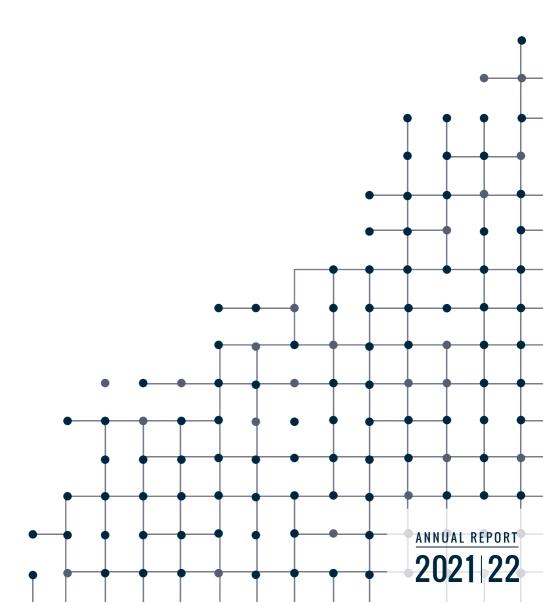
# **Colombo Fort Investments PLC**



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### **Chairman's Review**

On behalf of the Board, I am privileged in welcoming all the shareholders to the Thirty Eighth Annual General Meeting of your Company. It gives me great pleasure to present to you the Annual Report and Audited Financial Statements of the Company for the year ended 31st March, 2022.

During the past year, the Sri Lankan economy rebounded from the impact induced by the outbreak of COVID-19, on the economic activities. Gross Domestic Product growth was 3.7% for 2021 reversing the negative 3.6% experienced in the previous year. Headline inflation accelerated to 12.1% by end 2021, well above the targeted 4% - 6%. The escalating trend in inflation has continued so far in 2022. Core inflation accelerated sharply from mid-2021. The low interest regime continued in most part of 2021 following the concessions given, owing to the COVID-19 pandemic. Market interest rates adjusted upwards thereafter and Central Bank increased the policy rate by 700 basis points in April 2022, being the highest single day adjustment in the recent past.

The Colombo Stock Market has been on an upward trend, gradually gaining momentum from April 2021 to January 2022. The All Share Price Index (ASPI) reached a high of 13,462.39 points in the month of January 2022. Thereafter, a downward trend was witnessed with a steep drop in March 2022, owing to the macroeconomic uncertainties'. ASPI ended the year at 8,903.87 (31.03.2021 - 7,121.28), increasing by 20% in comparison with the previous financial year end. During the month of April 2022 CSE witnessed trading halts and market closure for few days. The escalating interest rate and the overall economic instability faced by the Country at present has negatively impacted the Stock Market.

During the year under review, a revenue of Rs.41.23 Million was recorded by the Company. An increase of 139% was observed, in comparison to the preceding year's revenue of Rs. 17.22 Million. The increased dividend payout by Investee Companies and the realization of gains from the disposal of shares mainly contributed towards the current year's improvement. The profit prior to the fair value adjustment on Financial Assets was Rs. 36.58 Million compared to Rs. 10.64 Million achieved in the previous year.

At the end of the financial year, the Net Asset Value of your Company was Rs. 160.03 per share as against Rs. 189.25 per share in the comparative year. The fair value of quoted investments as at 31st March, 2022 and 31st March, 2021 were Rs. 1.13 Billion and Rs. 1.34 Billion respectively.

Based on the dividend income and the performance of the Company your Board recommends a First & Final Dividend of Rs. 1.20 per share in the form of a Scrip Dividend for the financial year ended 31st March, 2022.

I would like to thank all our shareholders for the confidence placed in the Company, and my colleagues on the Board for their views and valuable advice.

#### A. Rajaratnam

Chairman

01st July, 2022

### **Board of Directors**

### **A.Rajaratnam** - Chairman *FCA*

Mr.A.Rajaratnam was appointed to the Board of Colombo Fort Investments PLC in 1995 and was appointed Chairman on 12th August, 2011.

### **S.D.R.Arudpragasam** - Deputy Chairman *FCMA (UK)*

Mr.S.D.R.Arudpragasam is a Fellow member of the Chartered Institute of Management Accountants (UK). He was appointed to the Board as Deputy Chairman in August, 2011. Having held the position of Deputy Chairman until end June, 2022 he was appointed Chairman of The Colombo Fort Land & Building PLC with effect from 1st July, 2022. He also holds the position of Chairman of Lankem Ceylon PLC and Chairman / Managing Director of E. B. Creasy & Company PLC in addition to serving on the Boards of other companies within the CFLB Group.

#### S.Shanmugalingam - Director

Mr.S.Shanmugalingam was appointed to the Board in 2004. He has over 25 years experience in Share Trading and the Capital Market and has worked for many years as a Senior Stock broker. He currently functions as an Adviser. He holds a Higher Diploma in Information Technology.

A.M.de S.Jayaratne - Director B.Sc. (Econ.), FCA

Mr.A.M.de S.Jayaratne was appointed to the Board in 2005. He has graduated in Economics and is a Chartered Accountant by profession. He was the former Chairman of Forbes & Walker Ltd., Colombo Stock Exchange, Ceylon Chamber of Commerce and The Finance Commission. He also served as Sri Lanka's High Commissioner in Singapore. He is a Director of several public listed companies.

### S.Rajaratnam - Director

B.Sc., CA

Mr.S.Rajaratnam was appointed to the Board in 2008. He holds a Bachelor of Science Degree in Business Administration from Boston College, USA

and is a Member of the Institute of Chartered Accountants in Australia. He has been associated with overseas companies in the field of finance and currently holds the position of Joint Managing Director of E.B. Creasy & Company PLC amongst other Directorships.

#### Dr.J.M.Swaminathan - Director

Attorney-at-Law, LLB (Ceylon), LLM, M.Phil. (Colombo), and LLD (Honoris Causa)

Dr.J.M.Swaminathan is an Attorney-at-Law having over 55 years in practice. He was the former Senior Partner of Messrs. Julius & Creasy. He is a Member of the Office for Reparations Sri Lanka. He has served as a Member of the Law Commission of Sri Lanka and Member of the Council of Legal Education and the Council of the University of Colombo. He is also a Member of the Company Law Advisory Commission and The Intellectual Property Law Advisory Commission. He is the Chairman of the Studies of the Council of Legal Education and also a Consultant at the Institute of Advanced Legal Studies of the Council of Legal Education. He is a Member of the Visiting Faculty of the LLM Course of the University of Colombo. He also serves on the Boards of several public and private companies.

#### Amrit Rajaratnam - Director

LLB (Notts.), Barrister-at-Law

Mr. Amrit Rajaratnam was appointed to the Board in March, 2022. He holds a Bachelor's Degree in Law from the University of Nottingham and is a Barrister at Law (Lincoln's Inn). He began his career at the Law Firm Julius & Creasy and later joined Lankem Ceylon PLC.

#### Anushman Rajaratnam

B.Sc. (Hons.), CPA, MBA

Mr. Anushman Rajaratnam was appointed to the Board of Directors of Colombo Fort Investments PLC on 9th June, 2022. He is at present the Group Managing Director of The Colombo Fort Land & Building PLC (CFLB). In addition, he serves on the Board of several subsidiary companies of the CFLB Group. Prior to joining the CFLB Group, he worked overseas for a leading global Accountancy Firm.

Colombo Fort Investments PLC is committed to a policy of maintaining the highest standard of accountability in all its business and other activities.

The Company firmly believes that good governance adopted and implemented will strengthen the confidence and trust of all stakeholders.

#### **Board Composition**

Currently the Board of Colombo Fort Investments PLC comprises of Eight Non-Executive Directors, of whom two are Independent.

These Directors are named below and their profiles appear on page 3.

| Mr.A.Rajaratnam         | - Chairman        |
|-------------------------|-------------------|
|                         | Non-Executive     |
| (Alternate              |                   |
| Mr.Anushman Rajaratnam) | - Non-Executive   |
| Mr.S.D.R.Arudpragasam   | - Deputy Chairman |
|                         | Non-Executive     |
| Mr.S.Shanmugalingam     | - Non-Executive   |
| Mr.A.M.de S. Jayaratne  | - Independent /   |
|                         | Non-Executive     |
| Mr.S.Rajaratnam         | - Non-Executive   |
| Dr.J.M.Swaminathan      | - Independent /   |
|                         | Non-Executive     |
| Mr.Amrit Rajaratnam     | - Non-Executive   |
| Mr.Anushman Rajaratnam  | - Non-Executive   |

These Directors have submitted declarations of their Independence or Non-Independence to the Board of Directors.

Mr.A.M.de S.Jayaratne and Dr.J.M.Swaminathan are on Boards of other listed companies, in which a majority of the Directors of the Company are Directors and also serve on the Boards of other listed entities which have significant shareholdings in the Company. Mr.A.M.de S.Jayaratne and Dr. J.M.Swaminathan have served for over a period of nine years on the Board of the Company. However, the Directors having taken into consideration all other circumstances listed in the Colombo Stock Exchange Listing Rules pertaining to the "Criteria for Defining Independence" is, of the opinion that Mr. A.M.de S.Jayaratne and Dr.J.M.Swaminathan to be nevertheless Independent.

#### **Decision Making of the Board**

During the year the Board has met on three occasions. In addition to Board Meetings, matters are referred to the Board and decided by Resolutions in writing.

#### **Appointment and Re-election of Directors**

The Board as a whole decides on the appointment of Directors in accordance with the Articles of Association of the Company and in compliance with the Rules on Governance.

In terms of the Articles of Association a Director appointed by the Board holds office until the next Annual General Meeting, at which he seeks re-election by the shareholders. The Articles require that one of the Directors in office to retire at each Annual General Meeting. The Director to retire, is he who has been longest in office since his last election. A retiring Director is eligible for re-election.

#### **Financial Acumen**

The Directors are from varied business and professional backgrounds and have vast experience and proven ability in the field of investment, management and trading in securities. Their expertise enables them to

exercise independent judgement and their views carry substantial weight in decision making. The Board includes five finance professionals who possess the necessary knowledge to offer guidance on matters of finance.

If necessary, professional advice is obtained from external independent parties.

The Board is responsible for the proper management of the Company along with monitoring an effective system of internal control covering the financial matters.

#### **Remuneration Committee**

The Company has no employees and consequently the appointment of a Remuneration Committee does not arise.

#### **Audit Committee**

The Audit Committee consists of Mr. A.M.de S. Jayaratne – Chairman (Independent / Non-Executive Director), Dr. J.M.Swaminathan (Independent / Non-Executive Director) and Mr. S. Rajaratnam (Non-Executive Director).

#### **Related Party Transactions Review Committee**

The Committee comprises of Mr. A.M.de S. Jayaratne – Chairman (Independent / Non-Executive Director), Dr. J.M.Swaminathan (Independent / Non-Executive Director) and Mr. S. Rajaratnam (Non-Executive Director).

#### Managers & Secretaries

The Directors may seek advice from Corporate Managers & Secretaries (Private) Limited, (CMSL) who are qualified to act as Secretaries as per the provisions of the Companies Act No. 07 of 2007. The Company does not employ any staff and all accounting services are provided by CMSL. Proper internal control procedures are adopted within CMSL.

#### **Annual General Meeting / General Meetings**

The Board considers the Annual General Meeting / General Meetings an opportunity to communicate with shareholders and encourage their participation.

#### **Compliance with Legal Requirements**

The Board strives to ensure that the Company complies with the Laws and Regulations of the country.

#### **Corporate Social Responsibility**

Corporate decisions are made with due consideration taking into account the rights and claims of all Non-shareholder Groups.

