

Notice of Meeting

NOTICE IS HEREBY GIVEN that the THIRTY FIRST ANNUAL GENERAL MEETING OF DISTILLERIES COMPANY OF SRI LANKA PLC will be held as a virtual meeting at the "Mini Auditorium" Distilleries Company of Sri Lanka PLC, , No 110, Norris Canal Road, Colombo 10. Sri Lanka on 28th September 2021 at 10.00 a.m. for the following purposes.

1. To receive and consider the Annual Report of the Directors and the Financial Statements of the company for the year ended 31st March 2021.
2. To re- elect Dr. A.N. Balasuriya who retires by rotation at the Annual General Meeting in terms of Article 30 of the Articles of Association, as a Director of the company.
3. To re- elect Mr. D.H.S. Jayawardena who is over 70 years as a Director by passing the following resolution.
"That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. D.H.S. Jayawardena who has attained the age of 79 and that he be re-elected a Director of the company
4. To re- elect Mr. R Seevaratnam who is over 70 years as a Director by passing the following resolution.
"That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. R. Seevaratnam who has attained the age of 78 and that he be re-elected a Director of the company."
5. To re- elect Mr. N. de S. Deva Aditya who is over 70 years as a Director by passing the following resolution.
"That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. N. de S. Deva Aditya who has attained the age of 73 and that he be re-elected a Director of the company
6. To authorize the Directors to determine contributions to charities.

7. To authorize the Directors to determine the remuneration of the Auditors, Messrs KPMG who are deemed to have been reappointed as Auditors for year ended 31st March 2022 in terms of Section 158 of the Companies Act No. 07 of 2007.

By order of the Board,



Ms. V. J. Senaratne
Company Secretary

30th August 2021
Colombo.

NOTES:

1. In the interest of protecting public health and facilitating compliance with the Health and Safety guidelines issued by the Government of Sri Lanka, the Thirty First (31st) Annual General Meeting of Distilleries Company of Sri Lanka PLC will be a virtual meeting held by participants joining in person or proxy and through audio or audio visual means in the manner specified below:

I. Attendance of the Chairman and the board of Directors

The Chairman/ Managing Director, Board of Directors, certain Key Management Personnel, the Company Secretary, and the External Auditors will participate in the meeting through audio and audio visual means as a measure to maintain "social distancing" requirements to mitigate the dangers of spreading the virus.

II. Shareholder Participation

- a. The shareholders are encouraged to appoint a Director of the Company as their proxy to represent them at the meeting.
- b. The shareholders may also appoint any other persons other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting through audio or audio visual means only

- c. The shareholders who wish to participate at the meeting will be able to join the meeting through audio or audio visual means. To facilitate this process , the shareholders are required to furnish the details of the shareholder and proxy holder, if any, by perfecting Annexure II to the circular to shareholders and forward same to vyjayanthi.corp@melsta.com or by facsimile on +94 11 2698718 , to reach the Secretary not less than five (05) days before the date of the meeting so that the meeting login information could be forwarded to the e mail address as provided. The circular to the shareholders will be posted to all the shareholders along with the Notice of meeting and the Form of Proxy
- d. To facilitate the appointment of proxies, the Form of Proxy is attached hereto and the duly filled Form of Proxy should be sent to reach the Company Secretaries via e mail vyjayanthi.corp@melsta.com or facsimile on +94 11 2698718 or by post to the registered address of the company No 110, Norris Canal Road, Colombo 10. Sri Lanka, not less than twenty four (24) hours before the time fixed for the meeting.

III. Shareholder's queries

The shareholders are hereby advised that if they wish to raise any queries, such queries should be sent to reach the Company Secretary, via e- mail to vyjayanthi.corp@melsta.com or facsimile on +94 11 2698718 or by post to the registered address of the company No 110, Norris Canal Road, Colombo 10. Sri Lanka not less than Five (5) days before the date of the meeting. This is in order to enable the Company Secretary to compile the queries and forward same to the attention of the Board of Directors so that same could be addressed at the meeting.

2. The Annual Report of the Company for the year 2020/21 will be available for perusal of the Company website www.dcsigroup.com and the Colombo Stock Exchange website on www.cse.lk.

