Contents

Chairman's Statement

Dear Shareholder,

On behalf of the Board of Directors of Equity Two PLC, it is with great pleasure that I welcome you to the 26th Annual General Meeting of the Company. The Annual Report and Audited Financial Statements of Equity Two PLC for the year ended 31st March 2016 are presented herewith.

For the year 2015, Sri Lanka recorded a real GDP growth of 4.8% against 4.9% in the previous fiscal period, maintaining momentum overall. In spite of a somewhat unpredictable policy environment, two of the fundamental Macro factors related to Real Estate & Property; Interest rates and inflation remained single digit during the year to the benefit of sector participants.

Considering the expansion of the country's economy and the opportunities it has presented for the public to seek better quality of life, the requirement for higher quality Residential, Commercial and Administrative establishments has gained more prominence over time. In response, the Real Estate & Property sector of Sri Lanka has also evolved to offer diverse development options catering to different clientele. Provided that Sri Lanka remains on track where its growth trajectory is concerned, prospects for the sector appear bright with the likes of ground breaking projects such as the Western Region Megapolis development and revived port city plans in the pipeline.

The concept of 'Megapolis' in particular was the subject of discussion in many a forums throughout the year given its scale and value adding potential to the economy. Packaged as a series of projects, prioritised as short, medium and long term, the plan includes development of; a high rise business district, logistics hub and housing units etc. If executed as scheduled the project holds significant development potential for the Western region, with improved infrastructure, efficient transportation/logistics systems and integrated spaces, which in turn could have a positive impact on property valuations and set new precedents for quality of construction.

Driven by the vision to position Sri Lanka as a leisure and business destination within the region, the Port city expansion focusses on creating a central business district as an extension to Colombo, leading to 'a city within a city'. Provided it is implemented as planned, the project is likely to enhance opportunities in trade, business and tourism, which in turn would benefit our economy. Given that the companies' properties are located in close vicinity to the area demarcated for this Port City, it will be interesting to monitor the effect it will have on surrounding property valuations and our business.

I'm pleased to note that overall Equity Two PLC occupancy improved to an average of 85% during the year, compared to 77% in the corresponding twelve months. Fuelled by this increase and rent revisions, the company posted year-on-year Revenue growth of 11.4%, to reach Rs. 105.3 Mn for the period under review.

Total investment property value for the year concluded was assessed at Rs. 1.1 Bn, up by Rs. 128.9 Mn relative to that of financial year 14/15, mainly stemming from an unrealised gain of Rs. 126.7 Mn on fair valuation of investment property. Including this gain, Equity Two PLC recorded an overall profit of Rs. 173.7 Mn for the year under review, against Rs. 151.5 Mn reported in the previous financial year.

Considering the repayment of loans obtained for capital expenditure and earning of the company adjusted for investment property gains, the Board of Directors of Equity Two PLC recommends a first and final dividend of 20 cents per share for the year ended 31st March 2016, subject to shareholder approval at the forthcoming Annual General Meeting.

We certainly appreciate efforts taken by the authorities to re-open Janadhipathi Mawatha for public use. However, restricted access to properties via this road way is still a matter of concern as it deprives us from providing the best possible service to our valued tenants and is a dampener to our value potential.

Whilst thanking our valued shareholders for the confidence they have placed in the company, I would like to take this opportunity to extend my sincere gratitude to all business associates, financiers, regulatory authorities and stakeholders who worked with us during the year and have given their fullest support and co-operation. I place on record my appreciation to the members of the Audit Committee, Remuneration Committee, Nomination Committee and the newly appointed Related Party Transactions Review Committee for their guidance and my colleagues on the Board for their valuable inputs. Last but not least, I would like to thank the members of the staff who have worked tirelessly throughout the year.

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

12th May 2016
Colombo

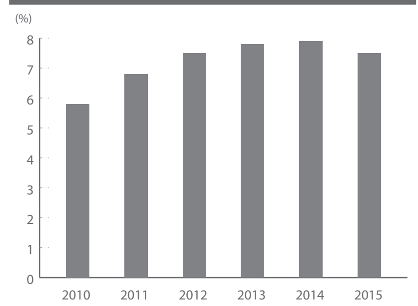
Business Review

MACRO OVERVIEW

Sri Lanka reported a GDP of USD 82.3 Bn for the year 2015, reflecting a real growth of 4.8% in par with the 4.9% recorded in 2014. Despite the sense of uncertainty that prevailed with regard to overall policy direction, interest rates and inflation remained single digit during the year, contributing positively towards the economy. Inflation even entered negative territory for a brief period in 2015, as a result of subdued commodity prices. Considering the 50 basis points increase in policy rates announced by the Central Bank of Sri Lanka in early 2016, interest rates indicate an upward trend going forward.

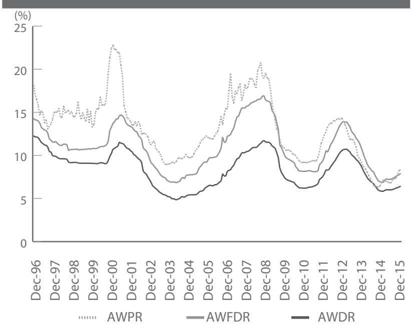
Although Sri Lanka's Real Estate & Property segment has accomplished admirable progress over the recent years, areas for development still remain. To begin with, the divergence between urban property prices and average income has grown further apart, making property ownership a difficult task especially for the low and middle income urban population. The issue has been compounded by the fact that borrowing rates are still relatively high in comparison to developed nations, resulting in high mortgage costs per month. Rising construction cost has been a significant contributory factor towards higher property prices.

CONSTRUCTION SECTOR CONTRIBUTION TO GROSS VALUE ADDED (BASED ON CONSTANT PRICES)



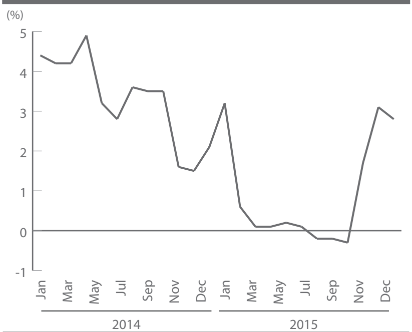
Source : Central Bank Annual Reports

COMMERCIAL BANKS, LENDING AND DEPOSIT RATES



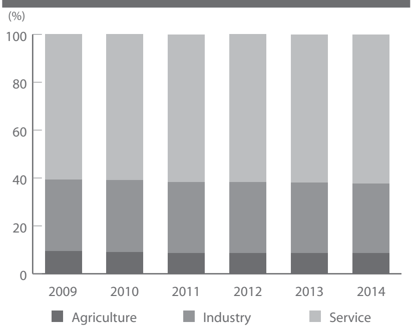
Source : Central Bank of Sri Lanka

INFLATION (YOY CHANGE IN CCPI)



Source : Department of Census & Statistics

COMPOSITION OF REAL GDP BY SECTOR



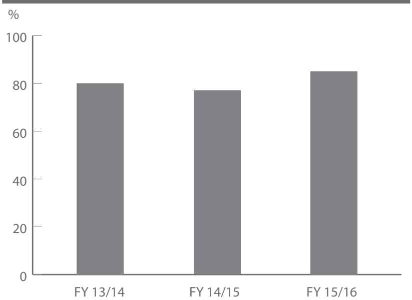
Source : Central Bank Annual Reports

Business Review

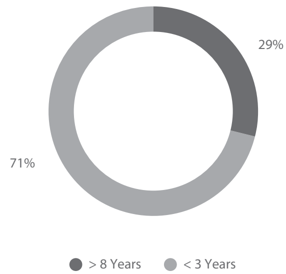
OUR BUSINESS

Overall occupancy at Equity Two PLC stood at 85% for the period under review, reflecting an improvement of 8% against that of financial year 14/15. Restricted ability to offer parking facilities to tenants is a key challenge faced by the business, preventing the Company from reaching full occupancy. Due to the iron fence barricading the properties alongside Janadhipathi Mawatha, not only did Equity Two PLC lose access via main entrance to its buildings , but also lost a considerable area of parking space. This has considerably affected 'rentability' of the company's properties. In reflection of the prevailing markets prices, as at 31st March 2016, the company's investment properties were valued at a total of Rs. 1.1 Bn based on a professional valuation carried out as at year end, showing an appreciation of 12.7% against the corresponding financial year.

