

NOTICE OF MEETING

Notice is hereby given that the Twenty-Ninth (29th) Annual General Meeting ("AGM") of Watawala Plantations PLC ("Company") will be held online via a virtual platform on Friday, 24th June 2022 at 10.15am and the business to be brought before the meeting will be as follows:

1. To receive and consider the Annual Report of the Board of directors and the Statement of Audited Accounts for the year ended 31st March 2022 with the Report of the Auditors thereon.
2. To declare a final dividend of LKR 8.00 per share as recommended by the Board of directors.
3. To propose the following resolution as an ordinary resolution for the re-appointment of Mr G. Sathasivam as a director, who has reached the age of 75 years:

ORDINARY RESOLUTION

"IT IS HEREBY RESOLVED THAT the age limit referred to in Section 210 of the Companies' Act No. 07 of 2007 shall not apply to Mr G. Sathasivam, director of the Company, who has reached the age of 75 years prior to this AGM and that he be reappointed accordingly."

4. To propose the following resolution as an ordinary resolution for the re-appointment of Mr S. G. Wijesinha, director of the Company, who has reached the age of 73 years:

ORDINARY RESOLUTION

"IT IS HEREBY RESOLVED THAT the age limit referred to in Section 210 of the Companies' Act No. 07 of 2007 shall not apply to Mr S. G. Wijesinha, director of the Company, who has reached the age of 73 years prior to this AGM and that he be reappointed accordingly."

5. To propose the following resolution as an ordinary resolution for the re-appointment of Mr A.R. Rasiah, director of the Company, who has reached the age of 76 years:

ORDINARY RESOLUTION

"IT IS HEREBY RESOLVED THAT the age limit referred to in Section 210 of the Companies' Act No. 07 of 2007 shall not apply to Mr A.R. Rasiah, director of the Company, who has reached the age of 76 years prior to this AGM and that he be reappointed accordingly."

6. To propose the following resolution as an ordinary resolution for the re-appointment of Mr M. R. Rao, director of the Company, who has reached the age of 71 years:

ORDINARY RESOLUTION

"IT IS HEREBY RESOLVED THAT the age limit referred to in Section 210 of the Companies' Act No. 07 of 2007 shall not apply to Mr M. R. Rao, director of the Company, who has reached the age of 71 years prior to this AGM and that he be reappointed accordingly."

7. To re-appoint Mr C. L. Loo as per Article 28 (2) of the Articles of Association who has been appointed by the Board since the last AGM, as a Director.
8. To re-elect Mr N. B. Weerasekera, who retires by rotation as a director at the AGM, as per article 30 of the articles of association.
9. To re-appoint Messrs KPMG, Chartered Accountants, as Auditors of the Company and to authorise the directors to determine their remuneration.
10. To authorise the Directors to determine contributions to Charities.

By order of the Board



Corporate Services (Private) Limited
Secretaries

26th May, 2022
Colombo

Note:

Any shareholder entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote / speak in his / her stead and a form of proxy is sent herewith for this purpose.