Form of Proxy

Folio No.	
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I/We

of being a member /
members of Distilleries Company of Sri Lanka PLC hereby appoint Don Harold Stassen Jayawardena* or failing him Cedric
Royle Jansz * or failing him Niranjana de Silva Deva Aditya* or failing him Kolitha Jagath Kahanda* or failing him Adrian Naomal
Balasuriya* or failing him Don Hasitha Stassen Jayawardena* or failing him Ranjeevan Seevaratnam*

or

of

as my/our* Proxy to represent me/us* and vote for me/us* on my/our* behalf at the Thirty First (31st) Annual General Meeting of
the Company will be held as a "Virtual Meeting" on 28th day of September 2021, at the "Mini Auditorium" DCSL, 110, Norris Canal
Road, Colombo 10, Sri Lanka and at any adjournment thereof and at every poll which may be taken in consequence thereof.

* Please delete the inappropriate words.

** Please write your Folio Number which is given on the top left of the address sticker.

Dated thisday of2021.

.....
Signature of Shareholder

Notes:

1. Proxy need to be a member of the company.
2. In terms of the Article 20 (III) of the Articles of Association of the Company
A proxy shall be appointed by notice in writing signed
 - a) In the case of an individual, by the appointer or his attorney
 - b) In the case of a corporation, either under its common seal or by its attorney or by an officer on behalf of the corporation; and shall be addressed to the Chairman or the Secretary. The notice of appointment shall state whether the appointment is for a particular meeting, or for a specified term.
3. In terms of the Article 20 (IV) of the Articles of Association of the Company
No proxy is effective in relation to a meeting, unless a copy of the instrument which contained the notice of appointment together with the duly executed power of attorney (if any) is submitted to the secretary not less than twenty – four (24) hours before the start of the meeting.
4. In terms of the Article 22 of the Articles of Association of the Company
Where two (02) or more persons are registered as the holder of a share, the vote of the person named first in the share register and voting on a matter shall be accepted to the exclusion of the votes of the other joint holders. Where there are several executors or administrators of a deceased shareholder in whose sole name any shares are registered, any one of such executors or administrators may vote in respect of such shares unless any other of such executors or administrators is present at the meeting at which such a vote is tendered and objects to the vote. In such an event, a vote in relation to such shares on any matter shall not be accepted unless all such executors or administrators agree thereto.
5. Instructions as to completion are noted overleaf.

Instructions as to Completion of Form of Proxy

1. Kindly perfect the Form of Proxy by filling in the mandatory details required above, signing in the space provided and filling in the date of signature.
2. If the Form of Proxy is signed by an Attorney, the relative power of attorney should also accompany the proxy form for registration, if such power of attorney has not already been registered with the Company.
3. In the case of a Company/Corporation, the Form of Proxy shall be executed in the manner specified in the Articles of Association.
4. In the absence of any specific instructions as to voting, the proxy may use his/her discretion in exercising the vote on behalf of his appointer.
5. Duly filled forms of proxy should be sent to reach the Company Secretary via e-mail to vyjyanthi.corp@melsta.com, or facsimile on +94 11 2698718 or by post to the registered address of the Company No: 110, Norris Canal Road, Colombo 10, Sri Lanka, not less than twenty four (24) hours before the time appointed for the holding of the meeting.

Circular to the Shareholders

DISTILLERIES COMPANY OF SRI LANKA PLC (PQ 112) **110, NORRIS CANAL ROAD, COLOMBO 10, SRI LANKA**

Dear Shareholder/s,

VIRTUAL ANNUAL GENERAL MEETING OF DISTILLERIES COMPANY OF SRI LANKA PLC FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2021.