AVERAGE OCCUPANCY



TENANT AGE PROFILE (FY 15/16)



BUSINESS REVIEW

Equity Two PLC concluded the year recording Revenue of Rs. 105.3 Mn. In comparison to the corresponding twelve months, this was an increase of 11.4% driven by increased occupancy and rent revisions.

The aforementioned appreciation of the company's investment property values resulted in a fair value gain of Rs. 126.7 Mn for the period under review.

Administrative & other operating expenses and deferred tax charges have increased by 54.8% and 86.0% respectively during the twelve months ended 31st March 2016. This hike in administrative overheads was mainly fuelled by professional fees incurred with regard to a property management audit carried out by International property consultancy firm, *Jones Lang LaSalle* to assess functionality of machinery, review maintenance and safety practices and to ensure overall service quality to tenants. Appreciation of investment property, related to buildings, was the reason for higher deferred tax charge for the period under review.

Accordingly, the company reported an overall profit before tax of Rs. 193.9 Mn, depicting growth of 20.1% against the previous financial year. Excluding the gain from change in fair value of investment property, the profit before tax stood at Rs. 67.3 Mn, which is an increase of 10.1% against the Rs. 61.09 Mn on the same terms recorded in FY 14/15.

Equity Two PLC concluded the year with Net profit of Rs. 173.8 Mn. Compared to FY 14/15, this was an increase of 14.7% year-on-year.

In light of the envisaged developments expected to take place in Sri Lanka, the future presents a plethora of opportunities for the country. With two exclusive business addresses, Equity Two PLC is currently well positioned to gain from rise in demand for upscale office space stemming from such growth. However, the lack of entry access to its properties via Janadhipathi Mawatha is a considerable deterrence to the company's ability to realise its full value potential.

Carsons Management Services (Private) Limited

Managers

12th May 2016

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 2016. 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 12th May 2016.

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 05 provides 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 2016 are set out on pages 34 to 69. 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.105.3 mn (2015 – Rs.94.5 mn.) for the year ended 31st March 2016. A detailed 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)	2016	2015
Profit for the year	173,740	151,505
Other comprehensive expense for the year	(42)	(27)
Total comprehensive income for the year	173,698	151,478
Retained earnings as at the beginning of the year	72,082	20,989
Super Gain Tax for the year of assessment 2013/14	(127)	-
adjusted retained earnings as at the beginning of the year	71,955	20,989
Retained earnings before appropriations	245,653	172,467
Forfeited dividends	10	-
Dividends paid	(6,200)	-
Transfer to fair value adjustment reserve	(126,659)	(100,385)
Retained earnings as at the end of the year	112,804	72,082

3.3 Significant accounting policies

The accounting policies adopted in the preparation of these financial statements are given on pages 38 to 49.

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 2016 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 to the value of Rs. 126.7 mn (2015 – Rs.100.4 mn) of the company during the year.

As at the period end, the carrying value of the investment properties of the Company stood at Rs.1145.4 mn (2015 - Rs.1,016.5 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 Lanka Rupees Thousands)	2016	2015
Investment properties	2,249	9,578

3.6 Reserves

As at 31st March 2016, the total reserves of the Company stood at Rs.548.9 mn (2015 - Rs.381.5 mn)

The movements are set out in the Statement of Changes in Equity and in note 21 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 2016 is given in note 13 to the financial statements, on page 50.

5.2 Directors' Interest in Contracts and Shares

Directors' interests in contracts of the Company are disclosed in note 30 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.

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

Directors	No. of shares as at	
	31st March 2016	31st March 2015
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 Directors to retire by rotation

In terms of Articles 72, 73 and 74 of the Articles of Association of the Company, Mr. A. P. Weeratunge retires by rotation and being eligible offers himself for re-election.

6.2 Appointment of Director who is over 70 years of age

Upon the recommendation of the Nomination Committee of the Company and the Board, it is recommended that Mr. P. D. D. Fernando who is over 70 years of age be re-appointed as a Director 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 him.

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 pages 21 to 22 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 12th May

2016, 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 PLC, 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 PLC, 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 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	2/3

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 PLC (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 25 to 26 of this Annual Report.

7.5 Remuneration Committee

The Parent Company of the Company is Equity One PLC (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. I. Paulraj (Chairman)	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
Mr. T. de Zoysa **	Non-Executive/ Independent Director of CCPLC

* *Appointed to the Remuneration Committee with effect from 18th May 2015*

** *Appointed to the Remuneration Committee with effect from 28th July 2015*

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 the Chief Executive Officer, Executive Directors and Non-Executive Directors. Based on the recommendation of the remuneration committee, the Board approves remuneration to the respective Directors.

The Chief Executive Officer, Director-in-charge and 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 meetings.

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

* *Appointed to the Remuneration Committee with effect from 18th May 2015*

** *Appointed to the Remuneration Committee with effect from 28th July 2015*

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 50 of the Annual Report. Executive Directors are not compensated for their role on the Board.

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

7.6 Nomination Committee

The Nomination Committee of Equity One PLC (EQIT), the Parent Company, functions as the Nomination Committee of the Company.

Composition

Nomination Committee Members	Executive / Non-Executive / Independent
Mr. S. Nagendra (Chairman)	Non-Executive/ Independent Director of EQIT
Mr. P. D. D. Fernando	Non-Executive/ Independent Director of EQIT
Mr. D. C. R. Gunawardena	Non-Executive Director of EQIT

Scope and Objective

The primary objective of the Nomination Committee is to lead the process for Board appointments of new Directors to the Board 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 the Chief Executive Officer/ Director-in-Charge 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 under review the Committee had two meetings.

Nomination Committee Members	Meetings Attended (Out of two)
Mr. S. Nagendra (Chairman)	2/2
Mr. P. D. D. Fernando	1/2
Mr. D. C. R. Gunawardena	2/2

7.7 Related Party Transactions Review Committee

The Parent Company of the Company is Equity One PLC (EQIT) and Carson Cumberbatch PLC (CCPLC) in turn is the Parent Company of EQIT. CCPLC formed a 'Related Party Transactions Review Committee' with effect from 1st January 2016.

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 pages 23 to 24 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 the First Related Party Transactions Review Committee Meeting.

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 2016, did not exceed 10% of Equity or 5% of the Total Assets of the Company as at 31st March 2016.

The details of the Related Party Transactions are given in note 30 on page 67 to 68 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 2016.

2. Recurrent Related Party Transactions

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

Name of the Related Party	Relationship	Nature of the Transaction	Aggregate value of Related Party Transactions entered into during the financial year (Rs.)	Aggregate value of Related Party Transactions as a % of Net Revenue	Terms and Conditions of the Related Party Transactions
Carsons Management Services (Private) Limited	Fellow subsidiary	Property rental	13,616,400	13%	Based on rental agreement entered in to on market rates.

