombo 03, Sri Lanka. Tel: +94 11 5426 426 Fax:+94 11 2445 872
Managers & Secretaries	Carsons Management Services (Private) Limited 61, Janadhipathi Mawatha, Colombo 01, Sri Lanka. Tel : +94 11 2039 200 Fax: +94 11 2039 300
Registered Office	61, Janadhipathi Mawatha, Colombo 01, Sri Lanka. Tel : +94 11 2039 200 Fax: +94 11 2039 300
Corporate Website	www.carsoncumberbatch.com

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