Following the issuance of guidance by the Colombo Stock Exchange (CSE) due to the COVID-19 pandemic situation of the country and in the interest of protecting public health and facilitating compliance with the Health and Safety guidelines issued by the Government of Sri Lanka the Thirty First (31st) Annual General Meeting (AGM) of Distilleries Company of Sri Lanka PLC will be held virtually in the manner prescribed below:

A. GENERAL DETAILS

1. The Thirty First (31st) AGM of Distilleries Company of Sri Lanka PLC will be conducted from "Mini Auditorium" DC SL, No.110, Norris Canal Road, Colombo 10, Sri Lanka at 10.00 a.m. on 28th day of September 2021.
2. The AGM will be held in accordance with the guidelines issued by the CSE for the hosting of a virtual AGM.
3. The Chairman/Managing Director, the Board of Directors, certain Key Management Personnel, the Company Secretary, the External Auditors and all shareholders will participate in the meeting through audio and audio visual means as a measure to maintain "social distancing" requirements to mitigate the dangers of spreading the virus.
4. The Annual Report of the Company for the financial year ended 31st March 2021 will be available for perusal on the Company website on www.dcsigroup.com and the Colombo Stock Exchange website on www.cse.lk.
5. If you wish to receive a printed copy of the Annual Report for the financial year ended 31st March 2021, please complete and forward us the Form of Request attached hereto (Annexure 1) by post to Central Depository Systems (Private) Limited, Registrar Services and Corporate Actions Unit, No. 341/5, M & M Center, Kotte Road, Rajagiriya, Sri Lanka or e-mail thilanka@cse.lk or facsimile + 94 11 2440396

B. SHAREHOLDERS PARTICIPATION

1. The Shareholders are encouraged to appoint a Director of the Company as their proxy to represent them at the meeting.
2. The shareholders may also appoint any other persons other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting through audio- or audio-visual means only.
3. The shareholders who wish to participate at the meeting will be able to join the meeting through audio or audio visual means. To facilitate this process, the shareholders are required to furnish the details of the shareholder and proxyholder, if any, by perfecting Annexure II to the circular to shareholders and forward same to vyjyanthi.corp@melsta.com or by facsimile on +94 11 2698718, to reach the Secretary not less than five (05) days before the date of the meeting so that the meeting log in information could be forwarded to the e-mail addresses so provided. Only shareholders or their duly appointed proxy holders are requested to log in to the virtual meeting platform 30 minutes prior to the time fixed for the meeting. The company shall not be responsible or liable for misuse and /or unauthorized use of login information.
4. To facilitate the appointment of proxies specified in B.1 and B.2 above, the Form of Proxy is attached with the Notice of Meeting. The duly filled Forms of Proxy should be sent to reach the Company Secretary via e.mail to vyjyanthi.corp@melsta.com or facsimile on +94 11 2698718 or by post to the registered address of the Company No.110, Norris Canal Road, Colombo 10, Sri Lanka, not less than twenty four (24) hours before the time fixed for the meeting.

C. SHAREHOLDERS QUERIES

The shareholders are hereby advised that if they wish to raise any queries, such queries should be sent to reach the Company Secretary, via e-mail to vyjayanthi.corp@melsta.com or facsimile on +94 11 2698718 or by post to the registered address of the Company No.110, Norris Canal Road, Colombo 10, Sri Lanka not less than five (05) days before the date of the meeting. This is in order to enable the Company Secretary to compile the queries and forward same for the attention of the Board of Directors so that they could be addressed at the meeting.

For any further queries on this matter, please contact Ms. V. J. Senaratne Company Secretary of Distilleries Company of Sri Lanka PLC.

Telephone : **+94 11 269 6098 or +94 777 699431**

E.mail : **vyjayanthi.corp@melsta.com**

The Board wishes to thank the shareholders of the Company for their unwavering cooperation.

Yours faithfully,

Distilleries Company of Sri Lanka PLC

V. J. Senaratne -

Ms. V. J. Senaratne
Company Secretary

30th August 2021

Registration of Shareholder Details for Online Participation

Annexure II

Distilleries Company of Sri Lanka PLC 31ST ANNUAL GENERAL MEETING

To : Company Secretary
Distilleries Company of Sri Lanka PLC
110, Norris Canal Road
Colombo 10
Sri Lanka.

1. Full Name of the Shareholder/s

Primary 1 . _____

*Joint 2 . _____

*Joint 3 . _____

2. Shareholder/s Address : _____

3. Shareholder/s NIC NO./Passport No./ Co. Reg. No

Primary 1. _____

*Joint 2. _____

*Joint 3. _____

4. Shareholder/s Contact No : Fixed Line: _____ Mobile : _____

e-mail : _____

5. Name of the Proxy holder : _____

6. Proxy holder's NIC No / Passport No : _____

7. Proxy holder's Contact No : Fixed Line: _____ Mobile : _____

e-mail : _____

I/We hereby certify that the details given above are true and accurate and are furnished for the purpose of enabling my/our online participation at the Annual General Meeting. I/We acknowledge that the Company shall have the right to disable my/our participation in the event the above information furnished are found to be incorrect or inconsistent with shareholding records.

