

**CIRCULAR TO SHAREHOLDERS  
UDAPUSSELLAWA PLANTATIONS PLC – PQ 63  
28TH ANNUAL GENERAL MEETING**

Dear Shareholders,

Taking into consideration the current restrictions prevailing in the Country due to the COVID-19 pandemic, the Board of Directors of Udapussellawa Plantations PLC has decided to hold its 28th Annual General Meeting (AGM) by way of a Virtual Meeting on Wednesday, 30th June 2021, at 11.00 a.m. following the issuance of guidelines by the Colombo Stock Exchange (CSE) for hosting of Virtual AGMs.

**METHOD OF HOLDING THE AGM/ELECTRONIC PLATFORM**

Only the key officials who are essential for the administration of the formalities of the meeting will be physically present in the venue and all others including shareholders will participate via an online meeting platform. These measures are being adopted to observe “social distancing” requirements to mitigate the dangers of spreading the virus.

**REGISTRATION PROCEDURE**

Those Shareholders and Proxy holders who wish to participate via the Online Meeting Platform should notify the Company of such intention by completing the attached **Registration of Shareholders Details Form**.

**The Registration of Shareholders Details Form** will also be made available on the Company’s website and on the website of the Colombo Stock Exchange. Arrangements will be made for shareholders who wish to participate in the AGM via an online meeting platform, with log in information being forwarded to shareholders in advance of the meeting.

In order to enable such facilities, shareholders who wish to participate in the AGM via the online meeting platform are requested to forward to us their details, by duly completing the Annexure 1 (**Registration of Shareholders Details Form**), and emailing it to the Company to the email address [srilanka.fte@finlays.net](mailto:srilanka.fte@finlays.net) or sending the duly completed form by post to reach the Company, **48 hours prior to the time fixed for the meeting**.

**APPOINTMENT OF PROXY HOLDERS**

Due to the COVID-19 pandemic and prevailing health and safety guidelines issued by the Government of Sri Lanka, the Shareholders are encouraged to vote by Proxy, by way of appointing a member of the Board of Directors to vote on their behalf and to include their voting preferences on the resolutions that are to be taken up at the meeting, which are given in the **Form of Proxy**.

**The Form of Proxy** is attached herewith and is also available on the Company’s website and on the website of the Colombo Stock Exchange. The Shareholders who wish to appoint a Proxy should duly complete the **Form of Proxy** and include the details of such Proxy holder in the **Registration of Shareholders Details Form** as per the instructions given therein.

The duly completed **Form of Proxy** should be forwarded to the Company by emailing it to the Company’s email address or sending the duly completed form by post to reach the Company, **48 hours prior to the time fixed for the meeting**.

## QUERIES OF SHAREHOLDERS

Shareholders who are unable to participate at the virtual meeting via the designated online meeting platform are invited to forward their suggestions, questions and concerns (if any) relating to items on the agenda, to the email address [srilanka.fte@finlays.netc](mailto:srilanka.fte@finlays.netc) to reach the Company **48 hours prior** to the time fixed for the meeting. The Board will ensure that they are discussed and addressed at the AGM, if relevant.

## GUIDELINES AND REGISTRATION PROCESS FOR THE ANNUAL GENERAL MEETING (AGM) VIA ONLINE MEETING PLATFORM

Shareholders/Proxy holders who wish to participate in the Annual General Meeting of Udapussellawa Plantations PLC to be held via an Online Meeting Platform (Virtual AGM), could do so by using a smart phone or a desktop computer.

If a Shareholder/Proxy holder intends to join the Virtual AGM via a smart phone, it is necessary for him/her to download the **“Zoom Mobile App”** onto his/her smart phone.

Similarly, if a Shareholder/Proxy holder wishes to attend the Virtual AGM via a desktop computer, the link can be opened by downloading the **“Zoom Desktop App”** to the respective desktop computer (compatible web browser: **Google Chrome**).

1. The Company will verify all registration requests and identification details received as aforesaid, against the details of Shareholders set out in the Shareholders' Register and accept the registrations for the Virtual AGM if it is satisfied with the request and supporting documents (if any).

Shareholders whose registration requests are accepted will receive an email confirmation from the Company acknowledging the acceptance of their request.


2. The Shareholders whose registration requests have been accepted will receive a further email from the Company 24 hours prior to the commencement of the AGM. This email will provide a web link for online registration referred to as **“Virtual AGM Registration”**. If the Shareholder has appointed a valid Proxy, this email will be forwarded to the relevant Proxy holder.
3. The Shareholders/Proxy holders are requested to use the web link, which will be forwarded by the Company as referred to in 2 above, and click on the **“Virtual AGM Registration”** in order to complete online registration for the Virtual AGM.