#### ADHERENCE TO THE CORPORATE GOVERNANCE RULES OF THE COLOMBO STOCK EXCHANGE

| Ru  | e   | Adherence   |
|---|---|---|
| 7.1   | 0.1 Non-Executive Directors   | <u> </u>  |
| <ul> <li>(a) The Board of Directors of a listed Company shall include at least - <ul> <li>two Non-Executive Directors or</li> <li>such number of Non - Executive Directors equivalent to one third of the total number of Directors whichever is higher.</li> </ul> </li> </ul> |   | Complied<br>(The Board of<br>Directors consist of<br>Eight Directors and<br>all are Non-Executive<br>Directors) |
| (b)   | The total number of Directors is to be calculated based on the number<br>as at the conclusion of the immediately preceding Annual General<br>Meeting.   | Not Applicable<br>(The Board consist of<br>only Non- Executive<br>Directors)                                    |
| (c)   | Any change occurring to this ratio shall be rectified within 90 days from the date of the change.   | Not Applicable  |
| 7.1   | 0.2 Independent Directors   |   |
| (a)   | Where the constitution of the Board of Directors includes only two<br>Non-Executive Directors in terms of Rule 7.10.1 (a) above, both such<br>Non-Executive Directors shall be 'independent'. In all other instances<br>two or 1/3 of Non-Executive Directors appointed to the Board of<br>Directors, whichever is higher shall be 'Independent'.                   | Complied<br>(Two Non-Executive<br>Directors are<br>Independent)   |
| (b)   | The Board shall require each Non-Executive Director to submit a signed and dated declaration annually of his/her independence or non-independence against the specified criteria.   | Complied  |
| 7.1   | 0.3 Disclosures Relating to Directors   |   |
| (a)   | The Board shall make a determination annually as to the independence<br>or non-independence of each Non-Executive Director based on such<br>declaration and other information available to the Board and shall<br>set out in the Annual Report, the names of Directors determined to<br>be 'Independent'.   | Complied  |
| (b)   | In the event a Director does not qualify as 'independent' against any<br>of the criteria set out in the listing rules but if the Board taking into<br>account all the circumstances is of the opinion that the Director is<br>nevertheless 'Independent', the Board shall specify the criteria not<br>met and the basis for its determination in the Annual Report. | Complied  |
| (c)   | In addition to disclosures relating to the Independence of a Director<br>set out above, the Board shall publish in its Annual Report a brief<br>resume of each Director on its Board which includes information on<br>the nature of his/her expertise in relevant functional areas.   | Complied  |
| (d)   | Upon appointment of a new Director to the Board, the Company shall forthwith provide to the Exchange a brief resume of such Director for dissemination to the public. Such resume shall include information on the matters itemized in Rule 7.10.3 (a), (b) and (c) mentioned above.  | Complied<br>New appointments<br>were made on<br>25.03.2022 & 9.6.2022   |

| Rule  | Adherence  |  |  |  |
|---|--|--|--|--|
| 7.10.5 Remuneration Committee   |  |  |  |  |
| A listed Company shall have a Remuneration Committee in conformity<br>with the following :<br>(a) Composition<br>(b) Functions<br>(c) Disclosure in the Annual Report   | Not Applicable<br>(Refer the Corporate<br>Governance Disclosure<br>in the Annual Report)                         |  |  |  |
| 7.10.6 Audit Committee  |  |  |  |  |
| A listed Company shall have an Audit Committee in conformity with the following :   | Complied<br>(Refer Audit<br>Committee Report in<br>the Annual Report)  |  |  |  |
| (a) Composition<br>The Audit Committee shall comprise a minimum of two Independent/<br>Non-Executive Directors (in instances where a company has only<br>two Directors on its Board); or Non-Executive Directors a majority of<br>whom shall be independent, whichever shall be higher. | Complied<br>(Audit Committee<br>comprises of three<br>Non-Executive<br>Directors of whom<br>two are Independent) |  |  |  |
| * In a situation where both the Parent Company and the Subsidiary<br>are 'Listed Companies', the Audit Committee of the Parent<br>Company may function as the Audit Committee of the Subsidiary.  | Not Applicable   |  |  |  |
| * However, if the Parent Company is not a listed Company, then the Audit Committee of the Parent Company is not permitted to act as the Audit Committee of the Subsidiary. The Subsidiary should have a separate Audit Committee.   | Not Applicable   |  |  |  |
| * One Non-Executive Director shall be appointed as Chairman of the Committee by the Board of Directors.   | Complied   |  |  |  |
| * Unless otherwise determined by the Audit Committee the Chief<br>Executive Officer and the Chief Financial Officer of the Listed<br>Company shall attend Audit Committee meetings.   | Representatives of<br>the Managers &<br>Secretaries were<br>in attendance on<br>invitation.                      |  |  |  |
| * The Chairman or one Member of the Committee should be a member of a recognised professional accounting body.  | Complied   |  |  |  |

| Rule   | Adherence   |
|--|---|
| <ul> <li>(b) Functions shall include -</li> <li>* Overseeing of the preparation, presentation and adequacy of disclosures in the financial statements of a Listed Company, in accordance with Sri Lanka Accounting Standards.</li> </ul> | Complied  |
| * Overseeing of the Company's compliance with financial reporting requirements, information requirements of the Companies Act and other relevant financial reporting related regulations and requirements                                | Complied  |
| <ul> <li>* Overseeing the processes to ensure that the Company's internal<br/>controls and risk management, are adequate, to meet the<br/>requirements of the Sri Lanka Auditing Standards.</li> </ul>                                   | Complied  |
| * Assessment of the independence and performance of the Company's external auditors.   | Complied  |
| * To make recommendations to the Board pertaining to appointment, re-appointment and removal of external auditors and to approve the remuneration and terms of engagement of the external auditors.                                      | Complied  |
| (c) Disclosure in the Annual Report<br>The names of the Directors (or persons in the Parent Company's<br>Committee in the case of a Group Company) comprising the Audit<br>Committee should be disclosed in the Annual Report.           | Complied<br>(Disclosure made in<br>the Audit Committee<br>Report) |
| * The Committee shall make a determination of the independence of the auditors and shall disclose the basis for such determination in the Annual Report.   | Complied  |
| * The Annual Report shall contain a report by the Audit Committee,<br>setting out the manner of compliance by the Company in relation<br>to the above, during the period to which the Annual Report relates.                             | Complied  |
| 9.1 Shareholder Approval   |   |
| A Listed Entity shall obtain prior approval from the shareholders by way of a Special Resolution for the following Related Party Transactions :  |   |
| 9.1.1 Non-recurrent Transactions   |   |
| (a) Any Related Party Transaction of a value equal to, or more than:   | Γ   |
| (i) 1/3 of the Total Assets of the entity as per the latest Audited Financial Statements of the entity; or   | Not Applicable  |
| (ii) 1/3 of the Total Assets of the entity as per the latest Audited Financial Statements of the entity; when aggregated with other non-recurrent transactions entered into with the same Related Party during the same financial year.  | Not Applicable  |

| Rule  | Adherence  |  |  |  |
|---|--|--|--|--|
| 9.1.2 Recurrent Transaction   |  |  |  |  |
| (a) Any recurrent Related Party Transaction of a value equal to, or more than:  |  |  |  |  |
| (i) 1/3 of the gross revenue (or equivalent term for revenue in the Income Statement) and in the case of group entity consolidated group revenue of the Entity as per the latest Audited Financial Statements of the entity: or   | Not Applicable   |  |  |  |
| (ii) 1/3 of the gross revenue (or equivalent term for revenue in the Income<br>Statement) and in the case of group entity consolidated group<br>revenue of the entity as per the latest Audited Financial Statements<br>of the entity, when aggregated with other recurrent transactions<br>entered into with the same Related Party during the same financial<br>year. and | Not Applicable   |  |  |  |
| (iii) The transactions are not in the ordinary course of business and in the opinion of the Related Party Transactions Review Committee, are on terms favourable to the Related Party than those generally available to the public.   | Not Applicable   |  |  |  |
| 9.2 Related Party Transactions Review Committee   |  |  |  |  |
| A listed Entity shall have a Related Party Transactions Review Committee (RPTRC) in conformity with the following:  |  |  |  |  |
| 9.2.1 Review of Transactions  |  |  |  |  |
| Except for transactions set out in Rule 9.5, all other Related Party<br>Transactions should be reviewed by the Related Party Transactions<br>Review Committee.  | Complied<br>(Refer Related Party<br>Transactions Review<br>Committee Report in<br>the Annual Report) |  |  |  |
| 9.2.2 Composition   |  |  |  |  |
| The Committee shall comprise a combination of Non-Executive Directors<br>and Independent Non-Executive Directors and may also include Executive<br>Directors at the option of the Listed Entity.  | Complied<br>(RPTRC comprises of<br>Three Non-Executive<br>Directors of whom two<br>are Independent)  |  |  |  |
| One Independent Non-Executive Director shall be appointed as Chairman of the Committee.   | Complied   |  |  |  |
| 9.2.3 Related Party Transactions Review Committee of the Parent Company   |  |  |  |  |
| In a situation where both the Parent Company and the Subsidiary are Listed Entities, the RPTRC of the Parent Company may be permitted to function as the RPTRC of the Subsidiary.   | Not Applicable   |  |  |  |
| However, if the Parent Company is not a Listed Entity, then the RPTRC of the parent company is not permitted to act as the RPTRC of the Subsidiary, the Subsidiary shall have a separate RPTRC.   | Not Applicable   |  |  |  |

| Rule   |  | Adherence   |  |
|--|--|---|--|
| 9.2.4  | 4 Committee Meetings   |   |  |
| The Committee shall meet at least once a calender quarter.   |  | The Committee has<br>met on four occasions  |  |
|  | Committee shall ensure that the minutes of all meetings are properly umented and communicated to the Board of Directors.   | Complied  |  |
| 9.2.   | 5 Professional and Expert Advice   |   |  |
| Directors of the Committee should ensure that they have, or have access<br>to, enough knowledge or expertise to assess all aspects of proposed<br>Related Party Transactions, and where necessary, they should obtain<br>appropriate professional and expert advice from an appropriately<br>gualified person. |  | Complied  |  |
| 9.3  | Disclosures  |   |  |
| 9.3.   | 1 Immediate Disclosure   |   |  |
| (a) (  | <ul> <li>i) The Listed Entity shall make an immediate announcement to the exchange;</li> <li>of any non-recurrent Related Party Transaction with a value exceeding 10% of the equity or 5% of the total assets whichever is lower, of the Entity as per the latest Audited Financial Statement, or</li> <li>of the latest transaction if the aggregate value of all non-recurrent Related Party Transactions entered into with the same Related Party during the same financial year amounts to 10% of the equity or 5% of the total assets which ever is lower of the Entity as per latest Audited Financial Statements.</li> </ul> | Not Applicable<br>(All non-recurrent<br>transactions were<br>below the disclosure<br>threshold)                   |  |
| (ii  | <ul> <li>i) Listed Entity shall disclose subsequent non-recurrent transactions which exceeds 5% of the equity of the Entity, entered into with the same Related Party during the financial year.</li> </ul>  | Not Applicable  |  |
| 9.3.   | 2 Disclosure in the Annual Report  |   |  |
| (a)<br>b)  | <b>Disclosure of Non-recurrent Related Party Transactions</b><br>If aggregate value of the non-recurrent Related Party Transactions<br>exceeds 10% of the Equity or 5% of the Total Assets, whichever<br>is lower, of the Listed Entity as per the latest Audited Financial<br>Statements, the information must be presented in the Annual<br>Report in accordance with the prescribed format under 9.3.2 (a).<br><b>Disclosure of Recurrent Related Party Transactions</b>  | Not Applicable<br>(All non-recurrent<br>transactions were<br>below the disclosure<br>threshold)<br>Not Applicable |  |
| -  | If the Aggregate value of the recurrent Related Party Transactions exceeds 10% of the gross revenue/income (or equivalent term in the Income Statement and in the case of group entity consolidated revenue) as per the latest Audited Financial Statements, the Listed Entity must disclose the aggregate value of Recurrent Related Party Transactions entered into during the financial year in the Annual Report in accordance with the prescribed format under 9.3.2(b).  | (All recurrent<br>transactions were<br>below the disclosure<br>threshold)   |  |

| Rule  |   | Adherence  |
|-------|---|--|
| c)    | Report by the Related Party Transactions Review Committee.  | Complied<br>(Refer Related Party<br>Transactions Review<br>Committee Report)       |
| d)    | A declaration by the Board of Directors.  | Complied<br>(Refer RPTRC Report<br>and Annual Report of<br>the Board of Directors) |
| 9.4   | Acquisition and Disposal of Assets from/to Related Parties  |  |
| 9.4.1 | . The Listed Entity nor any of its subsidiaries without obtaining prior approval from the shareholders by way of a Special Resolution, should not acquire or dispose of from/to any Related Party an asset/s amounting to a value which exceeds 1/3 of the total assets of the Entity a (substantial asset) as per latest Audited Financial Statements. | Not Applicable   |
| 9.4.4 | The members of the Related Party Transactions Review Committee<br>should obtain competent independent advice from independent<br>professional experts with regard to the value of the substantial<br>assets of the Related Party Transaction under consideration.   | Not Applicable   |
| 9.4.5 | The competent independent advice obtained in terms of Rule<br>9.4.4 above should be circulated with the notice of meeting to<br>obtain the shareholder approval as set out in Rule 9.4.1 above.   | Not Applicable   |

## **Risk Management Report**

Colombo Fort Investments PLC is exposed to a variety of risks in the course of its operations. Being an investment Company, our success depends on achieving an acceptable balance between the risks we take and returns we earn. The Company's risk management framework has been developed to identify and manage risks in a systematic and professional manner. The Board of Directors of the Company is responsible for the management of risks.

The key risks faced by the Company are categorised into four; being market risk, portfolio risk, regulatory risk and operational risk.

#### **Market Risk**

Market risk is caused by changes in the macroeconomic environment which have an impact on the financial markets as a whole. Changes in borrowing costs, foreign exchange rates, inflation and government policies are some of the causes of this form of risk. Market risk cannot be eliminated. It is an ever present factor in the management of equity portfolios. At Colombo Fort Investments, market risks and the potential implications of those risks are factored into all asset allocation and investment decisions.