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 27 to 31 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.165,000/- (2015 - Rs.156,000/-) was paid to them by the Company as audit fees for the year ended 31st March 2016. 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 page 33 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 2016 was 06 (2015 - 06).

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

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 endeavour 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

Subject to the approval of the Shareholders at the Annual General Meeting, the Board of Directors recommended a First & Final dividend of 20 cents per ordinary share for the year ended 31st March 2016. (2015 - 20 cents per ordinary share).

The dividend payable has not been accounted for until it is approved at the forthcoming Annual General Meeting.

16. SOLVENCY TEST

Taking into account the said distribution, the Directors are 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 confirming same.

17. STATED CAPITAL

The Stated Capital of the Company as at 31st March 2016 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 31 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 2016 are given in note 27 to the financial statements, if any.

22. CORPORATE DONATIONS

There were no donations made during the year ended 31st March 2016 (2015 - Nil).

23. OUTSTANDING LITIGATION

There were no outstanding litigations as at the reporting date.

24. TWENTY MAJOR SHAREHOLDERS

The Parent Company, Equity One PLC holds 88.81% of the total Ordinary Shares in issue of the Company.

	Name of Shareholders	31st March 2016		31st March 2015	
		No. of Shares	%	No. of Shares	%
1	Equity One PLC A/C No.1	27,532,525	88.81	27,532,525	88.81
2	Bank Of Ceylon A/C Ceybank Unit Trust	2,213,530	7.14	2,194,788	7.08
3	Mr. K.C. Vignarajah	95,367	0.31	93,766	0.30
4	Mr. H.W.M. Woodward	61,100	0.20	61,100	0.20
5	Tranz Dominion,L.L.C.	55,480	0.18	55,480	0.18
6	Seylan Bank PLC/Mr.S.N.C.W.M.Bandara Chandrasekera Kandegedara	55,100	0.18	57,200	0.18
7	Mr. I. Paulraj	37,650	0.12	41,000	0.13
8	Mr. L.L. Hettiarachchi	33,804	0.11	33,800	0.11
9	Waldock Mackenzie Ltd/Hi-Line Trading (Pvt) Ltd	28,337	0.09	28,337	0.09
10	Miss C.M. Wickramasekera	25,300	0.08	25,300	0.08
11	Mr. A.A. Noordeen	23,900	0.08	23,900	0.08
12	Merchant Bank of Sri Lanka Limited/Union Investments Ltd.	20,200	0.07	20,200	0.07
13	Mrs. S. Vignarajah	18,278	0.06	18,278	0.06
14	Mr. J.B. Hirdaramani	16,000	0.05	16,000	0.05
15	Mrs. J. Aloysius	15,900	0.05	15,900	0.05

	Name of Shareholders	31st March 2016		31st March 2015	
		No. of Shares	%	No. of Shares	%
16	Mrs. H.I.P. Fernando	15,000	0.05	15,000	0.05
17	Miss. V.K. Ramanayake	15,000	0.05	15,000	0.05
18	Mr. A. Seneviratne Epa	13,000	0.04	13,000	0.04
19	Mr. P.K. Jinadasa	12,200	0.04	12,200	0.04
20	Pan Asia Banking Corporation PLC./ Mr. Ravindra Erle Rambukwelle	12,000	0.04	12,000	0.04

25. SHARE INFORMATION

The details relating to earnings, net assets, market value per share and information on share trading is given on pages 72 and 73 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 12th May 2016. 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 26th Annual General Meeting of the Company will be held on Friday, 17th June 2016 at 2:30 P.M. at the 8th Floor, No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka.

The Notice of the Annual General Meeting, setting out the business which will be transacted thereat is on page 74 of the Annual Report.

Signed on behalf of the Board,

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

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

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

Carsons Management Services (Private) Limited
Secretaries

Colombo
12th May 2016

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 - Equity One PLC and Equity Two PLC. He is also a Director of Carsons Management Services (Private) Limited and in some of the Boards of the Malaysian Plantation Companies of the Carsons Group. He was the Country representative for Sri Lanka with 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 and holds the position of Head of Finance. He is also a Director of Group's Real-estate sector - Equity One PLC & 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 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.

Profiles of the Directors

ERANJITH WIJENAIKE

Eranjith Wijenaike is a Director of Equity Two PLC 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 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 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 Related Party Transactions Review Committee (RPTRC) of Carson Cumberbatch PLC (CCPLC) was constituted on 1st January 2016.

The Parent Company of Equity Two PLC is Equity One PLC (EQIT) and CCPLC in turn is the Parent Company of EQIT. As provided by the Colombo Stock Exchange Listing Rules, the 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

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', 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 all the 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 is 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 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.

Report of the Related Party Transactions Review Committee

The RPTRC in discharging its function has introduced processes and periodic reporting by the relevant entities with a view to ensuring 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). Further, processes have been introduced to obtain annual disclosures from all KMPs so designated.

The Committee held its First Meeting on 9th March 2016 with all Members in attendance. The Related Party Transactions of the Company for the period 1st January 2016 to 31st March 2016 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

12th May 2016

Audit Committee Report

The Parent Company of Equity Two PLC is Equity One PLC (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 04 Meetings during the financial year to discuss matters relating to the Company and the attendance of the Members of the Audit Committee was as follows :

Meetings attended (out of four)	
Mr.Vijaya Malalasekera (Chairman)	04
Mr.Chandima Gunawardena	04
Mr.Faiz Mohideen	04

The Financial Controller-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.

Audit Committee Report

The Committee met the External Auditors, Messrs. KPMG, twice during the year to discuss the audit scope and to deliberate the draft Financial Report and Accounts. The Audit 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 2015/2016 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.

As approved by the Audit Committee, Messrs.KPMG, as part of their regular audit scope has commenced a comprehensive external IT security and process audit covering the entire Carsons Management Services (Private) Limited (Managers to the Company) - IT environment, which extends to the Property Sector, as well.

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.

The draft financial statements of Equity Two PLC for the year ended 31st March 2016 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 2017, 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

12th May 2016

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 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.

The Risk Management Governance Structure includes a reporting framework within the organisation and 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.

ERM Process

Risk Management

Board of Directors	• Responsible for approval of ERM framework • Set risk appetite thresholds • Approve Business Plans • Review Reports - Risk dash board and summary of risk register
Audit Committee	• Considers adequacy of risk management and internal control framework • Reviews risk management reports/Dash Board/Risk Register • Reviews reports of internal and external auditors
Management Team	• Defines and sets risk appetite and considers new and emerging risks • Develops / monitors suitable action plans to mitigate/manage risks • Considers actions to improve risk management processes • Provides 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	Impact	Risk rating	Risk response / strategies
Business Risks	Unexpected disputes with contactors and tenants could affect 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 into comprehensive and clear agreements, we ensure that communication gaps and disputes are minimised to a greater extent. We have entered into 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 and access via Janadhipathi Mawatha.

Risk	Impact	Risk rating	Risk response / strategies
Business Risks	Changes to the laws relating to property development, income tax and capital gains tax could affect the profitability and viability of the business.	Moderate	We maintain close and meaningful relationships with relevant government and local authorities and institutes.
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 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.

Risk Management

Risk	Impact	Risk rating	Risk response / strategies
Foreign Exchange Risk	Foreign currency risk is the risk of volalility 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 mechanism will be considered.
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. Currently the Company is exposed to interest rate risk on related Company borrowings obtained for capital expenditure.	Low	Financial strength of the parent company, Carson Cumberbatch PLC, is used via group treasury in negotiating the rates, with financial institutions. (Refer note 29.3.2 (interest rate risk) in the financial statements for further details.
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.

