

CIRCULAR TO THE SHAREHOLDERS OF TEEJAY LANKA PLC PV 7617 PB/PQ

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 and further to circular No.004/2022 dated 27th May 2022 issued by the Colombo Stock Exchange, printed copies of the annual report will not be provided this year.

Accordingly, the Annual Report for the financial year ended 31st March 2022 can be downloaded from the CSE website on <https://www.cse.lk/home/company-info/TJLN0000/financial> and the website of the Company on 28th July 2022.

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

Name : Riyas Ahmed
Email ID : RiyasAh@teejay.com
Telephone : +94 (36) 4279500 – Ext. 337
Mobile : +94 766 036 366

The Notice of meeting, instructions for participation, Form of Proxy and the registration form for the annual general meeting scheduled to be held on 18th August 2022 at 2.30 p.m. online via virtual platform has also been uploaded to the abovementioned websites of the CSE and the Company.

Yours faithfully,

By order of the Board of Teejay Lanka PLC

CORPORATE SERVICES (PRIVATE) LIMITED

Secretaries and Registrars

On this 27th day of July 2022.

REGISTRATION FORM

ANNUAL GENERAL MEETING (AGM) OF TEEJAY LANKA PLC TO BE HELD ON 18th AUGUST
2022 AT 2.30 PM ONLINE VIA A VIRTUAL PALTFORM

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 Proxy holder is appointed by the Shareholder following details of his/hers 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

.....
Principal Shareholder 1st Joint Shareholder 2nd Joint Shareholder

Date :

Note: In the Case of a Company/ Corporation, the Shareholder Registration Form must be signed under its Common Seal which should be affixed and attested in the manner prescribed by its Articles of Association and in the case of the Registration Form is signed by an Attorney, must be deposited at Block D8 – D14, Seethawaka Export Processing Zone, Avissawella, Sri Lanka or emailed to corporate.services@corporateservices.lk

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting of Teejay Lanka PLC will be held online via a virtual platform on Thursday, 18th August 2022, at 2.30 p.m for the following purposes:

AGENDA

1. To receive and consider the Annual Report of the Board and the Financial Statements of the Company for the financial year ended 31st March 2022 together with the Report of the Auditors thereon.
2. To re-appoint Messrs. PricewaterhouseCoopers, Chartered Accountants, as the Auditors of the Company, to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be agreed upon with them by the Board of Directors and to audit the Financial Statements of the Company for the ensuing year.
3. To propose the following resolution as an ordinary resolution for the reappointment of Mr. A.L. Gooneratne who has reached the age of 70 years.

"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.L. Gooneratne who has reached the age of 70 years prior to this Annual General Meeting and that he be reappointed as a director of the Company".
4. To re-elect Mr.A.D. Gunewardene, who retires in terms of Article 27(3) of the Articles of Association and being eligible has offered himself for re-election.

5. To re-elect Mr.M.Okutomi, who retires in terms of Article 27(3) of the Articles of Association and being eligible has offered himself for re-election.
6. To declare a final dividend of LKR 1.50 per share for the financial year ended 31st March 2022 as recommended by the Board.
7. To authorize Directors to determine contributions to charities.

By order of the Board

CORPORATE SERVICES (PRIVATE) LIMITED

Secretaries

TEEJAY LANKA PLC

At Colombo, on this 27th day of July 2022.

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. A proxy need not be a shareholder of the Company. A completed form of proxy must be deposited at the registered office of the Company, at No. Block D8 – D14, Seethawaka, Export Processing, Zone, Avissawella or e-mailed to corporateservices@corporateservices.lk not less than 48 hours before the time appointed for the holding of the meeting.

NOTICE OF MEETING

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. 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.