#### **Portfolio Risk**

Portfolio risk arises from the unique risks associated with each security that the Company invests. In our equity portfolio the value of shares we invest will fluctuate with the fortunes of the company issuing those shares. We adopt a disciplined process of evaluating investment in order to ensure that our portfolio risk is within acceptable limits given our strategy of growth in the value of our investments in a sustainable manner over the long term. As part of the process of monitoring the performance of our investments, the Board periodically reviews the Company's investments in related companies as well.

#### **Regulatory Risk**

Regulatory risk refers to the risk taken if the Company does not comply with all legal and regulatory provisions applicable to it. Internal systems and processes are structured to ensure that the Company complies with all legal and regulatory provisions. All investments are made and trades executed in compliance with the Companies Act, CSE/SEC Regulations, Tax Regulations and other applicable regulatory provisions.

#### **Operational Risk**

Operational risk is the risk of loss resulting from failed or inadequate internal processes, people and systems or from external events. Operational risk management is an integral part of the overall responsibility resting with the Board and they strive to maintain an appropriate internal control environment to commensurate with the nature of the operations within the framework of the Company's policies and procedures. The Board in consultation with the Audit Committee. assesses the effectiveness of the internal control systems and monitors the compliance with them on a regular basis. The observations of the above review process are used by the Board to improve those controls further and to update them in response to changing conditions associated with the business

The Company also maintains its policies with regard to access, control and protection of data and ability to cope with unexpected contingencies. Necessary safeguards are constantly introduced and upgraded to ensure the integrity of the information and the continuity of business operations. Preventive and proactive measures such as firewalls, virus guards and regular backup systems are amongst other steps kept in place.

The Company does not employ any staff and all services are provided by Corporate Managers & Secretaries (Private) Limited. Thereby, the Company does not face material issues pertaining to employees and industrial relations.

### **Management Discussion and Analysis**

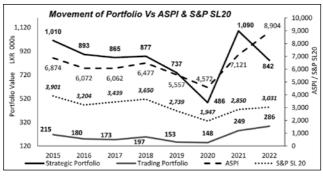
#### **Colombo Fort Investments Portfolio performance**

Financial year ended 31st March, 2022 started with the worries of Covid-19 third wave; surge in the number of affected people after the April New year festival led to a country wide lockdown from latter part of May, 2021 till end of July, 2021. Once again the country was partially locked from August latter part till the end of September, 2021 to curtail the spread of Delta variant. Successful covid vaccination and the Pfizer Booster shots made it possible for the country to come out from the lockdowns. Lockdowns had severely affected the recovery of the country's economy, GDP growth for the year ended December, 2021 was limited to 3.7% after a contraction of 3.6% recorded in the year 2020.

During the period under review company's Strategic Portfolio (Note 12.1) performed lower compared to its last year performance and the All Share Price Index (gained 20% YoY) mainly due to post split stabilization of the E.B. Creasy & Company PLC shares. Accordingly, strategic Portfolio contracted to 842 Million by 23% against the previous year's gain of 125%.

Company's Trading Portfolio (Note 12.2) is well-diversified across sectors but having considerable exposure in Banks and NBFI sector counters. During the period under consideration, interest rates remained low during most part of the year, but the import restrictions on vehicles continued; profitability of NBFI sector improved but Banks remained under pressure. Sharp rise in interest rates during latter part of the financial year is expected to affect the profitability of the sector specially on the sector's Asset quality. Leisure sector had higher volatility while large conglomerates like JKH remained underperformers. Accordingly, trading Portfolio increased to 286 Million with a gain of 15% during the period under review.

Dividend returns during the period was improved by 139% to LKR 41 Million from 17 Million in the previous period.



Bull run in the Colombo Bourse which lasted for over two and a half years till January, 2022 felt a heavy blow; ASPI lost 34% from its peak value of 13,462 points to 8,903 points at the end of March, 2022. Signaled a negative outlook for the financial year 2023 due to the worries over a global economic recession fueled by the global supply chain interruptions, especially supply of food commodities.

#### Outlook

Appointment of the new Central Bank Governor and the prime minister, ongoing IMF negotiations and the strong fiscal and monitory decisions to realign the country's economy gives hope. The Company is closely monitoring the current economic situation, industry performance and the external factors whilst exploring all the possibilities necessary to enhance the investments.

## **Financial Reporting**

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The Board of Directors of Colombo Fort Investments PLC present their Report on the affairs of the Company together with the Audited Financial Statements for the year ended 31st March, 2022.

#### **Principal Activities / Business Review**

The principal activity of the Company is investing in the Stock Market and in other types of Securities.

The Chairman's Review, the Management Discussion Analysis together with the Financial Statements reflect the state of affairs of the Company.

The Directors, to the best of their knowledge and belief, confirm that the Company has not engaged in any activities that contravene laws and regulations.

#### **Financial Statements**

The Financial Statements of the Company are given on pages 26 to 61.

#### Independent Auditors' Report

The Auditors' Report on the Financial Statements is given on pages 22 to 25.

#### **Accounting Policies**

The Accounting Policies adopted in the preparation of the Financial Statements are given on pages 30 to 37.

#### **Interest Register**

#### Directors' Interest in Transactions

The Directors have made general disclosures as provided for in Section 192(2) of the Companies Act No. 07 of 2007. Arising from this, details of contracts in which they have an interest are disclosed in Note 18 to the Financial Statements which are given on pages 52 to 55.

#### Directors' Interest in Shares

Directors of the Company who have an interest in the shares of the Company are required to disclose their share holdings and any acquisitions/disposals to the Board in compliance with Section 200 of the Companies Act.

Details pertaining to Directors direct Shareholdings are set out below.

| Name of Director  | No. of<br>Shares<br>As at<br>31.03.2022 | No. of<br>Shares<br>As at<br>31.03.2021 |
|---|---|---|
| Mr.A.Rajaratnam<br>(Alternate Mr.Anushman   | 1                                       | 1                                       |
| Rajaratnam)   | NIL                                     | NIL                                     |
| Mr.S.D.R.Arudpragasam   | NIL                                     | NIL                                     |
| Mr.S.Shanmugalingam   | *24                                     | *222                                    |
| Mr.A.M de S.Jayaratne   | NIL                                     | NIL                                     |
| Mr.S.Rajaratnam   | NIL                                     | NIL                                     |
| Dr.J.M.Swaminathan  | NIL                                     | NIL                                     |
| Mr. Amrit Rajaratnam  | NIL                                     | N/A                                     |
| (Appointed w.e.f. 25.03.2022)<br>Mr. Anushman Rajaratnam<br>(Appointed w.e.f. 09.06.2022) |   | N/A                                     |

\* Aggregate of 222 fractional shares held in Trust consequent to the Scrip Dividend in 2019 and 24 fractional shares are for the Scrip Dividend in 2021.

#### **Directors' Fees**

Directors' fees in respect of the Company for the financial year 2021/22 is given in Note 5 to the Financial Statements on page 38.

#### **Corporate Donations**

No donations were made during the year.

#### Directorate

The names of the Directors who held office during the financial year and the appointment after the financial year end are given below and are profiled on page 3.

| Mr.A.Rajaratnam               | -   | Chairman<br>Non-Executive |
|-------------------------------|-----|---------------------------|
| (Alternate                    |     |                           |
| Mr.Anushman Rajaratnam        | ) - | Non-Executive             |
| Mr.S.D.R.Arudpragasam         | -   | Deputy                    |
|                               |     | Chairman /                |
|                               |     | Non-Executive             |
| Mr.S.Shanmugalingam           | -   | Director /                |
|                               |     | Non-Executive             |
| Mr.A.M.de S. Jayaratne        | -   | Director /                |
|                               |     | Independent /             |
|                               |     | Non-Executive             |
| Mr.S.Rajaratnam               | -   | Director /                |
|                               |     | Non-Executive             |
| Dr J.M.Swaminathan            | -   | Director /                |
|                               |     | Independent /             |
|                               |     | Non-Executive             |
| Mr.Amrit Rajaratnam           | -   | Director /                |
| (Appointed w.e.f. 25.03.2022) | Ν   | on-Executive              |
| Mr.Anushman Rajaratnam)       | -   | Director /                |
| (Appointed w.e.f. 09.06.2022) | Ν   | on-Executive              |

The Board of Directors had met on three occasions for the year under review and the attendance at Board meetings had been as follows:

| 202    | 202:         | 202  |  |
|--------|--------------|--|--|
| 8      | 0.08.        | 1.02.  |  |
| -      | -            | -  | Excused  |
| √<br>√ | √<br>√       | √<br>-   | 3/3<br>2/3   |
| √      | $\checkmark$ | √  | 3/3  |
| 1      | 1            | √  | 3/3  |
| ~      | ~            | ~  | 3/3  |
| -      | N/A          | -  | -  |
| -      | N/A          | -  | -  |
|        | 50           | V/U         -          ×         ×         ×         23.06.20           V/V         -           ×         ×         ×         10.08.20 | < < < < < 23.06.20<br>- V/V < < < < < 10.08.20<br>- < < < < < 01.02.20 |

Mr.Amrit Rajaratnam, the Director appointed during the year in terms of Article 92 of the Articles of Association retires and being eligible offers himself for re-election. Mr. Anushman Rajaratnam the Director appointed during the year in terms of Article 92 of Articles of Association retires and being eligible offers himself for re-election.

In terms of Articles 85 and 86 of the Articles of Association, Mr. S.Rajaratnam retires by rotation and being eligible offers himself for re-election.

Mr.A.M.de S.Jayaratne who is over 70 years of age retires and offers himself for reappointment under and by virtue of the Special Notice received from a shareholder of the Company, which is referred to in the Notice of Meeting.

Dr.J.M.Swaminathan who is over 70 years of age retires and offers himself for reappointment under and by virtue of the Special Notice received from a shareholder of the Company, which is referred to in the Notice of Meeting.

Mr.A.Rajaratnam who is over 70 years of age retires and offers himself for reappointment under and by virtue of the Special Notice received from a shareholder of the Company, which is referred to in the Notice of Meeting.

Mr.S.D.R.Arudpragasam who is over 70 years of age retires and offers himself for reappointment under and by virtue of the Special Notice received from a shareholder of the Company, which is referred to in the Notice of Meeting.

#### **Corporate Governance**

The Corporate Governance Principles adhered to by the Company are given on pages 4 to 11.

#### Auditors

The Financial Statements for the year have been audited by Messrs. V.S. & Associates.

The amount payable to Messrs. V.S. & Associates as audit fee and fees for audit related services by the Company was Rs.240,000/- (2020/21 Rs.215,000/-) In addition, they were paid Rs. 60,000/- (2020/21 - Rs.55,000/-) by the Company for non-audit related work, which consisted mainly of fees for tax compliance services. Further, Rs.30,800/- was paid to obtain

the Solvency Certificate required under the Companies Act.

As far as the Directors are aware the Auditors do not have any relationship (other than that of an Auditor) with the Company. The Auditors do not have any interest in the Company.

#### Revenue

The revenue of the Company for the year was Rs.41.23 Million (2020/21- Rs.17.22 Million).

#### Results

The Company made a Net Profit before tax of Rs.54.53 Million, as against a Net Profit of Rs.112.68 Million in the previous year. The detailed results are given in the Statement of Profit or Loss and Other Comprehensive Income on page 26.

#### Taxation

In terms of the Inland Revenue Act No. 24 of 2017 and Amendment Act the Company is liable to pay income tax at the rate of 14% on Dividend Income and 24% on the profits for the year of Assessment 2021/22, thereby the Company is liable to pay Rs. 3.68 Million as income tax. The detailed Income Tax computation is given in Note 9 to the Financial Statements on page 39.

#### Dividends

The Board of Directors have resolved to pay a First & Final dividend of Rs. 1.20 per share by way of Scrip Dividend for the Year ended 31st March, 2022 to the registered shareholders of the Company as at the end of trading on the third (3rd) market day (i.e. the "Record date") from and excluding the date of the Annual General Meeting at which the requisite Resolution is passed by the Shareholders of the Company in the proportion of 01 new ordinary share for every 37.8334829221 existing ordinary shares. The said resolution will be proposed at the Annual General Meeting held on 25th August, 2022.

The Directors have confirmed that the Company satisfies the Solvency Test requirement under

Section 56 of the Companies Act No.07 of 2007 for the proposed dividend.

A Solvency certificate has been sought from the Auditors in respect of the aforementioned dividend.

#### Investments

The Fair Value of Quoted Securities held as at 31st March, 2022 was Rs.1.13 Billion (2020/21-Rs.1.34 Billion).

The detailed investment portfolio is given in Note 12 to the Financial Statements on pages 41 to 50.

#### **Property, Plant and Equipment**

The Company does not own any property, plant and equipment.