On clicking the link **“Virtual AGM Registration”**, Shareholders/Proxy holders will be redirected to an interface where they will be requested to enter their **first name, last name, email address, re-enter email address and NIC No./Passport No./Co. Reg. No.** (In entering these details, the participants are required to ensure that correct details as included in the **Registration of Shareholders Details Form** referred to above are entered in the said online registration process, since any mismatch will be considered as an unsuccessful log in).

After successful completion of entering of the details as referred to above, the participants are requested to click on **“REGISTER”** which will be prompted on their screens enabling them to receive the meeting link.

4. The Shareholders who successfully complete their online registration as set out in the above, will receive the log in link for participation in the meeting referred to as ‘Click here to Join the Virtual Meeting’ and credentials.
5. In order to join the Virtual AGM, participants are required to click on ‘Click here to Join the Virtual Meeting’. In some instances the system will call for the credentials and if that is required, please enter the credentials to gain access to the Virtual AGM.
6. On completion of this process, you will be directed to the Virtual AGM Zoom Platform, where you can participate in the Virtual AGM.

It is recommended that the Shareholders/Proxy holders complete the process outlined in 3, 4, 5 and 6 above and join the AGM at least ten (10) minutes before the start of the AGM. The Online Meeting Platform will be active thirty (30) minutes before the time appointed for the commencement of the meeting.

7. Shareholders/Proxy holders may use the Q & A tab or the Hand Raise  icon appearing on the screen respectively, to submit their questions or concerns in typed format or verbally. The system will allow a pop-up message to **unmute the microphones and to allow video options**.
8. After completion of the process outlined in the above in respect of all eligible Shareholders and Proxy holders, the Company will forward a separate email to the Shareholders / Proxy holders or representatives (as applicable) who are entitled to vote, providing a separate link to vote on all resolutions included in the Notice of Annual General Meeting dated 31st May 2021.
9. Shareholders/Proxy holders who intend participating in the meeting are requested to open the said link and be prepared to cast their vote when each resolution is taken up for voting by the Chairman. Participants are advised to “refresh” the voting page and cast the vote as per their discretion in the given space and click “SUBMIT” enabling the Company to receive the responses.
10. When declaring the voting on a resolution, the Chairman will take in to account the voting of the Shareholders/Proxy holders participating virtually.
11. **60 seconds** will be allocated for Shareholders/Proxy holders to cast their vote in respect of each resolution.
12. The results will be processed and announced by the Chairman **15 seconds** after the end of the time slot allocated for voting.
13. In a situation where a Poll is demanded and Shareholders are required to vote on the Poll, a mechanism similar to that referred to for voting, will be applicable. This will be moderated by the Chairman of the meeting.

**It is advised to check the online AGM access at least 3 hours prior and also ensure that your devices have an audible sound system so that you could be participate in the AGM comfortably.**

**ANNUAL REPORT 2020**

A QR Code containing the Annual Report information is forwarded herewith.



All documents relating to the AGM must be forwarded to the Company by post addressed to Udapussellawa Plantations PLC, No. 95A, P. O. Box 2, Nambapana, Ingiriya or by email to the address [srilanka.fte@finlays.net](mailto:srilanka.fte@finlays.net) **48 hours** prior to the time fixed for the meeting.

The Notice of Meeting, Form of Proxy, and other related documents will also be made available on the **Company's website** (<https://www.finlays.net/about-us/locations/sri-lanka/>) and website of the **Colombo Stock Exchange** <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=UDPL.N0000>)

The Company will endeavor to dispatch the aforementioned documents by ordinary post to the shareholders in due course provided the postal services are duly operational.

**DOCUMENTS ATTACHED**

The following documents are attached to this circular to shareholders:

- Notice of Meeting
- Form of Proxy
- Circular to Shareholders giving Guidelines and Regulations Process for the Annual General Meeting
- Registration Form

By Order of the Board of Udapussellawa Plantations PLC



SECRETARIES (PRIVATE) LIMITED

SECRETARIES

31st May 2021

**Note:**

For any queries regarding this Notice, please contact Ms. Dilhara Karunaratne on 034-4945624 / 0764 457 629 or Mr. Kosala Kumara on 034-4945651 / 0767 356 953, during normal office hours (10.00 a.m to 4.00 p.m).