Risk	Impact	Risk rating	Risk response / strategies
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 carryout 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 identifies 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 government 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.

Financial Calendar

Financial year end	31st March 2016
26th Annual General Meeting	17th June 2016

Announcement of Results

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

1st Quarter ended 30th June 2015	14th August 2015
2nd Quarter ended 30th September 2015	13th November 2015
3rd Quarter ended 31st December 2015	12th February 2016

Independent Auditors' Report

KPMG
(Chartered Accountants)
32A, Sir Mohamed Macan Markar Mawatha,
P. O. Box 186,
Colombo 00300,
Sri Lanka.

Tel : +94 - 11 542 6426
Fax : +94 - 11 244 5872
+94 - 11 244 6058
+94 - 11 254 1249
+94 - 11 230 7345
Internet : www.lk.kpmg.com

TO THE SHAREHOLDERS OF EQUITY TWO PLC

Report on the Financial Statements

We have audited the accompanying financial statements of Equity Two PLC ("the Company"), which comprise the statement of financial position as at March 31, 2016, the statement of profit or loss and other comprehensive income, statement of changes in equity and, cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information as set out on pages 34 to 69.

Board's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Sri Lanka Auditing Standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Board, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at March 31, 2016, and of its financial performance and cash flows for the year then ended in accordance with Sri Lanka Accounting Standards.

Report on Other Legal and Regulatory Requirements

As required by section 163 (2) of the Companies Act No. 07 of 2007, we state the following:

a) The basis of opinion and scope and limitations of the audit are as stated above.

b) In our opinion 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 and the financial statements of the Company, comply with the requirements of sections 151 of the Companies Act.

KPMG

CHARTERED ACCOUNTANTS

Colombo
12th May 2016.

Statement of Profit or Loss and Other Comprehensive Income

(All figures are in Sri Lankan Rupees thousands)

For the year ended 31st March	Note	2016	2015
Revenue	11	105,286	94,516
Direct cost		(26,546)	(23,933)
		78,740	70,583
Other income	12	545	1,023
Net gains arising from changes in fair value of investment properties	17	126,659	100,385
		205,944	171,991
Administrative and other operating expenses		(7,576)	(4,894)
Results from operating activities	13	198,368	167,097
Finance income	14	813	318
Finance costs	14	(5,256)	(5,939)
Net finance costs	14	(4,443)	(5,621)
Profit before taxation		193,925	161,476
Current taxation	15	(3,378)	(936)
Deferred taxation	15	(16,807)	(9,035)
Profit for the year		173,740	151,505
Other comprehensive income			
Actuarial loss from valuation of employee benefits	24.2	(42)	(27)
Total other comprehensive expense for the year		(42)	(27)
Total comprehensive income for the year		173,698	151,478
Earnings per share (Rs.)	16	5.60	4.89

The notes from pages 38 to 69 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	2016	2015
ASSETS			
Non-current assets			
Investment properties	17	1,145,356	1,016,448
Total non-current assets		1,145,356	1,016,448
Current assets			
Trade and other receivables	18	19,024	16,283
Cash and cash equivalents	19	5,370	16,917
Total current assets		24,394	33,200
Total assets		1,169,750	1,049,648
EQUITY AND LIABILITIES			
Equity			
Stated capital	20	444,092	444,092
Capital reserves	21.1	750	750
Revenue reserves	21.2	548,149	380,768
Total equity		992,991	825,610
Non-current liabilities			
Refundable rental deposits	22	29,082	25,066
Deferred tax liability	23	100,617	83,810
Employee benefits	24	2,293	1,934
Total non-current liabilities		131,992	110,810
Current liabilities			
Trade and other payables	25	35,807	105,191
Deferred revenue	26	6,149	7,251
Current tax liabilities		2,811	786
Total current liabilities		44,767	113,228
Total liabilities		176,759	224,038
Total equity and liabilities		1,169,750	1,049,648
Net assets per share (Rs.)		32.03	26.63

The notes from pages 38 to 69 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
Financial Controller
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 12th May 2016.

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.)
D. C. R. Gunawardena
Chairman

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

Colombo.
12th May 2016

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 2014	444,092	750	208,301	20,989	674,132
Profit for the year	-	-	-	151,505	151,505
Other comprehensive expense for the year	-	-	-	(27)	(27)
Total comprehensive income for the year	-	-	-	151,478	151,478
Transfers	-	-	100,385	(100,385)	-
Balance as at 31st March 2015	444,092	750	308,686	72,082	825,610
Balance as at 1st April 2015	444,092	750	308,686	72,082	825,610
Super Gain Tax for the year of Assessment 2013/14 *	-	-	-	(127)	(127)
Adjusted balance as at 1st April 2015	444,092	750	308,686	71,955	825,483
Profit for the year	-	-	-	173,740	173,740
Other comprehensive expense for the year	-	-	-	(42)	(42)
Total comprehensive income for the year	-	-	-	173,698	173,698
Transfers	-	-	126,659	(126,659)	-
Forfeited dividends	-	-	-	10	10
Dividends paid	-	-	-	(6,200)	(6,200)
Balance as at 31st March 2016	444,092	750	435,345	112,804	992,991

* As per the provisions of Part III of the Finance Act, No. 10 of 2015, although the Company did not become liable to pay super gains tax as a stand-alone entity, Rs. 127,000/- has been paid as Super Gain Tax on the basis that the Company is part of the Bukit Darah PLC group, of which the consolidated profit before tax exceeded the threshold as stipulated in the aforesaid Act. According to the Act, the Super Gain Tax shall be deemed to be an expenditure in the financial statements relating to the year of assessment which commenced on 1 April 2013. The Act supersedes the requirements of the Sri Lanka Accounting Standards and hence the expense of Super Gain Tax is accounted in accordance with the requirements of the said Act as recommended by the Statement of Alternative Treatment (SoAT) on Accounting for Super Gain Tax issued by the Institute of Chartered Accountants of Sri Lanka, dated 24 November 2015.

The notes from pages 38 to 69 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	2016	2015
Cash flows from operating activities			
Profit before taxation		193,925	161,476
Adjustments for:			
Finance costs	14	5,256	5,939
Finance income	14	(813)	(318)
Net gains arising from changes in fair value of investment properties	17	(126,659)	(100,385)
Provision for employee benefits	24.1	317	271
Amortization of deferred revenue	26	(1,846)	(2,101)
Operating profit before working capital changes		70,180	64,882
(Increase) / decrease in trade and other receivables		(2,741)	(4,075)
Increase / (decrease) in trade and other payables		(36,079)	(36,576)
Operating profit after working capital changes		31,360	24,231
Rental deposits received	22	7,007	4,389
Rental deposits refunded	22	(4,578)	(2,772)
Income tax paid		(1,480)	(173)
Net cash generated from / (used in) operating activities		32,309	25,675
Cash flows from investing activities			
Additions to investment properties	17	(2,249)	(9,578)
Interest received		813	318
Net cash generated from / (used in) investing activities		(1,436)	(9,260)
Cash flows from financing activities			
Net amounts settled on related company borrowings including interest		(36,250)	(5,100)
Dividend paid		(6,170)	-
Net cash generated from / (used in) financing activities		(42,420)	(5,100)
Net increase / (decrease) in cash and cash equivalents		(11,547)	11,315
Cash and cash equivalents at the beginning of the year		16,917	5,602
Cash and cash equivalents at the end of the year (note 19)		5,370	16,917

The notes from pages 38 to 69 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 (2015 – 06) 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 12th May 2016.