#### **Stated Capital**

As at the year ended 31st March 2022 the Stated Capital of the Company was Rs.222.13 Million represented by 7,019,579 Ordinary shares.

#### **Rights Issue**

The Company made a Rights Issue of 1,403,915 Ordinary Shares at a price of Rs.52.00 per share to the Shareholders of the Company at the end of trading on 18th May, 2022, in the proportion of One (1) new Ordinary Share for every Five (5) existing Ordinary Shares held in the Company which was approved by Shareholders at an Extraordinary General Meeting held on 12th May, 2022. The issue closed on 13th June, 2022. The total number of shares subscribed for on the Rights Issue was 1,368,823 valued at Rs. 71,178,796.00. Subsequent to the Rights Issue of shares the Company's Stated Capital amounts to Rs. 293,310,640.40 represented of 8,388,402 Ordinary Shares.

The purpose of the Rights Issue was to raise funds for further investing in shares listed on the Colombo Stock Exchange.

#### Reserves

The total reserves of the Company as at 31st March, 2022 amounted to Rs. 901.24 Million

comprising General Reserves of Rs.16.50 Million (2020/21 - Rs.16.50 Million), Fair Value Reserve of Financial Assets at FVOCI of Rs. 550.15 Million (2020/21 - Rs.806.02 Million) and Retained Earnings of Rs. 334.59 Million (2020/21-Rs.292.07 Million). The movements are shown in the Statement of Changes in Equity in the Financial Statements.

#### **Related Party Transactions**

During the financial year there were no recurrent related party transactions and non-recurrent related party transactions which exceeded the disclosure threshold. The Directors declare that the Company has complied with the requirements of Section 9 of Colombo Stock Exchange Listing Rules on Related Party Transactions.

The Related Party Transactions presented in the Financial Statements are disclosed in Note 18 on pages 52 to 55.

### Capital Expenditure Commitments and Contingent Liabilities

Capital Expenditure Commitments and Contingent Liabilities as at the reporting date are disclosed in Notes 20 and 21 to the Financial Statements on page 56.

#### **Events after the Reporting Period**

No circumstances have arisen since the reporting date that would require adjustments to or disclosures in the Financial Statements, other than those disclosed in Note 23 to the Financial Statements on page 56 and 57.

#### **Share Information**

Information relating to earnings, dividend, net assets, market value per share and share trading is given on pages 63 and 64.

#### **Employment Policy**

The Company does not employ any staff. All operational services are provided by Corporate Managers & Secretaries (Private) Limited, to whom a fee is paid.

#### Shareholders

It is the Company's policy to endeavour to ensure equitable treatment to its shareholders.

#### **Statutory Payments**

The Directors to the best of their knowledge and belief, are satisfied that all statutory payments due to the Government have been paid or where relevant, provided for.

#### Internal Control

The Directors acknowledge their responsibility for the Company's system of internal controls. The system is designed to give assurance regarding the safeguarding of investments, the maintenance of proper accounting records and the reliability of financial information generated.

#### **Going Concern**

The Directors, after making necessary inquiries and reviews of the Company's future prospects and risks, cash flows and borrowing facilities, have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Therefore, the going concern basis has been adopted in the preparation of the Financial Statements.

For and on behalf of the Board

S.D.R.Arudpragasam Director

**S.Shanmugalingam** *Director* 

By Order of the Board

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Corporate Managers & Secretaries (Private) Limited Secretaries

Colombo 01st July, 2022

## **Audit Committee Report**

The Audit Committee Report focuses on the activities of the Company for the year under review, which the Committee has reviewed and monitored as to provide additional assurance on the reliability of the Financial Statements through a process of independent and objective views.

#### Composition

The Audit Committee of Colombo Fort Investments PLC comprises of three Non-Executive Directors, of whom two are Independent. The Committee is chaired by Mr.A.M.de S.Jayaratne who is a Chartered Accountant.

| Mr.A.M.de S.Jayaratne | - | Chairman      |
|-----------------------|---|---------------|
|                       |   | Independent   |
|                       |   | Non-Executive |
|                       |   | Director      |
| Dr.J.M.Swaminathan    | - | Independent   |
|                       |   | Non-ecutive   |
|                       |   | Director      |
| Mr.S.Rajaratnam       | - | Non-Executive |
|                       |   | Director      |

The members have varied experience, financial knowledge and business acumen to carry out their role effectively and efficiently. Two of the Committee members including the Chairman are finance professionals.

The Company's Secretaries, Corporate Managers & Secretaries (Private) Limited function as the Secretaries to the Audit Committee.

#### Meetings of the Committee

The Committee met on four occasions during the year under review and the attendance was as follows;

| Mr.A.M.de S.Jayaratne | 4/4 |
|-----------------------|-----|
| Dr.J.M.Swaminathan    | 4/4 |
| Mr.S.Rajaratnam       | 4/4 |

The Directors of the Company and Managers from Corporate Managers & Secretaries (Private) Limited attended these meetings on the invitation of the Audit Committee.

The activities and views of the Committee have been communicated to the Board of Directors by tabling the minutes of the Committee meetings.

#### **Financial Reporting**

The Committee, as part of its responsibility to oversee the Company's financial reporting process, has reviewed and discussed with the Management, the quarterly and annual Financial Statements prior to their release including the extent of compliance with the Companies Act No. 07 of 2007 and the adequacy of disclosures required by other applicable laws, rules and guidelines.

The Committee has discussed the operations of the Company and its future prospects with Management and is satisfied that all relevant matters have been taken into consideration in the preparation of the Financial Statements and that the financial position of the Company is secure.

#### **Risks and Controls**

The Committee reviewed the significant business risks and internal control issues and have suggested, where necessary, appropriate remedial measures.

#### **Audit Committee Report**

#### **External Audit**

The Committee undertook the annual evaluation of the independence and objectivity of the External Auditor and the effectiveness of the audit process.

The Committee is satisfied that the independence of the External Auditors has not been impaired by any event or service that gives rise to conflict of interest. Due consideration has been given to the level of audit and non-audit related fees received by the External Auditors' from the Company.

The Audit Committee has recommended to the Board of Directors the re-appointment of the External Auditor, Messrs. V.S. & Associates, Chartered Accountants subject to the approval by the shareholders at the forthcoming Annual General Meeting.

#### **Regulatory Compliance**

The Committee reviewed the procedures established by the Management of the Company for compliance with the requirements of regulatory bodies.

#### Conclusion

Based on the assurances and certifications provided by the Board of Directors, and the discussions with Management and the Auditors both at formal meetings and informally, the Committee is of the view that the control environment within the Company is satisfactory and provides reasonable assurance that the financial position of the Company is adequately monitored and safeguarded.

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**A.M.de S.Jayaratne** Chairman Audit Committee

Colombo 01st July, 2022

## **Related Party Transactions Review Committee Report**

The Related Party Transactions Review Committee Report focuses on the related party transactions of the Company during the financial year, which the Committee has reviewed as to provide compliance with the regulations governing listed entities, through a process of independent views.

#### Composition

The Related Party Transactions Review Committee of Colombo Fort Investments PLC comprised of the following members,

| Mr.A.M. de S.Jayaratne | - | Chairman<br>Independent |
|------------------------|---|-------------------------|
|                        |   | Non-Executive           |
|                        |   | Director                |
| Dr.J.M.Swaminathan     | - | Independent             |
|                        |   | Non-Executive           |
|                        |   | Director                |
| Mr.S.Rajaratnam        | - | Non-Executive           |
| 2                      |   | Director                |

The Company's Secretaries Corporate Managers & Secretaries (Private) Limited function as the Secretaries to the Related Party Transactions Review Committee.

#### **Meetings of the Committee**

The Related Party Transactions Review Committee met on four occasions during the financial year under review and the attendance was as follows;

| Mr.A.M.de S.Jayaratne | 4/4 |
|-----------------------|-----|
| Dr.J.M.Swaminathan    | 4/4 |
| Mr.S.Rajaratnam       | 4/4 |

The representatives of the Managers, Corporate Managers & Secretaries (Private) Limited attended these meetings on the invitation of the Committee. The activities and views of the Committee have been communicated to the Board of Directors by tabling the minutes of the Committee Meetings at Meetings of the Board.

#### **Policies and Procedures**

The Committee as part of its responsibility to review the related party/entities transactions,

has identified the persons considered as "Related Parties". Declarations are obtained from each Director of the Company to identify such "Related Parties". Managers are requested to inform and obtain the approval prior to transactions being entered into with such "Related Parties".

The Committee ensures that they have access to the terms and conditions of the proposed transactions and reviews all aspects and where necessary, would obtain professional and expert advice from an appropriately qualified person and request the Board of Directors to approve the proposed transaction, where necessary. The Committee would further ensure that adequate and appropriate disclosures are made to the stakeholders.

#### Conclusion

The Related Party Transactions Review Committee has reviewed the Related Party transactions entered into during the financial year under review and has communicated its comments and observations to the Board of Directors.

The Board of Directors has also declared in the Annual Report that there were no recurrent or non-recurrent related party transactions which exceeded the respective thresholds mentioned in Section 9 of Colombo Stock Exchange Listing Rules. The Company has thus complied with the requirements of Section 9 of the Colombo Stock Exchange Listing Rules on Related Party Transactions.

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A.M.de S.Jayaratne Chairman Related Party Transactions Review Committee

Colombo 01st July, 2022



V.S. & ASSOCIATES Chartered Accountants 20/62, Fairfield Gardens, Colombo 8. Sri Lanka. Tel: (94-11) 2699606, 2699917, 2691281 Fax: (94-11) 269918 email:vsa@stf.lk

Partners Mrs. L.R. SHAH F.C.A L.J. SELVANAYAGAM F.C.A

#### TO THE SHAREHOLDERS OF COLOMBO FORT INVESTMENTS PLC

#### **Report on the Audit of the Financial Statements**

#### Opinion

We have audited the financial statements of Colombo Fort Investments PLC ("the Company"), which comprise the statement of financial position as at 31st March 2022, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31st March 2022, and its financial performance and its cash flows for the year then ended in accordance with Sri Lanka Accounting Standards.

#### **Basis for Opinion**

We conducted our audit in accordance with Sri Lanka Auditing Standards (SLAuSs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by CA Sri Lanka (Code of Ethics), and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For each matter below, our description of how our audit addressed the matter is provided in that context.

Valuation of Financial Assets classified as Fair Value through Other Comprehensive Income (FVOCI) and Fair Value through Profit or Loss (FVTPL).

The Investments of the Company as at 31st March 2022 comprise FVOCI financial assets of Rs. 842,380,405.70 (in 2021 Rs. 1,090,052,199.40) and FVTPL financial assets of Rs. 286,357,302.35 (2021 - 249,315,471.30) and, represent 73.65% and 25.04% of total assets respectively.

As at the reporting date, the Company's portfolio is made with;

Financial Assets at Fair Value through Other Comprehensive Income (FVOCI)

|  |  | 2022<br>Rs. Mn | 2021<br>Rs. Mn |  |
|--|--|----------------|----------------|--|
| 1)   | Quoted equity shares<br>a) Related Companies :   | 672.53         | 872.73         |  |
|  | b) Non Related Companies :                       | 168.13         | 215.60         |  |
| 2)   | Unquoted equity shares<br>a) Related Companies : | 1.52           | 1.52           |  |
|  | b) Non Related Companies :                       | 0.2            | 0.2            |  |
| Financial Assets at Fair Value through Profit or |  |                |                |  |

Financial Assets at Fair Value through Profit or Loss (FVTPL)

|    |                            | 2022   | 2021   |
|----|----------------------------|--------|--------|
|    |                            | Rs. Mn | Rs. Mn |
| 1) | Quoted equity shares       |        |        |
|    | a) Related Companies :     | 213.77 | 191.06 |
|    | b) Non Related Companies : | 72.58  | 58.24  |
|    |                            |        |        |

- 2) Unquoted equity shares
  - a) Non Related Companies : -

#### Risks;

Quoted Financial Assets - due to materiality in the context of the financial statements as a whole and market volatility, this is considered to be an area which had the greatest effect on the financial statements;

Unquoted Financial Assets - due to subjective nature of the valuation methodology and management assumptions used.

Our audit procedures included;

- Documenting and testing the design, implementation and operating effectiveness of the investment valuation process and key controls in place;
- Recomputed the disposal gains & losses relating to investments by referring to underlying documents;

- Quoted Investments Checking the CDS confirmation to verify the existence, completeness and accuracy of number of shares invested in each Company;
- Agreeing the valuation of quoted investments in portfolio to externally quoted prices as at 31.03.2022.
- Checked the individual and sector vice fair value changes of equity instruments after the reporting period in order to identify whether there is a necessity for further impairment.
- Assessing the investment realisations in the period, comparing with actual sales proceeds to prior year valuations to understand the reasons for significant variances and determining whether they are indicative of bias or error in the Company's approach;
- Assessing the adequacy of disclosures in the financial statements and inherent degree of subjectivity and key assumptions in the estimates as required by the relevant accounting standards.
- We further evaluated the adequacy of the related disclosures in the notes 2.2.3., 12 and 25.