Meeting Guidelines

- (A) The meeting is to be held in line with the guidelines given by the Colombo Stock Exchange and the health authorities and as per the applicable laws:
- (B) In the interest of protecting public health and facilitating social distancing in line with the guidelines issued by the Ministry of Health, Nutrition and Indigenous Medicine, the Annual General Meeting will be held in the manner set out below:
 - (i) The shareholders who wish to participate at the meeting will be able to join the meeting through audio or audio and visual means via Zoom. These measures have been adopted to observe social distancing regulations/requirements to mitigate the danger of spread of the virus.
 - (ii) In order for us to forward the access information necessary for participation at the meeting, which shall include the meeting identification number, access password, and access telephone number, please forward the duly completed registration form including your e-mail address and contact telephone number to the registered address of the Company not less than 48 hours before the time appointed for the holding of the meeting so that the login information could be forwarded to the e-mail addresses so provided.
 - (iii) If the Company is unable to post this Notice due to any situation beyond its control, then, this Notice will be published in one issue of a daily newspaper in the Sinhala, Tamil and English languages and if the circumstances permit, in one issue of the Gazette. The Annual Report, Notice of Meeting, Form of Proxy and Registration Form will also be published on the website of the Colombo Stock Exchange (<https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=WATA.N0000>) and the website of the Company (<https://watawalaplantations.lk/>)
 - (iv) Proxy forms are forwarded to the shareholders together with the Notice of Meeting and Registration form. Proxy forms have been uploaded to the Company's website (<https://watawalaplantations.lk/>) and should be duly completed as per the instructions given therein and sent to the registered address of the Company or e-mailed to eranda.kapukotuwa@sunshineholdings.lk or corporateservices@corporateservices.lk not less than 48 hours before the time appointed for the holding of the meeting and the proxy so appointed shall participate at the meeting through audio or audio visual means only.
 - (v) The shareholders who are unable to participate at the Annual General Meeting via Zoom could send their queries, if any, to email address eranda.kapukotuwa@sunshineholdings.lk or corporateservices@corporateservices.lk at any time before the meeting time and the responses to the same will be included in the minutes of the meeting.
 - (vi) Voting in respect of the items in specified in the agenda to be passed will be registered by using the audio or audio and visual means (Zoom) or a designated ancillary online application. All of such procedures will be explained to the shareholders prior to the commencement of the meeting.
 - (vii) For any questions please contact Mr. Eranda Kapukotuwa (Senior Manager Finance) on 0114772505 during office hours.

FORM OF PROXY

I/We of being a member/members of Watawala Plantations PLC, hereby appoint

or failing him, Mr S. G. Wijesinha (Chairman of the Company) of Colombo, or failing him, one of the Directors of the Company, as my/our proxy to vote as indicated hereunder for me/us and on my/our behalf at the twenty-ninth (29th) Annual General Meeting of the Company to be held on Friday, 24th June 2022 at 10.15am and at every poll which may be taken in consequence of the aforesaid meeting and any adjournment thereof:

		For	Against
1.	To receive and consider the Annual Report of the Board of Directors and the Statement of Audited Accounts for the year ended 31st March 2022 with the Report of the Auditors thereon.		
2.	To declare a final dividend of LKR 8.00 per share as recommended by the Board of Directors.		
3.	To pass an ordinary resolution to re-appoint Mr G. Sathasivam as a Director who has reached the age of 75 years.		
4.	To pass an ordinary resolution to re-appoint Mr S. G. Wijesinha as a Director who has reached the age of 73 years.		
5.	To pass an ordinary resolution to re-appoint Mr A.R. Rasiah as a Director who has reached the age of 76 years.		
6.	To pass an ordinary resolution to re-appoint Mr M. R. Rao as a Director who has reached the age of 71 years.		
7.	To re-appoint Mr C.L. Loo who was appointed by the Board during the year, as a Director.		
8.	To re-elect Mr. N. B. Weerasekera as a Director who retires by rotation at the Annual General Meeting.		
9.	To re-appoint Messrs KPMG, Chartered Accountants, as Auditors of the Company and to authorise the Directors to determine their remuneration.		
10.	To authorise the Directors to determine contributions to Charities.		

Dated this day of2022.

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Signature of Shareholder

.....
Shareholder's NIC

.....
Proxy holder's NIC

- (a) A proxy need not be a member of the Company.
- (b) Instructions regarding completion appear on the overleaf.