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;

- non-derivative financial instruments classified as "Loans and receivables" and "Other financial liabilities" measured at amortised cost;
- 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 24.

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:

- **Assessment of Impairment - Key assumptions used in discounted cash flow projections.**
  The Company assesses at each reporting date whether there is objective evidence that an asset or portfolio of assets is impaired. The recoverable amount of an asset or Cash Generating unit (CGU) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to present value using appropriate discount rates that reflects the current market assessments of the time value of money and risks specific to the asset.

- **Deferred taxation - utilization of tax losses**
  Deferred tax assets are recognized for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the level of future taxable profits together with future tax planning strategies.

- **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 future pension increases and due to the long-term nature of these plans, such estimates are subject to uncertainty.

- **Current tax liabilities**
  Current tax liabilities are provided for in the financial statements applying the relevant tax statutes and regulations which the management believes reflect the actual liability. There can be instances where the stand taken by the Company on transactions is contested by revenue authorities. Any additional costs on

account of these issues are accounted for as a tax expense at the point the liability is confirmed on any Company entity.

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.

Significant valuation issues are reported to the Group's Audit Committee.

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.

- **Investment property**

An external independent valuer having appropriate recognised professional qualifications values the Company's investment property portfolio at least once in every three years. The fair values are based on market values, being the estimated amount for which a property could be exchanged on the date of the valuation between a willing buyer and a willing seller in an arm's length transaction.

In the absence of current prices in an active market, the valuations are prepared by considering the estimated rental value of the property. A market yield is applied to the estimated rental value to arrive at the gross property valuation. When actual rents differ materially from the estimated rental value, adjustments are made to reflect actual rents.

Investment property under construction is valued by estimating the fair value of the completed investment property and then deducting from that amount the estimated costs to complete construction, financing costs and a reasonable profit margin.

- **Trade and other receivables**

  The fair values of trade and other receivables, excluding construction work in progress, are estimated at the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date.

- **Other non-derivative financial liabilities**

  Other non-derivative financial liabilities are measured at fair value, at initial recognition and for disclosure purposes, at each reporting date. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the measurement date.

  For finance leases the market rate of interest is determined with reference to similar lease agreements.

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 respective functional currencies 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.

The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. 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 only holds financial assets that are categorized in to the 'loans and receivables' 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.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances, placement in government securities and placements in repurchase agreements with maturities of three months or less from the acquisition date that are subject to on insignificant risk of changes in their fair value, and are used by the Company in the management of its short-term commitments.

ii) Non-derivative financial liabilities

The Company initially recognises 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-to-day 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. Formal valuations are carried out at least once in every 3 years by an qualified valuers. Gains or losses arising from changes in the fair values of investment properties are included in Profit or Loss in the year in which they arise.

Investment properties are derecognized 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 recognized 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 recognized 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 recognized 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, indications that a debtor or issuer will enter bankruptcy, adverse changes in the payment status of borrowers or issuers, economic conditions that correlate with defaults or the disappearance of an active market for a security.

Financial assets measured at amortised cost

The Company considers evidence of impairment for financial assets measured at amortised cost (loans and receivables) on specific assets accordingly, all individually significant assets are assessed for specific impairment.

In assessing collective impairment, the company uses historical trends of the probability of default, the timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or lesser than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in Profit or Loss and reflected in an allowance account against loans and receivables. Interest on the impaired asset continues to be recognised. When an event occurring after the impairment was recognised causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through Profit or Loss.

ii) **Non-financial assets**

The carrying amounts of the Company's non-financial assets, other than investment property, inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset or cash generating unit (CGU) exceeds its recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

Impairment losses are recognized in Profit or Loss. Impairment losses recognised in respect of CGUs are allocated reduce the carrying amount of the other assets in the CGU (group of CGUs) on a pro rata basis.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

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. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

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 Company net obligation in respect of defined benefit plan is calculated by estimating the amount of future benefits that employees have earned in current and prior periods and discounting that amount.

The Calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. Re-Measurement of the net defined benefit liability, which comprise actuarial gains and losses are recognized immediately in Other Comprehensive Income. The Group determine the net interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined liability, taking in to account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

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. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

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 liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

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 recognized 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 recognised 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.

Rental income from other property is recognised as other income.

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. Provision has also been made all known liabilities.

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 realised simultaneously.

A deferred tax asset is recognized 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.

k) Tax exposures

In determining the amount of current and deferred tax, the Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Company to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

l) 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.

4. 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.

5. 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".

6. 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.

7. DIVIDENDS ON ORDINARY SHARES

Dividends on ordinary shares are recognized 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.

8. PRESENTATION

Assets and liabilities are grouped by nature and listed in an order that reflects their relative liquidity and maturity pattern.

Where appropriate, the significant accounting policies are disclosed in the succeeding notes.

a) Offsetting Income and Expenses

Income and expenses are not offset unless required or permitted by accounting standards.

b) Offsetting Assets and Liabilities

Assets and liabilities are offset and the net amount reported in the statement of financial position only where there is;

- a current enforceable legal right to offset the asset and the liability; and
- an intention to settle the liability simultaneously

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. Therefore 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 2016. 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 with early adoption permitted.

The Company is assessing the potential impact on its Financial Statements resulting from the 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 recognized. 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, with early adoption permitted.

The Company is assessing the potential impact on its Financial Statements resulting from the above Standards.

Notes to the Financial Statements

(All figures are in Sri Lankan Rupees thousands)

	For the year ended 31st March	2016	2015
11	**Revenue**		
	Property rental income	105,286	94,516
		105,286	94,516
12	**Other income**		
	Parking fees	510	588
	On services provided to tenants	35	435
		545	1,023
13	**Profit from operations**		
	Profit from operations is stated after charging all expenses including the following:		
	Auditors' remuneration - audit services	165	156
	Auditors' remuneration - audit related services	53	-
	Professional service costs (note 13.1)	1,456	54
	Support service fees	612	612
	Personnel costs (note 13.2)	17,196	13,392
13.1	**Professional service costs**		
	Valuation services	62	41
	Other services	1,394	13
		1,456	54
13.2	**Personnel costs**		
	Salaries, wages and other related expenses	16,081	12,615
	Defined benefit plan cost - Employee benefits (note 24.1)	317	271
	Defined contribution plan cost - EPF and ETF	798	506
		17,196	13,392
	The above include:		
	Directors' emoluments	-	-
	Directors' fees	400	450
		400	450

	For the year ended 31st March	2016	2015
14	**Net finance cost**		
	Finance income		
	Interest income on short-term deposits	773	259
	Interest income on staff loans	40	59
		813	318
	Finance costs		
	Interest expense on related party borrowings	2,925	4,053
	Unwinding of interest on refundable rental deposits	2,331	1,886
		5,256	5,939
	Net finance cost	(4,443)	(5,621)
15	**Income tax expense**		
15.1	**Current taxation**		
	Current tax expense for the year (note 15.3)	3,468	936
	Over provision in previous years	(90)	-
		3,378	936
15.2	**Deferred taxation**		
	On origination / (reversal) of temporary differences (note 23.1)	16,807	9,035
		16,807	9,035
		20,185	9,971

Notes to the Financial Statements

(All figures are in Sri Lankan Rupees thousands)

	For the year ended 31st March	2016	2015
15.3	**Reconciliation between the accounting profit and the taxable profit**		
	Accounting profit for the year before taxation	193,925	161,476
	Adjustments on;		
	- Aggregate disallowable expenses	4,009	1,077
	- Aggregate allowable expenses	(49,157)	(48,711)
	Notional adjustments arising on application of LKAS/SLFRS	(3,065)	(8,315)
	Net gains arising from changes in fair value of investment properties	(126,659)	(100,385)
	Interest income	(813)	(318)
	Tax adjusted profit from operations	18,240	4,824
	Interest income	813	318
	Total Statutory Income	19,053	5,142
	Utilization of tax losses (note 15.5 b)	(6,669)	(1,799)
	Taxable income	12,384	3,343
	Taxation thereon (note 15.5 a)	3,468	936
15.4	**Analysis of tax losses**		
	Tax losses brought forward	24,099	25,898
	Adjustment on finalization of liability	1,577	-
	Utilization of tax losses during the year	(6,669)	(1,799)
	Tax losses carried forward	19,007	24,099

15.5 (a) In terms of the provisions of the Inland Revenue Act, No.10 of 2006 and amendments thereto, the Company is liable to income tax at 28% (2015-28%).

