

CIRCULAR TO SHAREHOLDERS

20th July 2023

Dear Shareholder/s,

Fortieth (40th) Annual General Meeting of the Company

The Board of Directors of Lanka Ashok Leyland PLC has decided to hold Fortieth Annual General Meeting (AGM) of the Company at Lanka Ashok Leyland, Panagoda, Homagama on 11th August 2023 at 11.00.a.m.

In terms of Rule 7.5 of the listing Rules of the Colombo Stock Exchange a listed Company may issue to its shareholders its Annual Report in a mode other than a printed form provided that such Company comply with the specified requirements as per the said rule.

In pursuance of the said rule, the Annual Report of Lanka Ashok Leyland PLC for the year 2022/23 is available in;

1. Corporate Website of Lanka Ashok Leyland PLC
www.lal.lk
2. Colombo Stock Exchange
<http://www.cse.lk/home/company-info/ASHO.N0000/financial>

Should Members wish to obtain a hard copy of the Annual Report, please complete and forward to us the Annual Report Request Letter by post to the Secretary to the Board or e-mail to agm@lal.lk. A printed Annual report will be forwarded by the Company with in eight (8) market days from the date of receipt of the request.

Below mentioned documents can be now downloaded via the corporate web site www.lal.lk and the CSE web site visit <http://www.cse.lk/home/company-info/ASHO.N0000> and click on the announcement tab.

- a) Circular to Shareholders
- b) Notice of Meeting
- c) Form of Proxy
- d) Request Form for the Printed Copy of Annual Report

Below mentioned documents are attached herewith

1. Notice of Meeting
2. Form of Proxy
3. A form of Request for the Hard Copy of the Annual Report
4. Details on Transport Arrangement

For further information / clarification on the Annual Report please contact, Mr. G R Jayalath on 0112752407 during normal office hours or email to agm@lal.lk.

By order of the Board



D A Abeyawardene
Director / Secretary
Lanka Ashok Leyland PLC

REQUEST LETTER

To: D A Abeyawardene
Company Secretary
80/12, Rubberwatte Road,
Gangodavila
Nugegoda.

Dear Sir,

Lanka Ashok Leyland PLC – Request for a Printed Copy of the Annual Report – 2022/23

I/We hereby request you to forward to me/ us a printed copy of the Annual Report of Lanka Ashok Leyland PLC for the year 2022/23 as per details given below,

Name	
NIC No / Passport No / Company Registration No	
Address	
Contact No	
Email	

.....
Signature

.....
Date

Note :

- 1) This Form of Request should be filled in legibly signed and dated.
- 2) The Completed form should reach the above address or e-mail to agm@lal.lk.
- 3) In the event of joint shareholders, the Form may be executed by the registered Principal Shareholder.
- 4) In the event the shareholder is a Company, the Form may be executed under the common seal of the Company or by a duly authorized representative.

NOTICE OF MEETING

Notice is hereby given that the **Fortieth Annual General Meeting** (AGM) of Lanka Ashok Leyland PLC will be held at Lanka Ashok Leyland Conference Room, Panagoda, Homagama on 11th August 2023 at 11.00 a.m for following purposes.

1. To consider the report of the Directors' and the audited Financial Statements for the year ended 31st March 2023.
2. To elect Mr. K C Leshan De Silva as a Director of the Company in place of Mr. A K S A Jayasena.
3. To elect Ms. H. A. Bogodagedara as a Director of the Company in place of Mr. W H C P S Wijesekara.
4. To elect a Director in place of Mr. N Sundararajan who retires by rotation in terms of Article 84 of the Articles of Association of the Company and who being eligible, offers himself for re-appointment.
5. To re-elect Mr. D P Kumarage as a Director who is over the age of 70 years and who retires at the Annual General Meeting in terms of section 210 of the Companies Act, No. 07 of 2007 by passing the following ordinary resolution.

“It is here by Resolved that the age limit referred to in Section 210 of the Companies Act, No. 07 of 2007 shall not apply to Mr. D P Kumarage who is over the age of 70 years prior to this Annual General Meeting and that he be re-elected.”

