

Notice of Meeting

NOTICE is hereby given that the 32nd Annual General Meeting of **EQUITY TWO PLC** will be held on **Wednesday, 29th June 2022** at 2.00 p.m. at the 8th Floor of No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka by means of audio or audio and visual technology 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 2022, together with the Report of the Auditors thereon.
2. To re-elect Mr. E. H. Wijenaik, 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 79 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 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."

5. To re-appoint Mr. D. C. R. Gunawardena 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. D. C. R. Gunawardena 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."

6. 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

03rd June 2022

NOTES:

1. This Notice and the submission of the Form of Proxy should be read in conjunction with the **'Procedure to be followed at the Annual General Meeting of the Company scheduled for 29th June 2022'**, which is enclosed with the Annual Report.
2. The Annual Report 2021/22 and the Notice convening the Annual General Meeting (AGM), together with the Procedure to be followed at the AGM will be posted to the Shareholders, provided that the postal department is in operation at the time of posting the said documents. In the event restrictions are imposed to control the COVID-19 pandemic and the postal operations being curtailed at the time of posting, the Notice convening the AGM will be published in one issue of a daily newspaper/e-newspaper in Sinhala, English and Tamil languages.

The documents will also be made available on the Colombo Stock Exchange website www.cse.lk and on the Group's website www.carsoncumberbatch.com and you may access same directly through the URL link http://www.carsoncumberbatch.com/investor_information/annual_reports_2021_2022/eq2-annual-report-2021-22.pdf

3. As permitted by Article 43(b) of the Articles of Association of the Company, the Board of Directors decided on 3rd June 2022 to convene the AGM of the Company through an "audio-visual" technology in view of protecting public health and safety.
4. Shareholders who wish to participate at the AGM through the online platform are kindly requested to complete and forward the "Registration Form (Annexure 1)" as morefully explained in the said "Procedure to be followed at the Annual General Meeting of the Company scheduled for 29th June 2022" enclosed with the Annual Report.
5. A member is entitled to appoint a proxy to attend and vote instead of him/herself. A proxy need not be a member of the Company. A Form of Proxy accompanies this Notice.
6. The completed **Form of Proxy** and **Registration Form (Annexure 1)**, as relevant, must be submitted to the Company not **later than 4.45 p.m. on 27th June 2022.**
 - via email to ETWOAGM2022@carcumb.com, or
 - via WhatsApp or Viber to mobile no. +94 764 765 463 or +94 712 791 246, or
 - by hand or post to the registered office of the Company, No. 61, Janadhipathi Mawatha, Colombo 1.
7. A person representing a Corporation is required to submit a certified copy of the resolution authorizing him/her to act as the representative of the Corporation. A representative need not be a member.
8. The transfer books of the Company will remain open.

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,
Eranjith Harendra Wijenaik	or failing him,
Ajith Prashantha Weeratunge	or failing him,
Panthiagi Donald Dunstan Fernando	or failing him,
Sivanandan Marimuthu	

as *my/our proxy to attend at the 32nd Annual General Meeting of **EQUITY TWO PLC** to be held on Wednesday, 29th June 2022 at 2.00 p.m. at the 8th Floor of No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka by means of audio or audio and visual technology and any adjournment thereof and at every poll which may be taken in consequence thereof.

	For	Against
1. To re-elect Mr. E. H. Wijenaik who retires by rotation in terms of Articles 72, 73 and 74 of the Articles of Association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-appoint Mr. P. D. D. Fernando who is over seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-appoint Mr. K. C. N. Fernando who is over seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Mr. D. C. R. Gunawardena who is over seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
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.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this day ofTwo Thousand and Twenty Two.

.....
Signature/s

NOTES

- *Please delete the inappropriate words.
- 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.
- A Shareholder is not entitled to appoint more than one proxy to attend on the same occasion.
- 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** together with the **Registration Form (Annexure 1)** should be submitted to the Company **not later than 4.45 p.m. on 27th June 2022**,
 - via email to **ETWOAGM2022@carcumb.com** or
 - via WhatsApp or Viber to mobile no. +94 764 765 463 or +94 712 791 246, or
 - by hand or post to the registered office of the Company, No. 61, Janadhipathi Mawatha, Colombo 1.
6. Shareholders who are unable to participate at the meeting through the online meeting platform (i.e. Zoom platform) may appoint a proxy as his/her/its proxy by forwarding the duly completed Form of Proxy **not later than 4.45 p.m. on 27th June 2022**, clearly indicating their vote under each matter set out in the Form of Proxy as per the instructions set out in the **'Procedure to be followed at the Annual General Meeting of the Company scheduled for 29th June 2022'**, attached with this Notice.
7. Shareholders could also appoint a member of the Board to act as their proxy if they so choose. The Shareholders who wish to appoint a Director as his/her/its proxy must forward the duly completed **Form of Proxy** clearly indicating their vote under each matter set out in the Form of Proxy and forward same together with the **Registration Form (Annexure 1)**, attached herewith to the Company.