(b) Utilization of tax losses are restricted to 35% of current year's Statutory Income. Any unabsorbed tax losses can be carried forward indefinitely.

(c) Deferred tax has been computed using a tax rate of 28% (2015-28%).

16 Earnings per share

The Company's earnings per share is calculated on the profit attributable to the shareholders of Equity Two PLC divided by 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 the share data used in the Earnings per share computation:

For the year ended 31st March	2016	2015
Amount used as the numerator		
Profit for the year	173,740	151,505
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.)	5.60	4.89

17 Investment properties

17.1

	Freehold Land	Freehold Building	Other equipments	Capital work in-progress	Total as at 31st March 2016	Total as at 31st March 2015
Balance as at the beginning of the year	548,632	376,873	90,943	-	1,016,448	906,485
Additions during the year	-	280	55	1,914	2,249	9,578
Change in fair value of investment properties	118,608	18,747	(10,696)	-	126,659	100,385
Balance as at the end of the year	667,240	395,900	80,302	1,914	1,145,356	1,016,448

(All figures are in Sri Lankan Rupees thousands)

17.2 Valuation of investment properties

Investment properties of the Company are stated based on a valuation performed by an independent professional valuer , Mr. S. Sivaskantha, F.I.V (Sri Lanka) of Perera Sivaskantha & Company, Incorporated valuers, as at 31 March 2016, the details of which are as follows;

Property and location	Method of valuation	Extent (Hectares)	Historical Cost	Fair value as at 31st March 2016	Fair value as at 31st March 2015
No.61, Janadhipathi Mawatha, Colombo 01	Market approach	0.072	128,364	419,928	371,827
No.55, Janadhipathi Mawatha, Colombo 01	Market approach	0.146	427,629	725,428	644,621
			555,993	1,145,356	1,016,448

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

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

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

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

	As at 31st March	2016	2015
18	**Trade and other receivables**		
	Financial		
	Trade receivables	16,063	12,587
	Other receivables	1,655	3,240
	Loans given to company officers (note 18.1)	529	226
		18,247	16,053
	Non-financial		
	Prepaid expenses	777	144
	Advance payments	-	86
		777	230
		19,024	16,283
18.1	**Loans given to company officers**		
	Balance as at the beginning of the year	226	795
	Loans granted during the year	908	196
	Recovered during the year	(605)	(765)
	Balance as at the end of the year	529	226
19	**Cash and cash equivalents**		
	Cash at bank and in hand	5,370	8,668
	Investments in government securities	-	8,249
	Cash and cash equivalents for the purpose of cash flow statement	5,370	16,917
20	**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
21	**Capital and revenue reserves**		
21.1	**Capital Reserves**		
	Machinery replacement reserve (note. 21.1.1.)	750	750
		750	750

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

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

Notes to the Financial Statements

(All figures are in Sri Lankan Rupees thousands)

	As at 31st March	2016	2015
21.2	**Revenue reserves**		
	Retained earnings	112,804	72,082
	Fair value adjustment reserve (note 21.2.1)	435,345	308,686
		548,149	380,768

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

21.2.1 Fair value adjustment reserve

Any gains arising from fair valuation of investment properties will be transferred from retained earnings to fair value adjustment reserve and any losses arising 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	2016	2015
22	**Refundable rental deposits**		
	Balance as at the beginning of the year	25,066	22,436
	Receipts during the year	7,007	4,389
	Refunds during the year	(4,578)	(2,772)
	Amount transferred to deferred revenue	(744)	(873)
	Unwinding of interest on refundable deposits	2,331	1,886
	Balance as at the end of the year	29,082	25,066
23	**Deferred tax liability**		
	Balance as at the beginning of the year	83,810	74,775
	On origination and reversal of temporary differences (note 23.1)	16,807	9,035
	Balance as at the end of the year	100,617	83,810
23.1	**Deferred tax charge / (reversal) for the year**		
	on origination / (reversal) of temporary differences		
	Investment properties	15,482	8,615
	Employee benefits	(100)	(84)
	Tax losses carried forward	1,425	504
	Net deferred tax charged for the year	16,807	9,035
23.2	**Deferred tax assets**		
	Tax effect on employee benefits	642	542
	Tax effect on tax losses	5,322	6,747
	Total deferred tax assets	5,964	7,289

	As at 31st March	2016	2015
23.3	**Deferred tax liability**		
	Tax effect on investment properties	106,581	91,099
	Total deferred tax liability	106,581	91,099
	Net deferred tax liability	100,617	83,810
24	**Employee benefits**		
	The movement of the liability recognized in the Statement of financial position is as follows:		
	Balance as at the beginning of the year	1,934	1,636
	Current service cost	124	107
	Interest cost	193	164
	Actuarial loss	42	27
	Balance as at the end of the year	2,293	1,934
24.1	**The amounts recognized in the Statement of profit or loss are as follows;**		
	Current service cost	124	107
	Interest cost	193	164
	Charge for the year	317	271
24.2	**The amount recognized in the Statement of other comprehensive income is as follows;**		
	Actuarial loss	42	27
	Charge for the year	42	27

(All figures are in Sri Lankan Rupees thousands)

24.3 Liability on employee benefits as at 31st March 2016 amounting to Rs 2,292,836/- (2015 - Rs. 1,933,574/-) 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	10.5% p.a. (2015 -10.00% p.a.)
Rate of pay increase	12% p.a.
Retirement age	55 years
Mortality	A 67 /70 mortality table issued by Institute of Actuaries, London was used
Withdrawal rate	5% for age up to 49 and zero thereafter

The company is a going concern.

24.4 Sensitivity analysis

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

As at 31st March	2016	2015
1% increase in discount rate	(94)	(92)
1% decrease in discount rate	110	102
1% increase in salary escalation rate	116	6
1% decrease in salary escalation rate	(101)	(181)

24.5 The employee benefits liability is not externally funded.

	As at 31st March	2016	2015
25	**Trade and other payables**		
	Financial		
	Trade payables	547	21
	Other payables	17,286	54,294
	Amounts due to related Companies (note 30.3.2)	15,857	49,182
		33,690	103,497
	Non-financial		
	Accrued expenses and provisions	2,117	1,694
		2,117	1,694
		35,807	105,191
26	**Deferred revenue**		
	Balance as at the beginning of the year	7,251	8,479
	Amount transferred from refundable deposits	744	873
	Amortization of deferred revenue	(1,846)	(2,101)
	Balance as at the end of the year	6,149	7,251

27 Capital expenditure commitments

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

27.1 Contingent liabilities

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

27.2 Litigation and claims

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

	As at 31st March	2016	2015
28	**Dividend per share**		
	Dividend paid	6,200	-
	Dividend proposed (Rs. 000) *	6,200	6,200
	Dividend per share (Rs.)	0.20	0.20

* The proposed dividend is subject to approval by the shareholders at the forthcoming Annual General Meeting of the Company and in according to the Sri Lanka Accounting Standard (LKAS 10) - "Events after the reporting period", the liability on the proposed dividend has not been provided for in the financial statements.