INSTRUCTION ON COMPLETION OF THE FORM OF PROXY

1. To be valid, the completed form of proxy should be deposited at the Registered Office of the Company, No 60, Dharmapala Mawatha, Colombo 03 or emailed to eranda.kapukotuwa@sunshineholdings.lk or corporateservices@corporateservices.lk no later than 48 hours before the time of the meeting.
2. In perfecting the form of proxy, please ensure that all details are legible.
3. Please indicate with an 'X' in the space provided, how your proxy is to vote on each resolution. If no indication is given, the proxy, at his discretion, may vote as he thinks fit.
4. In the case of a company/corporation, the proxy must be signed by placing the common seal of the company/corporation and attested in the manner prescribed by its articles of association.
5. In the case of a proxy signed by the attorney, the Power of Attorney document must be deposited at the Registered Office, No. 60, Dharmapala Mawatha, Colombo 03, for registration or emailed to eranda.kapukotuwa@sunshineholdings.lk or corporateservices@corporateservices.lk.

**CIRCULAR TO THE SHAREHOLDERS OF
WATAWALA PLANTATIONS PLC ("COMPANY")
PQ 65**

Dear Shareholder,

CIRCULATION OF ANNUAL REPORT TO SHAREHOLDERS

Rule No. 7.5 of the Listing Rules of the Colombo Stock Exchange ("CSE") permits a listed company to forward its Annual Report to its shareholders in a mode other than in printed form.

Accordingly, the Annual Report for the financial year ended 31st March 2022 of the Company can be downloaded from the CSE website on (<https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=WATA.N0000>).

If you wish to receive a printed copy of the Annual Report for the year ended 31st March 2022, you may complete and forward the attached Form of Request to us on or before 15th June 2022. The Company will furnish a printed copy of the Annual Report to the shareholders requesting such printed copy within eight (8) market days from the date of receipt of the written request.

If you have any queries on this matter, please contact the following officer:

Name : Eranda Kapukotuwa

Email ID : Eranda.kapukotuwa@sunshineholdings.lk

Telephone : 0114772505

Yours faithfully,
By order of the Board of Watawala Plantations PLC

CORPORATE SERVICES (PRIVATE) LIMITED
Secretaries and Registrars
On this 26th day of May, 2022

WATAWALA PLANTATIONS PLC

FORM OF REQUEST

TO: The Company Secretaries,
Corporate Services (Private) Limited,
216, de Saram Place,
Colombo 10.

I would like to receive the printed version of the Annual Report of Watawala Plantations PLC.

SHAREHOLDER'S DETAILS

Full name	
NIC/Passport/Company Registration No.	
Address	
Contact Number	

Signature Date

NOTES:

1. Please complete the Form of Request by filling in legibly the required information, signing in the space provided and filling in the date of signature.
2. Please forward the completed Form of Request to the Company Secretaries at the address given above to reach us on or before 15th June 2022.
3. In the event the shareholder is a company/corporate, the Form of Request should be signed under common seal or by a duly authorized officer of the company in accordance with its articles of association.

REGISTRATION FORM
ANNUAL GENERAL MEETING OF WATAWALA PLANTATIONS PLC TO
BE HELD ON 24TH JUNE 2022 AT 10.15 AM ONLINE VIA A VIRTUAL
PLATFORM

DETAILS OF SHAREHOLDER

Full Name of the Principal Shareholder :

NIC No. / Passport No. / Company Registration No. :

CDS Account No. :

Residential Address :

Telephone No/s :

Email :

Full Name of 1st Joint Holder :

NIC No./ Passport No. :

Full Name of 2nd Joint Holder :

NIC No. / Passport No. :

In the event the Proxy holder is appointed by the shareholder, the following details of his/her's will also be required:

DETAILS OF PROXY HOLDER: (only if a proxy is appointed)

Full Name of the Proxy holder :

NIC No. / Passport No. of Proxy holder :

Telephone No/s :

Email :

Signatures/s

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Principal Shareholder 1st Joint Shareholder 2nd Joint Shareholder

Date :

Note: In the case of a company/corporation, the shareholder Registration Form must be signed by signatories duly authorized in the manner prescribed by its articles of association and if the Registration Form is signed by an Attorney, the duly executed Power of Attorney must be deposited at No. 60, Dharmapala Mawatha, Colombo 3, Sri Lanka or emailed to corporateservices@corporateservices.lk 48 hours before the meeting.