#### **Other Information**

Management is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

#### Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with Sri Lanka Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error. and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SLAuSs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements

As part of an audit in accordance with SLAuSs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of • management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

As required by section 163 (2) of the Companies Act No. 07 of 2007, we have obtained all the information and explanations that were required for the audit and, as far as appears from our examination, proper accounting records have been kept by the Company.

CA Sri Lanka membership number of the engagement partner responsible for signing this independent auditor's report is 1638.

W , Associates

V.S. & Associates Chartered Accountants

Colombo 01st July, 2022

## **Statement of Profit or Loss and Other Comprehensive Income**

| For the year ended 31st March                                   |       | 2022      | 2021     |
|---|-------|-----------|----------|
|   | Notes | Rs. '000  | Rs. '000 |
| _   | -     |           | 17 000   |
| Revenue   | 3     | 41,227    | 17,222   |
| Other Income  | 4     | 1,024     | 6        |
|   |       | 42,251    | 17,228   |
| Administrative Expenses   | 5     | (3,782)   | (4,052)  |
| Fair Value Changes on Financial Assets                          | 6     | 17,956    | 102,040  |
| Other Expenses  | 7     | (276)     | (187)    |
| Profit / (Loss) from Operating Activities                       |       | 56,149    | 115,029  |
| Finance Costs   | 8     | (1,618)   | (2,353)  |
| Profit / (Loss) before Tax Expense                              |       | 54,531    | 112,676  |
| Income Tax Expense  | 9     | (3,675)   | (1,371)  |
| Profit / (Loss) for the year                                    |       | 50,856    | 111,305  |
| Other Comprehensive Income                                      |       |           |          |
| Items that will not to be reclassified to Profit or Loss        |       |           |          |
| - Profit / (Loss) on changes in Fair Value on Financial Assets  |       |           |          |
| at Fair Value through Other Comprehensive Income                |       | (255,925) | 603,189  |
| - Transfer of realised gains on disposal of Financial           |       |           |          |
| Assets at Fair Value through Other Comprehensive Income         |       | 58        | 620      |
| - Profit / (Loss) on disposal of Financial Assets at Fair Value |       |           |          |
| through Other Comprehensive Income                              |       | (39)      | 161      |
| Total Other Comprehensive Income / (Expense) for the year       |       | (255,906) | 603,970  |
| Total Comprehensive Income / (Expense) for the year             |       | (205,050) | 715,275  |
| Earnings / (Loss) Per Share                                     | 10    | 7.24      | 15.86    |
|   | 10    | 1.20      | 1.20     |
| Dividend Proposed per Share                                     | 11    | 1.20      | 1.20     |

Figures in brackets indicate deductions.

The Notes to these Financial Statements from pages 30 to 61 form an integral part of these Financial Statements.

## **Statement of Financial Position**

| As at 31st March  | Notes    | 2022<br>Rs. '000          | 2021<br>Rs. '000       |
|---|----------|---------------------------|------------------------|
| Assets<br>Non - Current Assets<br>Financial Assets at Fair Value through Other Comprehensive Income | 12       |                           |                        |
| Total Non-Current Assets  | 12       | <u>842,380</u><br>842,380 | 1,090,052<br>1,090,052 |
| Current Assets<br>Financial Assets at Fair Value through Profit or Loss                             | 12       | 286,357                   | 249,315                |
| Receivables   | 12       | 6,274                     | 5,380                  |
| Prepayments<br>Amounts due from Related Party   | 13       | 81<br>1,482               | 81<br>1,771            |
| Cash & Cash Equivalents Total Current Assets  | 14       |                           | 2,676<br>259,223       |
| Total Assets  |          | 1,143,804                 | 1,349,275              |
| Equity & Liabilities Equity   | 15       | 222 122                   | 212.040                |
| Stated Capital<br>General Reserve   | 15<br>16 | 222,132<br>16,500         | 213,840<br>16,500      |
| Fair Value Reserve of Financial Assets at FVOCI<br>Retained Earnings                                | 16       | 550,151<br>334,587        | 806,018<br>292,068     |
| Total Equity  |          | 1,123,370                 | 1,328,426              |
| Non - Current Liabilities<br>Total Non-Current Liabilities  |          |                           |                        |
| Current Liabilities   |          |                           |                        |
| Trade & Other Payables<br>Dividends Payable   | 17       | 17,756<br>36              | 19,640<br>88           |
| Income Tax Liability  |          | 2,642                     | 1,121                  |
| Total Current Liabilities<br>Total Equity & Liabilities   |          | 20,434<br>1,143,804       | 20,849                 |
| Net Asset Per Share   |          | 160.03                    | 189.25                 |

Figures in brackets indicate deductions.

The Notes to these Financial Statements from pages 30 to 61 form an integral part of these

Financial Statements.

I certify that these Financial Statements are in compliance with the requirements of the Companies Act No. 07 of 2007.

Delun

**M. V. M. Paulraj** Director Corporate Managers & Secretaries (Private) Limited Approved and signed for and on behalf of the Board by

96

S. Shanmugalingam Director

**S. D. R. Arudpragasam** Director Colombo 01st July, 2022

## **Statement of Changes in Equity**

For the year ended 31st March, 2022

|  | Stated<br>Capital | General<br>Reserve      | Fair Value<br>Reserve of<br>Financial<br>Assets at<br>FVOCI | Retained<br>Earnings | Total<br>Equity                  |
|--|-------------------|-------------------------|---|----------------------|----------------------------------|
|  | Rs.'000           | Rs.'000                 | Rs.'000   | Rs.'000              | Rs.'000                          |
| <b>Balance as at 01st April 2020</b><br>Profit for the year  | 213,840           | 16,500                  | 202,209   | 181,194<br>111,305   | 613,743<br>111,305               |
| Other Comprehensive Income / (Expense)   | -                 | -                       | 603,809   | (459)                |                                  |
| Transactions with owners of the Company<br>recognised directly in equity<br>Unclaimed Dividend Written back        |                   | <u>16,500</u><br>-<br>- |   | 292,040<br>28<br>28  | 1,328,398<br>28<br>28            |
| <b>Balance as at 31st March, 2021</b><br>Profit for the year<br>Other Comprehensive Income / (Expense)             | 213,840           | 16,500                  | 806,018<br>-<br>(255,867)                                   | 50,856               | 1,328,426<br>50,856<br>(255,964) |
| Other Comprehensive Income / (Expense)   | 213,840           | 16,500                  | 550,151   |                      | 1,123,318                        |
| Transactions with owners of the Company<br>recognised directly in equity<br>Scrip Dividend - First & Final for the | -                 | -                       | -   | -                    | -                                |
| year ended 31st March, 2021<br>Unclaimed Dividend Written back   | 8,292             | -                       | -   | (8,292)<br>52        |                                  |
|  | 8,292             | -                       | -   | (8,240)              | 52<br>52                         |
| Balance as at 31st March, 2022   | 222,132           | 16,500                  | 550,151   | 334,587              | 1,123,370                        |

Refer Note No. 15 on page 51 for Stated Capital and Note No. 16 on page 51 for Fair Value Reserve of Financial Assets at FVOCI.

Figures in brackets indicate deductions.

The Notes to these Financial Statements from pages 30 to 61 form an integral part of these Financial Statements.

## **Statement of Cash Flows**

| For the year ended 31st March  | Notes | 2022<br>Rs. '000   | 2021<br>Rs. '000 |
|--|-------|--------------------|------------------|
| Cash Flows from Operating Activities<br>Profit / (Loss) before Interest and Tax                    |       | 56,149             | 115,029          |
| Adjustments for;   |       |                    |                  |
| Fair Value changes on Financial Assets   | 6     | (17,956)           | (102,040)        |
| (Profit ) / Loss on Disposal of Financial Assets<br>Dividend received as Scrip Dividend            | 7     | (1,009)<br>(4,107) | 174<br>(1,656)   |
| Provision / (Reversal) for Impairment of Amounts due from Related Party                            | 4     | (4,107)<br>(15)    | (1,050)<br>(6)   |
| Profit before Working Capital Changes  | -     | 33,062             | 11,501           |
|  |       | ,                  | ,                |
| Changes in Working Capital<br>(Increase) / Decrease in Receivables                                 |       | (905)              | (4 6 0 7)        |
| (Increase) / Decrease in Amounts Due from Related Party  | 13    | (895)<br>304       | (4,607)<br>1,100 |
| Increase / (Decrease) in Trade & Other Payables  | 17    | (1,883)            | (3,882)          |
| Cash generated from / (used in) Operating Activities   |       | 30,588             | 4,112            |
|  |       | (2.15.4)           | (711)            |
| Tax paid<br>Interest Paid  | 8     | (2,154)<br>(1,618) | (711)<br>(2,353) |
| Net Cash Flows from / (used in) Operating Activities   | 0     | 26,816             | 1,048            |
|  |       |                    | 1,010            |
| Cash Flows from Investing Activities   |       | (24 - 14 )         | (1.007)          |
| Acquisition of Financial Assets  |       | (31,718)           | (1,227)          |
| Proceeds from Disposal of Financial Assets<br>Net Cash Flows from / (used in) Investing Activities |       | 9,456 (22,262)     | 2,905            |
|  |       | (22,202)           | 1,078            |
| Cash Flows from Financing Activities   |       |                    | (1.000)          |
| Repayment of Interest Bearing Borrowings   |       |                    | (1,886)          |
| Net cash Flows from / (used in) Financing Activities   |       |                    | (1,886)          |
| Net Increase / (Decrease) in Cash & Cash Equivalents   |       | 4,554              | 840              |
| Cash & Cash Equivalents at the beginning of the year   |       | 2,676              | 1,836            |
| Cash & Cash Equivalents at the end of the year [Note A]  |       | 7,230              | 2,676            |
| Note A:  |       |                    |                  |
| Cash & Cash Equivalents  |       |                    |                  |
| Cash at bank   | 14    | 7,230              | 2,676            |
| <u>-</u>   |       | 7,230              | 2,676            |

Figures in brackets indicate deductions

The Notes to these Financial Statements from pages 30 to 61 form an integral part of these Financial Statements.

#### 1 Reporting Entity

#### 1.1 General

Colombo Fort Investments PLC is a Public Quoted Company with Limited Liability incorporated and domiciled in Sri Lanka. The registered office of the Company and the principal place of business is located at No. 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1.

### 1.2 Principal Activities and Nature of Operations

The principal activity of the Company, which is investing in securities, remained unchanged during the year.

#### 1.3 Number of Employees

The Company did not employ any staff. All staff related services are provided by Corporate Managers & Secretaries (Private) Limited.

## 1.4 Approval of Financial Statements by the Board of Directors

The Financial Statements for the year ended 31st March, 2022 were authorised for issue by the Board of Directors in accordance with the resolution passed at the meeting held on 01st July, 2022.

#### 1.5 Responsibility for Financial Statements

The Board of Directors is responsible for the preparation and presentation of these Financial Statements as per Sri Lanka Accounting Standards (SLFRS/ LKAS) and the provisions of the Companies Act No.07 of 2007.

#### 2 Basis of Preparation

#### 2.1 Statement of Compliance

The Financial Statements of the Company have been prepared and presented in accordance with the Sri Lanka Accounting Standards (SLFRSs and LKASs) laid down by The Institute of Chartered Accountants of Sri Lanka and in compliance with the requirements of the Companies Act No. 07 of 2007 and provide appropriate disclosures as required by the Listing Rules of the CSE.

#### 2.1.1 Basis of Measurement

The Financial Statements have been prepared on the historical cost basis, except for the measurement of financial assets classified as fair value through other comprehensive income (FVOCI) - Equity Instruments and fair value through profit or loss (FVTPL) in the statement of financial position which are measured at fair value.

#### 2.1.2 Functional and Presentation Currency

The Financial Statements are presented in Sri Lankan Rupees, which is the Company's functional currency.

## 2.1.3 Use of Estimates, Judgements and Assumptions

The presentation of the Financial Statements in conformity with SLFRS/ LKAS requires management to make judgements, estimates and assumptions that affect the application of Accounting Policies and the reported amounts of assets, liabilities, income and expenses.

Actual results may differ from those estimates and judgemental decisions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

#### 2.1.4 Use of Materiality and Offsetting

#### a) Materiality and Aggregation

Each material class of similar items is presented separately in the Financial Statements. Items of a dissimilar nature or function are presented separately, unless they are immaterial.

Notes to the Financial Statements are presented in a systematic manner which ensure the understand-ability and comparability of Financial Statements of the Company.

Understand-ability of the Financial Statements is not compromised by observing material information or by aggregating material items that have different nature of functions.