Shareholder's Signature/(s)

Shareholder's Signature /Date

*1st Joint Holder's Signature /Date

*2nd Joint Holder's Signature /Date

**Strike out if not applicable*

Instructions as to be completed.

1. Shareholders are advised to complete the form legibly in order to facilitate their participation through the online platform.
2. The "Web Link" for participation at the AGM through the online platform will be forwarded to the shareholders above noted e mail address.
3. In the case of a company / corporation, the registration must be under its common seal which should be affixed and attested.
4. In the case of the registration form signed by an Attorney the power of attorney must be deposited at the registered office of the company for registration.
5. It is mandatory for the shareholder/s to provide the **e-mail address** in the space provided above in order to forward the login information to facilitate the online participation at the meeting.
6. Duly filed Registration of Shareholder Details Form should be forwarded to **vyjayanthi.corp@melsta.com** or by facsimile on +94 11 2698718 to reach the Company Secretary **not less than five (05) days before the date of the meeting.**

Form of Request

Annexure I

To Central Depository Systems (Private) Limited
Registrar Services and Corporate Actions Unit
No. 341/5, M & M Center, Kotte Road,
Rajagiriya, Sri Lanka

I would like to receive the printed version of the Annual Report of Distilleries Company of Sri Lanka PLC

Full Name of the Shareholder (as on the CDS account / Share Certificate)	
Folio Number	
Company Registration No.	
Address	
Contact No.	

.....
Signature

.....
Date

Note:

- (1) Please complete the Form of Request by filing in legibly the required information in **BLOCK LETTERS** signing in the space provided and filing in the date of signature.
- (2) Please post the completed Form of Request to the registrar's at the address given above or email to thilanka@cse.lk or facsimile on +94 11 2440396

මෙම වාර්තාව සම්පූර්ණයෙන්ම පිළියෙල කර ඇත්තේ ඉංග්‍රීසි භාෂාවෙනි. ඔබට සහාපතිතාවයේ පනිවිඩය, අධ්‍යක්ෂකවරුන්ගේ වාර්ෂික වාර්තාව සහ විගණක වාර්තාව සිංහල හෝ දෙමළ භාෂාවෙන් සකසන ලද පරිවර්තනයක් අවශ්‍ය නම්, ඒ බව සමාගම් ලේකම්, ඩිස්ටිලරීස් කොම්පැනි ඔෆ් ශ්‍රී ලංකා පීවල්සී අංක 110, නොර්ස් කැනල් පාර, කොළඹ 10 යන ලිපිනයට 2021, සැප්තැම්බර් මස 25 වෙනි දිනට ප්‍රථම දන්වන්න.

இவ்வறிக்கை முழுமையாக ஆங்கிலத்தில் உள்ளது. தலைவரின் செய்தி, பணிப்பாளர் சபையின் வருடாந்த அறிக்கை, கணக்காய்வாளரின் அறிக்கை, ஆகியவற்றின் சிங்களம் அல்லது தமிழ் மொழிபெயர்ப்பு வேண்டுமாயின், தயவுசெய்து கடிதம் மூலம் பின்வரும் விலாசத்திற்கு, 2021 செப்டம்பர் மாதம் 25ம் திகதிக்கு முன் அறிவிக்கவும். கம்பனி செயலாளர், டிஸ்டிலரீஸ் கம்பனி ஒப் ஸ்ரீலங்கா பி.எல்.சி, இலக்கம் 110, நொரிஸ் கெனல் வீதி, கொழும்பு 10.

This report is entirely in English. If you require a translated copy of The Chairman's Message, Annual Report of the Board of Directors and The Auditor's Report in Sinhala or Tamil, please make a request by letter addressed to the Company Secretary, Distilleries Company of Sri Lanka PLC, No. 110, Norris Canal Road, Colombo 10, before 25th day of September 2021.