Notes to the Financial Statements

(All figures are in Sri Lankan Rupees thousands)

29 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.

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 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.

29.1 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.

29.1.1 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	2016	2015
Credit risk		
Trade and other receivables	18,247	16,053
Cash and cash equivalents	5,370	16,917
	23,617	32,970

29.1.2 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	2016	2015
Refundable rental deposits		
Carrying value	29,082	25,066
Face value	35,776	33,348

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 into any rent agreements with them.

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

(All figures are in Sri Lankan Rupees thousands)

As at 31st March	2016	2015
Revenue on lease agreements recognized on straight line basis	16,008	12,458
1–30 days	55	41
31–90 days	-	88
	16,063	12,587

No allowance for impairment in respect of trade and other receivables has been made as at the year end (2015-Nill).

29.1.3 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.

Cash and cash equivalents

The Company held cash and cash equivalents of Rs. 5.4 mn as at 31st March 2016 (2015: Rs. 16.9 mn), which represents its maximum credit exposure on these assets. The cash and cash equivalents are held with bank and financial institution counterparties, which are rated AAA(lka) to 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	2016	2015
Cash at bank and in hand	5,370	8,668
Placements in government securities	-	8,249
	5,370	16,917

29.2 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 access to short-term financing facilities extended from the parent company, Equity One PLC and the ultimate parent company, Carson Cumberbatch PLC if required.

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

As at 31st March 2016	Carrying amount	Contractual cash flows			
		Total	3 months or less	4-12 months	More than 1 year
Non-derivative financial liabilities					
Refundable rental deposits	29,082	35,776	-	-	35,776
Trade payables	547	547	547	-	-
Other payables	17,286	17,286	17,286	-	-
Amounts due to related Companies	15,857	15,857	15,857	-	-
	62,772	69,466	33,690	-	35,776

As at 31st March 2015	Carrying amount	Contractual cash flows			
		Total	3 months or less	4-12 months	More than 1 year
Non-derivative financial liabilities					
Refundable rental deposits	25,066	33,348	1,210	-	32,138
Trade payables	21	21	21	-	-
Other payables	54,294	54,294	-	-	54,294
Amounts due to related Companies	49,182	49,182	49,182	-	-
	128,563	136,845	50,413	-	86,432

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.

29.2.2 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 and placements in government securities 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. 5.4 mn (2015 - Rs16.9mn).

A significant portion of the Company's current liabilities as at the reporting date, excluding the rent in advance which is only payable in the event of early termination of a rent agreement, comprise of the amount due to the parent company, Equity One PLC, obtained to finance the Company's capital expenditure, on renovation of the building at assessment No. 55. However, the Board of Directors is confident that such balances would not be demanded by the said Company. In addition, the Company has short-term financing facility amounting to Rs. 50 Mn from Commercial bank, if required.

29.3 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.

29.3.1 Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate, due to changes in foreign exchange rates.

The Company do not engage in transactions associated with foreign currencies in its ordinary course of operations, hence the related risk is avoided. However, the Company is exposed to currency risk, primarily arising from its capital expenditure related transactions.

Therefore, sensitivity analysis on the Company's currency risk exposure may not be representative of the risks for which the Company was exposed to throughout the period, given its incidental nature.

29.3.2 Interest rate risk

The Company's interest bearing financial assets / liabilities are factored on variable rates of interest, hence the Company is exposed to interest rate risk.

Profile

At the end of the reporting period the interest rate profile of the Company's interest-bearing financial instruments was as follows.

As at 31st March	2016	2015
Variable rate instruments		
Financial assets	529	8,475
Financial liabilities	(15,857)	(49,182)
	(15,328)	(40,707)

Cash flow sensitivity analysis for variable rate instruments

A change of 1% in interest rates at the end of the reporting period would have increased / (decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables, remain constant.

	Profit / (loss)	
	Increase in 1%	Decrease in 1%
31st March 2016		
Variable rate instruments	(153)	153
31st March 2015		
Variable rate instruments	(407)	407

(All figures are in Sri Lankan Rupees thousands)

29.4 Accounting classifications and fair values

The Company do not designate any of its financial assets / liabilities at fair value, hence a classification between fair value hierarchy do not apply.

29.5 Fair values vs. carrying amounts

As at 31st March 2016	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	-	-	5,370	-	-	5,370	5,370
Trade and other receivables	-	-	18,247	-	-	18,247	18,247
	-	-	23,617	-	-	23,617	23,617
Refundable rental and other deposits	-	-	-	-	29,082	29,082	29,082
Trade and other payables	-	-	-	-	33,690	33,690	33,690
	-	-	-	-	62,772	62,772	62,772

As at 31st March 2015	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	-	-	16,917	-	-	16,917	16,917
Trade and other receivables	-	-	16,053	-	-	16,053	16,053
	-	-	32,970	-	-	32,970	32,970
Refundable rental and other deposits	-	-	-	-	25,066	25,066	25,066
Trade and other payables	-	-	-	-	103,497	103,497	103,497
	-	-	-	-	128,563	128,563	128,563

30 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.

30.1 Parent and ultimate controlling entity

Equity One PLC 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 PLC and Bukit Darah PLC is the Ultimate Parent and Controlling entity of Equity One PLC.

30.2 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.

	For the year ended 31st March	**2016**	**2015**
30.2.1	***Key management personnel compensation***		
	Short-term employee benefits / fees	400	450
	Post-employment benefits	-	-
	Termination benefits	-	-
	Other long-term benefits	-	-
		400	450

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

Notes to the Financial Statements

(All figures are in Sri Lankan Rupees thousands)

30.3 Other related party transactions

30.3.1 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 2016	2015
Parent company				
Equity One PLC	D. C. R. Gunawardena K. C. N. Fernando A. P. Weeratunge E. H. Wijenaike P. D. D. Fernando	Settlements on short term advances obtained	36,250	5,100
		Interest on short-term advances obtained	2,925	4,053
Fellow subsidiaries				
Carsons Management Services (Private) Limited (CMSL)	K. C. N. Fernando A. P. Weeratunge	Support service fees paid	612	612
		Secretarial fees paid	411	367
		Computer fees paid	184	184
		Rental income received	13,616	13,616
Guardian Fund Management Limited	A. P. Weeratunge	Rental income received	5,176	3,375

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

As at 31st March	2016	2015
30.3.2 Amounts due to related companies		
Equity One PLC	15,857	49,182
	15,857	49,182

31. Events after the reporting date.

After satisfying the Solvency Test in accordance with section 57 of the Companies Act, No.7 of 2007 the Directors have recommended the payment of a first and final dividend of Rs. 0.20 (2015 - Rs. 0.20) per ordinary share for the year ended 31st March 2016 amounting to Rs. 6,200,000/- (2015 - Rs.6,200,000/-) which is to be approved at the forthcoming Annual General Meeting. In accordance with Sri Lanka Accounting Standard (LKAS 10) -"Events after the reporting period" this proposed first and final dividend has not been recognised as a liability as at 31st March 2016.