Please fill in the following details:

Name & contact no. of Shareholder :

CDS Account No. / Folio No. :

Name & contact no. of Proxyholder :

NIC No. of the Proxyholder :

EQUITY TWO PLC - PQ 34

NOTE TO SHAREHOLDERS

Dear Sir/Madam,

CIRCULATION OF ANNUAL REPORT 2021/22 TO SHAREHOLDERS

As permitted by Rule 7.5 of the Listing Rules of the Colombo Stock Exchange, your Company has decided to make available its Annual Report for 2021/22 on the Group Corporate website www.carsoncumberbatch.com.

The Annual Report 2021/22 may be accessed through the following URL link The documents will also be made available on the Colombo Stock Exchange website www.cse.lk and on the Group's website www.carsoncumberbatch.com and you may access same directly through the URL link http://www.carsoncumberbatch.com/investor_information/annual_reports_2021_2022/eq2-annual-report-2021-22.pdf

However, as required by the said Listing Rule 7.5 we shall:

1. Provide you with a printed copy of the Annual Report **within eight (08) Market Days** from the date of receipt of a written request. For this purpose a Request Form is attached to this Note to Shareholders for completion and return if you require a printed copy of the Annual Report.

You are required to forward the Request Form on or before **06th August 2022** to the following address:

Carsons Management Services (Private) Limited
Secretaries to Equity Two PLC
No.61, Janadhipathi Mawatha,
Colombo 1

or email same to the attention of Manel Dias / Nilushi Wijesinghe to maneld@carcumb.com / nilushiw@carcumb.com

2. Designate the following persons to attend to your requests for printed copies. You may contact them any time between 9.00 a.m. to 4.30 p.m. on any working day [Monday to Friday]:

Name and Designation of the persons	: Manel Dias – Departmental Administrative Secretary / : Nilushi Wijesinghe - Secretarial Executive
Contact telephone No's	: Direct No. +94 11 2039273 / +94 11 2039277 : Mobile Nos. +94 764 765 463 / +94 712 791 246 : General No. +94 11 2039200
Contact email addresses	: maneld@carcumb.com / nilushiw@carcumb.com

Please note that email will be used by the Company as a mode of communications with Shareholders in the future and we hereby request you to provide your email address/es to us to facilitate such communication with you through email.

The Notice of Meeting convening the Annual General Meeting (AGM) of the Company, the related Form of Proxy and '**Procedure to be followed at the Annual General Meeting of the Company scheduled for 29th June 2022**' are also enclosed.

Shareholders who are unable to participate at the AGM to be held as a virtual meeting (using audio visual conferencing technology) at the 8th Floor of No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka on **Wednesday, 29th June 2022 at 2.00 p.m.**, may appoint a proxy as his/her/its proxy by forwarding the duly completed Form of Proxy **not later than 4.45 p.m. on 27th June 2022**, clearly indicating their vote under each matter set out in the Form of Proxy as per the instructions set out in the '**Procedure to be followed at the Annual General Meeting of the Company scheduled for 29th June 2022**'; attached herewith.

Shareholders could also appoint a member of the Board of Directors to act as their proxy if they so choose. The Shareholders who wish to appoint a Director as his/her/its proxy must forward the duly completed Form of Proxy clearly indicating their vote under each matter set out in the **Form of Proxy and forward same together with the Registration Form (Annexure 1)**, attached herewith to the Company.

Yours faithfully,
for and on behalf of

EQUITY TWO PLC
Carsons Management Services (Private) Limited
Secretaries

Colombo
03rd June 2022

The report can be accessed online at
<http://www.carsoncumberbatch.com>



FORM OF REQUEST
FOR A PRINTED COPY OF THE ANNUAL REPORT 2021/22 OF
EQUITY TWO PLC

TO: Carsons Management Services (Private) Limited
Secretaries to
Equity Two PLC
No.61, Janadhipathi Mawatha,
Colombo 1,
Sri Lanka.

I would like to receive the printed version of the Annual Report 2021/22 of Equity Two PLC.

SHAREHOLDER DETAILS ;

Full name of Shareholder	
Shareholders NIC/ Passport/ Company Registration No.	
Shareholder's Folio No.	
Contact details	Address:
	Phone No.:
	E-mail address:

.....
Signature

.....
Date

Notes:

1. Please complete the Form of Request by filling in legibly the required information, sign in the space provided and fill in the date of signature.
2. Please forward the completed Form of Request to the Company Secretary at the address given above, to reach us **on or before 06th August 2022.**
3. If you have any query regarding this Form of Request please contact us on +94 11 2039273/ +94 11 2039277 / +94 764 765 463 / +94 712 791 246 or via email maneld@carcumb.com / nilushiw@carcumb.com