#### b) Offsetting

Assets and liabilities and income and expenses in the Financial Statements are not set-off unless permited by Sri Lanka Accounting Standards.

#### 2.1.5 Going Concern

Management has made The an assessment of its ability to continue as a going concern and is satisfied that it has the resources to continue in business for the foreseeable future. Furthermore, the Management has assessed the existing and anticipated effects of Covid - 19 on the Company, and is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the Financial Statements of the Company continue to be prepared on a going concern basis.

#### 2.1.6 Changes in Accounting Policies

There were no changes in accounting policies for the year ended 31st March, 2022.

#### 2.2 Significant Accounting Policies

The Company has consistently applied the accounting policies to all periods presented in these financial statements.

#### 2.2.1. Financial Instruments

#### 2.2.1.1 Financial Assets

#### a) Initial Recognition and Measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity.

Receivables and debt securities issued are initially recognised when they are originated. All

other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

#### b) Subsequent Measurement

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income (FVOCI) - debt investment; fair value through other comprehensive income (FVOCI) - equity investment; or fair value through profit or loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model. The financial assets of the Company comprise financial assets at amortised cost, financial assets at fair value through other comprehensive income and financial assets at fair value through profit or loss.

#### Financial Assets at Amortised Cost

The Company measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the Effective Interest Rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Company's financial assets at amortised cost include cash & cash equivalent and other receivables.

#### **Cash and Cash Equivalents**

Cash and cash equivalents are defined as cash in hand, demand deposits and short term highly liquid investments,

readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

#### Financial Assets at Fair Value through Other Comprehensive Income (FVOCI)

This category only includes the equity instruments, which the Company intends to hold for the foreseeable future.

Gains & losses on these financial assets are never recycled to profit or loss. Dividends are recognised as income in profit or loss.

### Financial Assets at Fair Value through Profit or Loss (FVTPL)

Financial assets at fair value through profit or loss include financial assets held for trading.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category include investments in related, quoted and unquoted companies. Dividend on equity investments are also recognised as income in the statement of profit or loss when the right of payment has been established.

#### c) De-recognition

The Company derecognises a financial asset when the contractual rights to the cash flows

from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. The Company enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

#### d) Impairment of Financial Assets

SLFRS 09 establishes a new model for impairment which is a forward looking expected credit loss model.

The Company assesses at each reporting date whether there is any objective evidence that a financial asset is impaired. The guiding principle of the expected credit loss (ECL) model is to reflect the general pattern of deterioration or improvement in the credit quality of financial instruments. The amount of ECLs recognised as a loss allowance or provision depends on the extent of credit deterioration since initial recognition.

#### 2.2.2.2. Financial Liabilities

#### a) Initial Recognition and Measurement

Financial liabilities within the scope of SLFRS 9 remains broadly the same as LKAS 39, are classified as financial liabilities at fair value through profit or loss, or at amortised cost, as appropriate. The Company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

The Company's financial liabilities include loans and borrowings and trade and other payables.

#### b) Subsequent Measurement of Financial Liabilities

The measurement of financial liabilities depends on their classification, as described below.

#### Loans and Borrowings

This is the category most relevant to the Company. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate method (EIR) amortisation process.

#### c) Derecognition

A Financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification as treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

#### 2.2.3 Stated Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

As per the Companies Act No. 07 of 2007, Section 58(1), Stated Capital in relation to a Company means the total of all amounts received by the Company or due and payable to the Company in respect of the issue of shares and in respect of calls in arrears.

#### 2.2.4 Property, Plant & Equipment

Company did not own any Property, Plant & Equipment during the year.

#### 2.2.5 Provisions

A provision is recognised in the Statement of Financial Position when the Company has a legal or constructive obligation as a result of a past event and it is probable that an outflow of economic benefits will be required to settle the obligation and the amount of the provision can be measured reliably in accordance with LKAS 37 - 'Provisions. Contingent Liabilities and Contingent Assets'. The amount recognised is the best estimate of the consideration required to settle the present obligation at the Reporting date, taking into account the risks and uncertainties surrounding the obligation at the date. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is determined based on the present value of those cash flows.

#### 2.2.6 Commitments and Contingencies

Capital commitments and contingent liabilities of the Company are disclosed in respective notes to the Financial Statements.

#### 2.2.7 Employee Benefits

#### 2.2.7.1 Defined Benefit Plan-Retirement Gratuity

Provision has not been made for gratuity in the accounts as per LKAS 19 - 'Employee Benefits', since the Company did not employ any staff. All staff related services are provided by Corporate Managers & Secretaries (Private) Limited.

#### 2.2.7.2 Defined Contribution Plans-Employees' Provident Fund and Employees' Trust Fund

Contribution for Employees' Provident Fund and Employees' Trust Fund have not been made since the Company does not employ any staff.

#### 2.2.8 Statement of Profit or Loss and Other Comprehensive Income

#### 2.2.8.1 Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company, and the revenue and associated costs incurred or to be incurred can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Revenue represents dividend income, interest income and profit or loss on disposal of financial assets.

The following specific criteria are used for the purpose of recognition of revenue.

#### a) Dividend Income

Dividend Income is recognised when the Shareholders right to receive such dividend is established.

#### b) Profit or Loss on Disposal of Financial Assets

Profit or Losses on disposal of Financial Assets are accounted for

in the Statement of Profit or Loss on the basis of realised net profit or loss.

#### c) Interest Income

Other income comprises interest income on funds invested. Interest income is recognised as it accrues unless collectability is in doubt.

#### 2.2.8.2 Expenditure Recognition

All expenditure incurred in the running of the business has been charged to revenue in arriving at the profit or loss for the year. For the purpose of presentation of the Statement of Profit or Loss, the Directors are of the view that "function of expense method" fairly presents the elements of the Company's performance, hence such presentation method is adopted.

#### **Income Tax Expense**

Income tax expense comprises of tax for the current period. Income tax expense is recognised in the statement of profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income.

#### **Current Tax**

The provision for taxation is based on the elements of Income & Expenditure as reported in the Financial Statements & computed in accordance with the provisions of the Inland Revenue Act No. 24 of 2017 and Inland Revenue (Amendment) Act, No. 10 of 2021.

#### **Deferred Tax**

Deferred tax is not applicable since the Company does not have temporary differences.

#### 2.3 Segmental Reporting

A segment is a distinguishable component of the Company that is engaged in providing related products or services which is subject to different risks and rewards. However, there are no distinguishable components to be identified as segments of the Company (geographical segments) which is subject to different risks and rewards.

#### 2.4 Statement of Cash Flows

The Statement of Cash Flows has been prepared using the "Indirect method".

#### 2.5 Earnings per Share

The Company presents basic earnings per share (EPS) for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

#### 2.6 Dividend Distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the period in which the dividends are approved by the Company's shareholders.

#### 2.7 Transactions with Related Parties

Disclosures have been made in respect of the transactions between parties who are defined as related parties as per Sri Lanka Accounting Standard (LKAS) 24 -"Related Party Disclosures".

Related Party Receivables are treated as Current Assets as they are deemed to be of a temporary nature.

#### 2.8 New Accounting Standards Issued But Not Yet Effective

A number of new standards and amendments to standards are effective for annual periods beginning after 1st January, 2022 and earlier application is permitted. However, the Company has not early adopted the new and amended standards in preparing these financial statements.

The following new and amended standards are not expected to have a significant impact on the Company's financial statements.

- Onerous Contracts Cost of Fulfilling a Contract (Amendments to LKAS 37).
- Annual Improvements to SLFRS Standards 2018 - 2020. The amendments are effective for annual reporting periods beginning on or after 1st January, 2022.
- Interest rate bench mark reforms -Phase 2 (Amendments to SLFRS 9, LKAS 39, SLFRS 7, SLFRS 4 and SLFRS 16).

- Reference to Conceptual Framework (Amendments to SLFRS 3). The amendment applies to annual reporting period beginning on or after 1st January, 2022.
- Classification of Liabilities as Current or Non-current (Amendments to LKAS 1). The amendment applies to annual reporting periods beginning on or after 1st January, 2023.
- Definition of Accounting Estimates (Amendments to LKAS 8).
- Disclosure of Accounting Policies (Amendments to LKAS 1).

| Fo | r the year ended 31st March  | 2022    | 2021    |
|----|--|---------|---------|
|    |  | Rs.'000 | Rs.'000 |
| 3  | Revenue  |         |         |
|    | Dividend Income  | 41,227  | 17,222  |
|    |  | 41,227  | 17,222  |
| 4  | Other Income   |         |         |
|    | Profit on Disposal of Financial Assets                                   | 1,009   | -       |
|    | Reversal of Impairment on Related Party Balances                         | 15      | 6       |
|    |  | 1,024   | 6       |
| 5  | Administrative Expenses  |         |         |
|    | Include the following:   |         |         |
|    | Auditors' Fees   | 240     | 215     |
|    | Directors' Fees  | 360     | 360     |
|    | Audit Committee Fees   | 90      | 90      |
|    | Secretarial Fees   | 480     | 480     |
|    |  |         |         |
| 6  | Fair value changes on Financial Assets                                   |         |         |
|    | Profit / (Loss) on Financial Assets at fair value through profit or loss | 17,956  | 102,040 |
|    |  | 17,956  | 102,040 |
| 7  | Other Expenses   |         |         |
|    | Loss on Disposal of Financial Assets                                     | -       | 174     |
|    | Transaction Cost   | 276     | 13      |
|    |  | 276     | 187     |
| 8  | Finance Costs  |         |         |
|    | Loan Interest  | -       | 65      |
|    | Interest on Margin Trading   | 1,618   | 2,288   |
|    |  | 1,618   | 2,353   |
|    |  |         |         |

| For the year ended 31st March   | 2022     | 2021      |
|---|----------|-----------|
|   | Rs.'000  | Rs.'000   |
| 9 Income Tax Expense  |          |           |
| Current Income Tax  |          |           |
| Tax Expense on Ordinary Activities for the Year (9.1)                   | 3,675    | 1,371     |
|   | 3,675    | 1,371     |
| 0.1 Decensiliation of Accounting Dusfit and Tauchle Income for the user |          |           |
| 9.1 Reconciliation of Accounting Profit and Taxable Income for the year |          |           |
| Accounting Profit / (Loss) before Tax                                   | 54,532   | 112,676   |
| Aggregate Disallowed Expenses   | 5,676    | 6,592     |
| Aggregate Allowable Expenses  | (60,208) | (119,268) |
| Assessable Income/ (Expenses) from Business                             | -        | -         |
| Dividend Income   | 26,252   | 9,790     |
|   | 26,252   | 9,790     |
| Income Tax Expenses for the year  |          |           |
| Dividend Income 14%   | 3,675    | 1,371     |
|   | 3,675    | 1,371     |

In accordance with the Inland Revenue (Amendment) Act, No. 10 of 2021, Business Income is liable to Income Tax at 24%.

Further as per the Inland Revenue (Amendment) Act, No. 10 of 2021, Dividend received from a resident company is liable to income tax at 14% and a dividend paid by a resident company to a member to the extent that dividend payment is attributable to, or derived from, another dividend received by that resident company or another resident company exempt from income tax w.e.f. 01.01.2020.