These measures have been adopted to observe social distancing regulations/ requirements to mitigate the dangers of spread of the virus.
 - (ii) In terms of circular no. 4 of 2022 from the Colombo Stock Exchange, the Company will not be sending printed copies of the Annual Reports to the shareholders.
 - (iii) 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 (www.teejay.com) and should be duly completed as per the instructions given therein and sent to the registered address of the Company or e-mailed to 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.
 - (iv) The shareholders who are unable to participate at the Annual General Meeting via Zoom could send their queries, if any, to email address 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.
 - (v) 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.
 - (vi) Shareholders can use the "Q&A Forum" to communicate your questions/concerns as and when required.
 - (vii) For any questions please contact Riyas Ahmed of Teejay Lanka PLC on +94766036366 during office hours.

The Annual Report, Notice of Meeting, Form of Proxy and Registration Form will be published on the website of the Colombo Stock Exchange (www.cse.lk) and the website of the Company (www.teejay.com).

FORM OF PROXY

*I/We.....of

being a shareholder/shareholders of Teejay Lanka PLC do hereby appoint

- | | |
|---|-----------------|
| 1. Mr.A.D.Gunewardene | or failing him, |
| 2. Mr. Mohamed Ashroff Omar | or failing him, |
| 3. Mr. M.Okutomi | or failing him, |
| 4. Mr Hasitha Premaratne | or failing him, |
| 5. Mr. Kit Vai Tou | or failing him, |
| 6. Mr.Amitha Lal Gooneratne | or failing him, |
| 7. Prof. Kulatilleke Arthanayake Malik Kumar Ranasinghe | or failing him, |

.....of

as *my/our Proxy to attend and vote/speak at the Annual General Meeting of the Company to be held online via a virtual platform on 18th August 2022 at 2.30 p.m held and at any adjournment thereof.

	For	Against
1. To receive and consider the Annual Report of the Board and the Financial Statements of the Company For the financial year ended 31st March 2022 together with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-appoint Messrs. PricewaterhouseCoopers as the auditors of The Company and to audit the financial statements for the ensuing Year and authorize the Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-appoint as a Director Mr. A.L.Gooneratne in terms of section 210 of the Companies Act No.07 of 2007	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Mr. A.D.Gunewardene who retires in terms of article 27(3) of the articles of association of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Mr. M.Okutomi who retires in terms of article 27(3) of the articles of association of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6. To declare a final dividend of LKR 1.50 per share as recommended by the the Board	<input type="checkbox"/>	<input type="checkbox"/>
7. To authorize the Directors to determine contributions to charities	<input type="checkbox"/>	<input type="checkbox"/>

Signed this day of 2022

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Signature/s

Note:Instructions as to completion are noted on the reverse hereof.

FORM OF PROXY

INSTRUCTIONS AS TO COMPLETION

1. Kindly perfect the Form of Proxy after filling in legibly your full name, address and sign in the space provided. Please fill in the date of signature.
2. Please return the completed Form of Proxy to the Company after crossing out one or the other of the alternative words indicated by the asterisks on the body of the Form and by indicating with an 'X' in the space provided against each resolution, the manner in which you wish your vote to be cast.
3. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy who need not be a member, to attend and vote instead of him.
4. In the case of a Corporate Member, the Form must be completed under its Common Seal, or signed by its attorney or by an officer on behalf of the corporation. The Company may, but shall not be bound to require evidence of the authority of any such attorney or officer.
5. If the Form of Proxy is signed by an Attorney, the relevant Power of Attorney should also accompany the completed Form of Proxy, in the manner prescribed by the Articles of Association.
6. The completed Form of Proxy should be deposited at the Registered Office of the Company, Block D8 – D14, Seethawaka Export Processing Zone, Avissawella not less than forty eight (48) hours before the appointed time for meeting
7. If there is any doubt as to the manner in which the proxy should vote by reason of the manner in which instructions in 2 above have been carried out, the proxy holder will vote as she/he thinks fit.
8. A shareholder appointing a proxy (other than a director of the Company) to attend the meeting should indicate the proxy holder's National Identity Card (NIC) number on the Form of Proxy and should instruct the proxy holder to bring his/her National Identity Card to the Meeting