6. To re-elect Mr. N Sundararajan as a Director who is over the age of 70 years and who retires at the Annual General Meeting in terms of section 210 of the Companies Act, No. 07 of 2007 by passing the following ordinary resolution.

“It is here by Resolved that the age limit referred to in Section 210 of the Companies Act, No. 07 of 2007 shall not apply to Mr. N Sundararajan who is over the age of 70 years prior to this Annual General Meeting and that he be re-elected.”

7. To declare a dividend as recommended by the Board of Directors.
8. To re-appoint Auditors and fix their remuneration, M/s KPMG Chartered Accountants who are eligible for re-appointment.

To consider and if thought fit, to pass with or without modification(s), the following as an ordinary resolution.

“Resolved that M/s KPMG Chartered Accountants are hereby appointed as Statutory Auditors of the Company, for the Financial Year 2023/24, on a remuneration of Rs. 2,725,000/- (Rupees Two Million Seven Hundred Twenty Five Thousand), in addition to reimbursement of out of pocket expenses.”

9. To transact any other business of which due notice has been given.

By order of the Board



D A Abeyawardene
Director / Secretary

Colombo
26th May 2023

A member entitled to attend and to vote at the above mentioned meeting is entitled to appoint a proxy who need not also be a member, to attend instead of him. A form of proxy accompanies this notice.

FORM OF PROXY

I/We.....
.....holder of NIC No.....of
.....
.....being a *shareholder / shareholders of Lanka Ashok Leyland PLC, do hereby appoint
.....
.....holder of NIC No:
..... of
.....

or failing him/her

- Mr. K C Leshan De Silva.....of Colombo or failing him
- Mr. D P Kumarage of Colombo or failing him
- Mr. N Sundararajan of Colombo or failing him
- Mr. Gopal Mahadevan of Colombo or failing him
- Mr. D A Abeyawardene..... of Colombo or failing him
- Mr. Amandeep Singh Arora.....of Colombo or failing him
- Ms. H A Bogodagedaraof Colombo or failing him

as my/ our* proxy to represent me/ us* and on my/ our* behalf at the Annual General Meeting of the Company to be held at Lanka Ashok Leyland, Panagoda, Homagama on 11th August 2023 at 11.00 a.m. and at any adjournment thereof and at every poll which may be taken consequence thereof.

In witness my/ our hand/ hands thisday of Two Thousand and Twenty Three.

.....
Signature

*** Note :**

1. *Please delete the inappropriate words.
2. Instructions as to completion are noted on the reverse hereof.

Instructions to Complete Proxy

1. Kindly perfect the form of proxy by filling in legibly your full name and address by deleting one or other of the alternative words indicated by an asterisk in the body of the form overleaf in order to indicate clearly your voting instructions by signing in the space provided and filling in the date of signature.
2. If there is any doubt as to which way the proxy should vote by reason of the way in which instructions under (I) above have been carried out, no vote will be recorded by the proxy.
3. A proxy need not be a member of the Company.
4. The completed form of proxy should be deposited at the registered office of the Company, Panagoda, Homagama, before 11.00 a.m on 09th August 2023 being forty-eight hours before the time appointed for the holding of the meeting.
5. If a form of proxy is signed by an Attorney, the relevant power of Attorney or a notarially certified copy of such power of Attorney should accompany the completed form of proxy for registration if such power of attorney has not already been registered with the Company.

TRANSPORT ARRANGEMENT

For your convenience, transport is arranged from our **City Office No 41, Edward Lane, R A De Mel Mawatha, Colombo 03.**

THE BUS WILL START AT 9.00 A.M FROM THE CITY OFFICE and those who wish to avail the service are kindly requested to be present before 9.00 a.m.

Please confirm your attendance on or before 09th August 2023 for us to make necessary arrangements.

For any clarification you may contact Mr. Chirath Peiris over 0718 602 286 during normal office hours.