In terms of item (h) of third schedule of the Inland Revenue Act, No. 24 of 2017, gains made on the realisation of an asset consisting of shares quoted in any official list published by any stock exchange licensed by the Securities and Exchange Commission of Sri Lanka are exempt from income tax.

| For the year ended 31st March   | 2022   | 2021      |
|---|--------|-----------|
| <b>10 Earnings / (Loss) Per Share</b><br>The Calculation of basic earnings / (loss) per share has been based on                                     |        |           |
| the following profit / (loss) attributable to Ordinary Shareholders and the weighted average number of ordinary shares outstanding during the year. |        |           |
| Amounts used as the Numerator   |        |           |
| Profit/(Loss) for the year (Rs'000)   | 50,856 | 111,305   |
| Number of Ordinary Shares used as Denominator   |        |           |
| Weighted average number of Ordinary Shares (No.'000) (10.1)   | 7,020  | 7,020     |
| Basic Earnings / (Loss) Per Share (Rs.)   | 7.24   | 15.86     |
| 10.1 Weighted Average Number of Ordinary Shares for Basic   |        |           |
| Earnings Per Share  |        |           |
|   | Out    | standing  |
|   | No.    | of Shares |
|   | 2022   | 2021      |

|   | 2022        | 2021  |
|---|-------------|-------|
|   | <b>′000</b> | '000  |
| Number of shares in issue as at 1st April<br>Number of shares issued due to scrip dividend on | 6,910       | 6,910 |
| - 9th September, 2021   | 110         | 110   |
| Number of shares in issue as at 31st March  | 7,020       | 7,020 |

| Number of Ordinary Shares entitled for Dividend (No.'000)11.0,0668,292Number of Ordinary Shares entitled for Dividend (No.'000)10,0668,292Dividend Per Share (Rs.)1.201.2012Financial Assets20222021Rs.'000Rs.'000Rs.'000Rs.'00012.1Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)672,532872,728Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Related Companies (Note 12.1.2)168,129215,605Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,0521,5191,519Financial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Unquoted Companies (Note 12.2.2)72,58258,243Financial Assets in Quoted Companies (Note 12.2.3)77Za86,357249,3151,339,367   | As | at 31s  | t March  | 2022      | 2021      |
|--|----|---------|--|-----------|-----------|
| First & Final Proposed Dividend<br>Number of Ordinary Shares entitled for Dividend (No.'000)<br>Dividend Per Share (Rs.)10,066<br>6,9108,292<br>6,91012Financial Assets2022<br>Rs.'000202112.1Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)8,202<br>1,2002021Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532<br>168,129872,728Financial Assets in Related Companies - Quoted (Note 12.1.2)168,129<br>1,519215,605Financial Assets in Related Companies (Note 12.1.2)168,129<br>200200842,3801,090,05220012.2Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)842,380<br>7,2582191,065Financial Assets in Related Companies (Note 12.2.2)72,582<br>72,58258,24358,243Financial Assets in Quoted Companies (Note 12.2.3)77Z86,357249,315249,315   |    |         |  | Rs.'000   | Rs.'000   |
| Number of Ordinary Shares entitled for Dividend (No.'000)7,0206,910Dividend Per Share (Rs.)1.201.2012 Financial Assets20222021Rs.'000Rs.'00012.1Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)672,532872,728Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,5191,519Financial Assets in Related Companies - Unquoted (Note 12.1.4)200200842,3801,090,052213,768191,065Financial Assets in Related Companies - Quoted (Note 12.2.1)72,58258,243Financial Assets in Related Companies (Note 12.2.2)77Financial Assets in Quoted Companies (Note 12.2.3)77Zasets in Quoted Companie | 11 | Divid   | end Proposed per Share   |           |           |
| Dividend Per Share (Rs.)1.201.2012 Financial Assets20222021Rs.'000Rs.'000Rs.'00012.1 Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)<br>Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Related Companies - Quoted (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Related Companies (Note 12.1.4)200200842,3801,090,05220020012.2 Financial Assets at Fair value through Profit or Loss<br>Financial Assets in Quoted Companies (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)777286,357249,315249,315249,315249,315  |    | First & | & Final Proposed Dividend                                      | 10,066    | 8,292     |
| 12 Financial Assets20222021Rs.'000Rs.'000Rs.'00012.1 Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)<br>Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Quoted Companies (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,05220012.2 Financial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)77Financial Assets in Unquoted Companies (Note 12.2.3)77Z86,357249,315249,315   |    | Numb    | per of Ordinary Shares entitled for Dividend (No.'000)         | 7,020     | 6,910     |
| InternationalRs.'00012.1Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)Rs.'000Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Quoted Companies (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,05220012.2Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)77286,357249,315249,315249,315249,315249,315  |    | Divid   | end Per Share (Rs.)  | 1.20      | 1.20      |
| InternationalRs.'00012.1Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)Rs.'000Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Quoted Companies (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,05220012.2Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)77286,357249,315249,315249,315249,315249,315  |    |         |  |           |           |
| 12.1Financial Assets at Fair Value through Other Comprehensive<br>Income (Equity Instruments)672,532872,728Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Quoted Companies (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,05212.2188,23801,090,05212.2Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)77Z86,357249,315249,315149,315   | 12 | Finan   | cial Assets  | 2022      | 2021      |
| Income (Equity Instruments)672,532872,728Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Quoted Companies (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,0521,090,05211.21Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)77286,357249,315249,315249,315249,315249,315  |    |         |  | Rs.'000   | Rs.'000   |
| Financial Assets in Related Companies - Quoted (Note 12.1.1)672,532872,728Financial Assets in Quoted Companies (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,05210,090,05212.2Financial Assets at Fair value through Profit or Loss<br>Financial Assets in Quoted Companies (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)77286,357249,315249,315249,315249,315249,315  |    | 12.1    | Financial Assets at Fair Value through Other Comprehensive     |           |           |
| Financial Assets in Quoted Companies (Note 12.1.2)168,129215,605Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,5191,519Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,0521,090,05210,090,05212.2Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)777286,357249,315   |    |         | Income (Equity Instruments)                                    |           |           |
| Financial Assets in Related Companies - Unquoted (Note 12.1.3)1,519Financial Assets in Unquoted Companies (Note 12.1.4)200200200842,3801,090,05212.2Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768Financial Assets in Quoted Companies (Note 12.2.2)72,582Financial Assets in Unquoted Companies (Note 12.2.3)77286,357249,315  |    |         | Financial Assets in Related Companies - Quoted (Note 12.1.1)   | 672,532   | 872,728   |
| Financial Assets in Unquoted Companies (Note 12.1.4)200200842,3801,090,05212.2Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,24358,243Financial Assets in Unquoted Companies (Note 12.2.3)77286,357249,315   |    |         | Financial Assets in Quoted Companies (Note 12.1.2)             | 168,129   | 215,605   |
| 12.2 Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)<br>Financial Assets in Quoted Companies (Note 12.2.2)842,3801,090,052Financial Assets in Quoted Companies (Note 12.2.2)<br>Financial Assets in Unquoted Companies (Note 12.2.3)72,58258,243777286,357249,315   |    |         | Financial Assets in Related Companies - Unquoted (Note 12.1.3) | 1,519     | 1,519     |
| 12.2 Financial Assets at Fair value through Profit or Loss<br>Fiancial Assets in Related Companies - Quoted (Note 12.2.1)213,768191,065Financial Assets in Quoted Companies (Note 12.2.2)72,58258,243Financial Assets in Unquoted Companies (Note 12.2.3)77286,357249,315  |    |         | Financial Assets in Unquoted Companies (Note 12.1.4)           | 200       | 200       |
| Fiancial Assets in Related Companies - Quoted (Note 12.2.1) <b>213,768</b> 191,065Financial Assets in Quoted Companies (Note 12.2.2) <b>72,582</b> 58,243Financial Assets in Unquoted Companies (Note 12.2.3) <b>7</b> 7 <b>286,357</b> 249,315  |    |         |  | 842,380   | 1,090,052 |
| Financial Assets in Quoted Companies (Note 12.2.2)         72,582         58,243           Financial Assets in Unquoted Companies (Note 12.2.3)         7         7           286,357         249,315  |    | 12.2    | Financial Assets at Fair value through Profit or Loss          |           |           |
| Financial Assets in Unquoted Companies (Note 12.2.3)         7         7           286,357         249,315   |    |         | Fiancial Assets in Related Companies - Quoted (Note 12.2.1)    | 213,768   | 191,065   |
| <b>286,357</b> 249,315   |    |         | Financial Assets in Quoted Companies (Note 12.2.2)             | 72,582    | 58,243    |
|  |    |         | Financial Assets in Unquoted Companies (Note 12.2.3)           | 7         | 7         |
| Total of Financial Assets         1,128,737         1,339,367  |    |         |  | 286,357   | 249,315   |
|  |    |         | Total of Financial Assets                                      | 1,128,737 | 1,339,367 |

The fair value of the Company's listed equity portfolio is based on the volume weighted average price published by the Colombo Stock Exchange on the last day of trading for the financial year ended 31st March, 2022.

| As at 3 | As at 31 March   | No. of<br>Shares | 2022<br>Cost<br>Rs. '000 | Fair Value<br>Rs.'000 | No. of<br>Shares | 2021<br>Cost<br>Rs. '000 | Fair Value<br>Rs.'000 |
|---------|--|------------------|--------------------------|-----------------------|------------------|--------------------------|-----------------------|
| 12.1    | Financial Assets at Fair Value through Other<br>Comprehensive Income<br>(Equity Instruments) |                  |                          |                       |                  |                          |                       |
| 12.1.1  | Financial Assets in Related Companies - Quoted   |                  |                          |                       |                  |                          |                       |
|         | Beruwala Resorts PLC   | 3,000,000        | 3,735                    | 2,700                 | 3,000,000        | 3,735                    | 2,400                 |
|         | C M Holdings PLC   | 109,400          | 2,363                    | 8,621                 | 109,400          | 2,363                    | 9,080                 |
|         | E B Creasy & Company PLC   | 15,912,000       | 3,335                    | 268,913               | 15,911,600       | 3,324                    | 483,712               |
|         | Lankem Ceylon PLC  | 1,290,688        | 62,692                   | 36,139                | 1,116,300        | 58,916                   | 30,252                |
|         | Marawila Resorts PLC   | 1,430,000        | 4,507                    | 2,717                 | 1,448,505        | 4,608                    | 2,752                 |
|         | Muller and Phipps (Ceylon) PLC   | 90,000           | 58                       | 90                    | 000'06           | 58                       | 66                    |
|         | Sigiriya Village Hotels PLC  | 5,300            | 306                      | 318                   | 5,300            | 306                      | 190                   |
|         | The Colombo Fort Land & Building PLC   | 26,727,282       | 168,138                  | 352,800               | 26,668,586       | 167,008                  | 344,025               |
|         | York Arcade Holdings PLC   | 1,525            | 82                       | 234                   | 1,525            | 82                       | 218                   |
|         | Total  |                  | 245,216                  | 672,532               |                  | 240,400                  | 872,728               |
| 12.1.2  | 12.1.2 Financial Assets in Quoted Companies  |                  |                          |                       |                  |                          |                       |
|         | Banks  |                  |                          |                       |                  |                          |                       |
|         | Commercial Bank of Ceylon PLC-Voting   | 805,569          | 31,982                   | 50,509                | 782,820          | 30,026                   | 66,923                |
|         | Commercial Bank of Ceylon PLC-Non-Voting   | 10,000           | 504                      | 609                   | 7,075            | 282                      | 556                   |
|         | DFCC Bank PLC  | 17,717           | 1,508                    | 850                   | 16,859           | 1,457                    | 1,005                 |
|         |  |                  | 33,994                   | 51,968                |                  | 31,765                   | 68,484                |

### Colombo Fort Investments PLC - Annual Report 2021/2022

| As at 31 March  | No. of<br>Shares             | 2022<br>Cost<br>Rs. '000    | Fair Value<br>Rs.'000                            | No. of<br>Shares             | 2021<br>Cost<br>Rs. '000    | Fair Value<br>Rs.'000                |
|---|------------------------------|-----------------------------|--|------------------------------|-----------------------------|--------------------------------------|
| 12.1.2 Financial Assets in Quoted Companies                                   |                              |                             |  |                              |                             |                                      |
| Capital Goods   |                              |                             |  |                              |                             |                                      |
| Aitken Spence PLC<br>Hayleys PLC<br>John Keells Holdings PLC                  | 60,360<br>30,000<br>72,977   | 215<br>43<br>4,348<br>4,606 | 4,449<br>2,307<br><u>10,582</u><br><u>17,338</u> | 60,360<br>30,000<br>72,977   | 215<br>43<br>4,348<br>4,606 | 3,350<br>1,824<br>10,837<br>16,011   |
| Consumer Services   |                              |                             |  |                              |                             |                                      |
| Aitken Spence Hotel Holdings PLC<br>Asian Hotels & Properties PLC             | 24,633<br>20,000             | 270<br>253<br>523           | 874<br>740<br>1.614                              | 24,633<br>20,000             | 270<br>253<br>523           | 744<br>748<br><u>1.492</u>           |
| Food Beverage & Tobacco   |                              |                             |  |                              |                             |                                      |
| Ceylon Cold Stores PLC<br>Ceylon Tobacco Company PLC<br>Nestle Lanka PLC      | 229,160<br>24,144<br>12,000  | 213<br>253<br>82<br>548     | 8,914<br>13,913<br>11,265<br>34,092              | 22,916<br>24,144<br>12,000   | 213<br>253<br>82<br>548     | 14,248<br>23,655<br>13,758<br>51,661 |
| Materials   |                              |                             |  |                              |                             |                                      |
| Chevron Lubricants Lanka PLC<br>CIC Holdings PLC<br>Union Chemicals Lanka PLC | 27,000<br>1,260,000<br>5,500 | 297<br>2,572<br>77<br>4.195 | 2,352<br>48,006<br>4,293<br>54,651               | 14,000<br>1,260,000<br>5,500 | 297<br>2,572<br>77<br>2.946 | 1,260<br>64,134<br>3,932<br>69.326   |
| Real Estate   |                              |                             |  |                              |                             |                                      |
| Overseas Realty (Ceylon) PLC  | 47,410                       | <u>717</u>                  | 740  | 47,410                       | 772<br>777                  | 735                                  |
| Retailing   |                              |                             |  |                              |                             |                                      |
| John Keells PLC   | 112,800                      | 96<br>06                    | 7,726<br>7,726                                   | 112,800                      | 06<br>06                    | 7,895<br>7,895                       |
| Total   |                              | 44,728                      | 168,129  |                              | 41,250                      | 215,605                              |