Subsequent to the reporting period, no circumstances have arisen which would require adjustments to or disclosure in the financial statements, other than the above.

32. Comparative figures

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

33. Directors' 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		LKAS/SLFRS 2016	2015	2014	2013	2012
Trading results						
Revenue		105,286	94,516	60,687	15,876	16,489
Profit before taxation		193,925	161,476	107,112	44,426	46,846
Income tax expense / (reversal)		(20,185)	(9,971)	(28,439)	554	(1,073)
Profit for the year		173,740	151,505	78,673	44,980	45,773
Other comprehensive income / (expense) for the year		(42)	(27)	64	-	-
Total comprehensive income for the year		173,698	151,478	78,737	44,980	45,773
Stated capital and reserves						
Stated capital		444,092	444,092	444,092	444,092	444,092
Reserves		548,899	381,518	230,040	151,303	106,330
Shareholders' funds		992,991	825,610	674,132	595,395	550,422
Assets employed						
Investment properties		1,145,356	1,016,448	906,485	725,635	570,747
Non-current assets		1,145,356	1,016,448	906,485	725,635	570,747
Current assets		24,394	33,200	17,810	9,271	30,619
Current liabilities		(44,767)	(113,228)	(151,316)	(89,458)	(2,240)
Working capital		(20,373)	(80,028)	(133,506)	(80,187)	28,379
Assets employed		1,124,983	936,420	772,979	645,448	599,126
Non-current liabilities		(131,992)	(110,810)	(98,847)	(50,053)	(48,704)
Net assets		992,991	825,610	674,132	595,395	550,422
Ratios and statistics						
Dividend per share*	(Rs.)	0.20	0.20	-	-	-
Dividend yield	(%)	0.31	0.33	-	-	-
Dividend payout	(%)	3.57	4.09	-	-	-
Return on shareholders' funds	(%)	17.50	18.35	11.67	7.55	8.32
Earnings per share	(Rs.)	5.60	4.89	2.54	1.45	1.48
Earnings yield	(%)	8.62	8.07	8.70	6.04	5.94
P/E ratio	(times)	11.61	12.39	11.50	16.55	16.82
Market price per share **	(Rs.)	65.00	60.60	29.20	24.00	24.90
Net assets per share	(Rs.)	32.03	26.63	21.75	19.21	17.76
Current ratio	(times)	0.54	0.29	0.12	0.10	13.67
Market capitalization	(Rs.'000)	2,015,000	1,878,600	905,200	744,000	771,900

* Based on proposed dividend

** As at 31st March.

Statement of Value Added

(All figures are in Sri Lankan Rupees Thousand)

For the year ended 31st March	2016		2015	
Revenue	105,286		94,516	
Other income	545		1,023	
Finance Income	813		318	
	106,644		95,857	
Cost of materials and services bought from outside	(16,926)		(15,435)	
Value added	89,718		80,422	
Distributed as follows:		%		%
To employees				
as remuneration	17,196	19	13,392	17
To government				
as taxation*	3,378	4	936	1
To providers of capital				
as dividend	6,200	7	-	-
as interest on loans	2,925	3	4,053	5
Retained in the business				
as deferred taxation	16,807	19	9,035	11
as unwinding of discount	2,331	3	1,886	2
as retained profits/(loss) net of provisions, fair value adjustment and dividend	40,881	45	51,120	64
	89,718	100	80,422	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).

Information to Shareholders and Investors

1 **Stock Exchange Listing**

Equity Two PLC is a Public Quoted Company, the issued ordinary shares of which were listed on the Main Board of the Colombo Stock Exchange of Sri Lanka, and was transferred to the Diri Savi Board w.e.f. 26th November 2014.

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

2 **Shareholder base**

As at 31st March	2016	2015
Number of Shareholders	2,022	2,024

3 **Distribution and Composition of Shareholders**

The number of shares held by Non-Residents as at 31st March 2016 was 124,382 (2015 - 124,780) which amounts to 0.40% (2015 - 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	1,881	285,635	0.92	8	2,802	0.01	1,889	288,437	0.93
1,001 - 10,000	110	386,670	1.25	1	5,000	0.02	111	391,670	1.26
10,001 - 100,000	18	457,258	1.48	2	116,580	0.38	20	573,838	1.85
100,001 -1,000,000	-	-	-	-	-	-	-	-	-
Above 1,000,000	2	29,746,055	95.96	-	-	-	2	29,746,055	95.96
Total	2,011	30,875,618	99.60	11	124,382	0.40	2,022	31,000,000	100.00

4

Categories of Shareholders	2016		
	No. of Shareholders	No. of Shares	%
Individuals	1,982	1,024,908	3.31
Institutions	40	29,975,092	96.69
Total	2,022	31,000,000	100.00

5 **Public holding**

The percentage of Ordinary Shares held by the public as at 31st March 2016 was 11.17% (2015 - 11.17%) and the number of public Shareholders were 2,019 (2015 - 2,021).

6 **Dividends**

The Board of Directors have recommended the payment of a First and Final dividend of 20 cents per ordinary share for the year ended 31st March 2016 (2015 - 20 cents per ordinary share).

6 Market performance - Ordinary shares

For the year ended 31st March	2016	2015
As at 31st March (Rs.)	65.00	60.60
Highest (Rs.)	77.50	84.00
Lowest (Rs.)	48.00	29.00
Value of shares traded (Rs.)	7,096,400	26,421,416
No. of shares traded	107,265	591,934
Volume of transactions (Nos.)	385	1,246

7 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. 2,015,000,000/- as at 31st March , 2016 (2015 - Rs. 1,878,600,000/-).

8 Value of the properties - Land and building

Location	Extent (in hectares)	Number of Buildings	Market value 2016 Rs.'000	Date of professional valuation
No. 61, Janadhipathi Mawatha, Colombo 01	0.072	01	410,824	March 2016
No. 55, Janadhipathi Mawatha Colombo 01	0.146	01	652,316	March 2016

9 Number of employees

The number of employees of the Company at the end of the year was 6 (2015 - 6).

Notice of Meeting

NOTICE IS HEREBY GIVEN that the TWENTY SIXTH Annual General Meeting of EQUITY TWO PLC will be held on Friday, 17th June 2016 at 2.30 P.M. at the 8th Floor, No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka for the following purposes:

1. To receive and adopt the Annual Report of the Board of Directors and the Financial Statements for the year ended 31st March 2016, together with the Report of the Independent Auditors thereon.

2. To declare a dividend as recommended by the Directors.

3. To re-elect Mr. A. P. Weeratunge, who retires by rotation in terms of Articles 72, 73 and 74 of the Articles of Association of the Company.

4. 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 73 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 authorise 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
12th May 2016

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 15th June 2016.
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 Sixth Annual General Meeting of the Company to be held on Friday, 17th June 2016 at 2.30 P.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 adopt the Annual Report of the Board of Directors and the Financial Statements for the year ended 31st March 2016, together with the Report of the Independent Auditors thereon.		
2.	To declare 20 cents per share as a First and Final dividend for the financial year ended 31st March 2016 as recommended by the Directors.		
3.	To re-elect Mr. A. P. Weeratunge who retires by rotation in terms of Articles 72, 73 and 74 of the Articles of Association of the Company.		
4.	To re-appoint Mr. P. D. D. Fernando who is over seventy years of age as a Director of the Company.		
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 authorise the Directors to determine their remuneration.		

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

……………………………………….

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, by signing 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 15th June 2016.

Please fill in the following details:

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