| As at 3 | As at 31 March   | No. of<br>Shares                   | 2022<br>Cost<br>Rs. '000   | Fair Value<br>Rs.'000              | No. of<br>Shares                   | 2021<br>Cost<br>Rs. '000  | Fair Value<br>Rs.'000                    |
|---------|--|------------------------------------|--|------------------------------------|------------------------------------|---|--|
| 12.1.3  | Financial Assets in Related Companies - Unquoted   |                                    |  |                                    |                                    |   |  |
|         | Agarapatana Plantations Limited<br>Capital Leasing Company Limited<br>Union Group (Private) Limited<br>Imperial Hotels Limited<br>Diminution in value of Financial Assets<br><b>Total</b>  | 250,000<br>150,000<br>2,998<br>625 | 501<br>1,500<br>29<br>2,155<br>2,155<br>(636)<br>1,519                     | 501<br>989<br>29<br>1,519<br>1,519 | 250,000<br>150,000<br>2,998<br>625 | 501<br>1,500<br>29<br>125<br>2,155<br>(636)<br>1,519                          | 501<br>989<br>29<br>29<br>1,519<br>1,519 |
| 12.1.4  | Financial Assets in Unquoted Companies<br>Bartleet Transcapital Limited<br>Total   | 10,000                             | 200<br>200   | 200<br>200                         | 10,000                             | 200<br>200  | 200<br>200                               |
|         | Total Financial Assets at Fair Value through Other<br>Comprehensive Income   |                                    | 291,663  | 842,380                            |                                    | 283,370 1,090,052   | ,090,052                                 |
|         | The following investment in shares have been disposed during the year. These shares were disposed to manage cash flow deficit          Fair Value as at date       Cumulative Gain or Loss of Disposal         on Disposal       Rs.'000 | ed during th<br>Fair Val<br>A      | during the year. These<br>Fair Value as at date<br>of Disposal<br>Rs. '000 | ese shares we<br>ate               | ere disposed tu<br><b>Cumu</b>     | sed to manage cash flow<br>Cumulative Gain or Loss<br>on Disposal<br>Rs. (000 | ash flow<br>1 or Loss<br>al              |
|         | Marawila Resorts PLC<br>Lankem Ceylon PLC  |                                    | 70<br>205  |                                    |                                    | (35)<br>36  |  |

| As at 3. | As at 31 March   | No. of<br>Shares                                      | 2022<br>Cost<br>Rs. '000                                | Fair Value<br>Rs.'000   | No. of<br>Shares                                      | 2021<br>Cost<br>Rs. '000  | Fair Value<br>Rs.'000                                  |
|----------|--|---|---|---|---|---|--|
| 12.2     | Financial Assets at Fair Value through profit or loss  |   |   |   |   |   |  |
| 12.2.1   | Financial Assets in Related Companies - Quoted   |   |   |   |   |   |  |
|          | C M Holdings PLC<br>Colombo Investment Trust PLC<br>C.W.Mackie PLC<br>Lankem Developments PLC<br>Laxapana Batteries PLC<br><b>Total</b>  | 13,600<br>1,799,536<br>40,500<br>2,120,000<br>315,000 | 1,107<br>114,467<br>2,314<br>13,855<br>2,225<br>133,968 | 1,072<br>197,499<br>2,227<br>8,056<br>4,914<br><u>213,768</u> | 13,600<br>1,782,425<br>27,500<br>2,120,000<br>315,000 | $\begin{array}{c} 1,107\\ 112,328\\ 1,456\\ 13,855\\ \underline{2,225}\\ 130,971\\ \end{array}$ | 1,129<br>177,351<br>1,210<br>6,996<br>4,379<br>191,065 |
| 12.2.2   | Financial Assets in Quoted Companies   |   |   |   |   |   |  |
|          | Automobiles & Components   |   |   |   |   |   |  |
|          | Kelani Tyres PLC   | 1,920   | 21<br>21  | 111   | 1,920   | 21<br>21  | 150<br>150   |
|          | Banks  |   |   |   |   |   |  |
|          | Hatton National Bank PLC<br>National Development Bank PLC<br>Nations Trust Bank PLC<br>Sampath Bank PLC<br>Seylan Bank PLC-Voting<br>Seylan Bank PLC-Non-Voting<br>Union Bank of Colombo PLC<br><b>Capital Goods</b> | 512<br>3,000<br>67,373<br>32,811<br>148<br>159<br>200 | 65<br>143<br>1,830<br>1,034<br>1,034<br>4<br>4<br>3,086 | 56<br>3,039<br>1,503<br>1,503<br>4<br>4,776                   | 500<br>1,602<br>63,417<br>32,811<br>144<br>154<br>200 | 63<br>38<br>1,608<br>1,034<br>5<br>3<br>2,756   | 63<br>3,507<br>1,765<br>7<br>5,480<br>5,480            |
|          |  | 11000   |   | 1 100   |   |   |  |
|          | Central Industries PLC<br>Lanka Tiles PLC<br>Lanka Walltile PLC<br>Royal Ceramics Lanka PLC  | 14,880<br>27,255<br>2,100<br>4,340                    | 211<br>36<br>10<br>6                                    | 1,460<br>1,627<br>146<br>177                                  | 14,135<br>27,255<br>2,100<br>434                      | 126<br>36<br>10<br>6  | 1,456<br>5,062<br>396<br>112                           |
|          | Sierra Cables PLC<br>Vallible One PLC  | 1,900<br>1,677  | 6<br>43<br>312  | 13<br>67<br>3,490   | 1,900<br>1,677  | 6<br>43<br>227  | 11<br>79<br>7,116                                      |

| As at 31 March                              |                  | 2022             |                       |                  | 2021             |                       |
|---|------------------|------------------|-----------------------|------------------|------------------|-----------------------|
|   | No. of<br>Shares | Cost<br>Rs. '000 | Fair Value<br>Rs.'000 | No. of<br>Shares | Cost<br>Rs. '000 | Fair Value<br>Rs.'000 |
| 12.2.2 Financial Assets in Quoted Companies |                  |                  |                       |                  |                  |                       |
| Commercial & Professional Services          |                  |                  |                       |                  |                  |                       |
| Gestetner of Ceylon PLC                     | 230              | 32               | 15                    | 230              | 32               | 20                    |
| Consumer Durables & Apparel                 |                  |                  |                       |                  |                  |                       |
| Dankotuwa Porcelain PLC                     | 6,187            | 87               | 61                    | 6,187            | 87               | 64                    |
| Hayleys Fabric PLC                          | 12,000           | 263              | 349                   | 12,000           | 263              | 169                   |
| Hayleys Fibre PLC                           | 4,800            | 53               | 265                   | 4,800            | 23               | 228                   |
| Hela Apperal Holdings PLC                   | 3,000            | 45               | 39                    |                  | ' (<br>'         | ' (<br>(              |
| Regnis (Lanka) PLC                          | 2,484            | 12               | 135                   | 2,484            | 12               | 122                   |
| Singer Industries (Ceylon) PLC              | 1,210            | 10               | 46                    | 1,210            | 10               | 54                    |
| Teejay Lanka PLC                            | 35,000           | 859              | 1,393                 | 25,000           | 459<br>854       | 1,000                 |
| Consumer Services                           |                  | 003/7            | 2,200                 |                  |                  | 100/1                 |
| Eden Hotel Lanka PLC                        | 565              | ъ                | 7                     | 565              | ъ                | 9                     |
| John Keells Hotels PLC                      | 30,000           | 475              | 351                   | 30,000           | 475              | 285                   |
| Tal Lanka Hotels PLC                        | 3,000            | 14               | 40                    | 3,000            | 14               | 37                    |
| The Nuwara Eliya Hotels Company PLC         | 29               | 39               | 32                    | 29               | 39               | 30                    |
| Diversified Financials                      |                  | 233              | 430                   |                  | 550              | 865                   |
| Asia Capital PLC                            | 1,550            | 42               | 6                     | 1,550            | 42               | ∞                     |
| Capital Alliance PLC                        | 2,600            | 26               | 25                    | ı                | '                |                       |
| Lanka Ventures PLC                          | 15,300           | 155              | 689                   | 15,300           | 155              | 744                   |
| LOLC Holdings PLC                           | 37,000           | 23               | 22,108                | 45,840           | 29               | 13,385                |
| Merchant Bank of Sri Lanka & Finance PLC    | 9,000            | 108              | 46                    | 000'6            | 108              | 63                    |
| Peoples' Leasing & Finance PLC              | 25,083           | 432              | 203                   | 22,657           | 403              | 267                   |
| Singer Finance (Lanka) PLC                  | 2,500            | 32               | 33                    | 2,500            | 32               | 34                    |
|   |                  | 818              | 23,113                |                  | 769              | 14,501                |

| As at 31 March  | No. of<br>Charge | 2022<br>Cost<br>Pc 'nnn | Fair Value<br>De '000 | No. of<br>Sharee | 2021<br>Cost<br>Pc '000 | Fair Value            |
|---|------------------|-------------------------|-----------------------|------------------|-------------------------|-----------------------|
| 12.2.2 Financial Assets in Quoted Companies             |                  | 2                       | 200                   |                  |                         | 000.00                |
| Energy  |                  |                         |                       |                  |                         |                       |
| Lanka IOC PLC<br>Laugfs Gas PLC                         | 21,000<br>1,000  | 567<br>23<br>23         | 647<br>18<br>265      | 21,000<br>1,000  | 567<br>23<br>500        | 399<br>22<br>171      |
| Food & Staples Retailing                                |                  | DEC                     | 600                   |                  | 060                     | 471                   |
| Cargills (Ceylon) PLC<br>C.T.Holdings PLC               | 7,429<br>3,190   | 1,120<br>663<br>1783    | 1,356<br>483<br>1 830 | 7,429<br>3,190   | 1,120<br>663<br>1782    | 1,746<br>542<br>2 288 |
| Food Beverage & Tobacco                                 |                  | 100                     | CC0'T                 |                  | T1/ 07                  | 7/200                 |
| Agalwatte Plantations PLC                               | 22,500           | 1,123                   | 693                   | I                | '                       | '                     |
| Browns Investments PLC                                  | 22,000           | 55                      | 165                   | 22,000           | 55                      | 121                   |
| Cerison Cumperpaten PLC<br>Cevion Beverage Holdings PLC | 516              | 469<br>15               | 010<br>365            | 516              | 409<br>15               | 630<br>402            |
| Hapugastenne Plantations PLC                            | 100              |                         | 2                     | 100              | Ч                       | Н                     |
| HVA Foods PLC   | 1,800            | 29                      | ~ '                   | 1,800            | 59                      | б I                   |
| Kanawatte Plantations PLC<br>Lanka Milk Foods (CWF) PLC | 1.645            | 82 2                    | 4<br>218              | 1.645<br>1.645   | 7 6                     | د<br>147              |
| Lion Brewery Ceylon PLC                                 | 1,550            | 43                      | 814                   | 1,550            | 43                      | 882                   |
| Renuka Agri Foods PLC                                   | 10,900           | 25                      | 39                    | 10,900           | 25                      | 38                    |
| Talawakelle Tea Estate PLC                              | 2,000            | 38                      | 3 207                 | 2,000            | 38<br>779               | 75<br>2616            |
| Healthcare Equipment & Services                         |                  | 10017                   | 2/202                 |                  |                         | 010/2                 |
| Asiri Hospitals Holdings PLC<br>Nawaloka Hocoritals PLC | 30,000           | 233<br>37               | 1,125                 | 30,000           | 233<br>37               | 765<br>98             |
| The Lanka Hospitals Corporation PLC                     | 500              |                         | 25                    | 500              | ~ ~ ~                   | 22                    |
| Insurance   |                  | 2/8                     | 1,280                 |                  | 7/8                     | 688                   |
| Cevlinco Insurance PLC                                  | 3 676            | 30                      | 8 340                 | 3676             | 30                      | 7 568                 |
| HNB Assurance PLC                                       | 51,000           | 249                     | 2,208                 | 51,000           | 249                     | 3,024                 |
| Janasakthi Insurance Co PLC                             | 4,000            | 48                      | 96<br>91              | 4,000            | 48                      | 120                   |
| euce defierar insurance feu<br>Peoples Insurance PLC    | 2,500<br>14.600  | 219<br>219              | 439                   | 14.600           | 219                     | - 447                 |
|   |                  | 564                     | 11,093                |                  | 546                     | 11,159                |

| As at 31 March | arch  | No. of<br>Shares | 2022<br>Cost<br>Rs. '000 | Fair Value<br>Rs.'000 | No. of<br>Shares | 2021<br>Cost<br>Rs. '000 | Fair Value<br>Rs.'000 |
|----------------|---|------------------|--------------------------|-----------------------|------------------|--------------------------|-----------------------|
| 12.2.2 Fin     | 12.2.2 Financial Assets in Quoted Companies               |                  |                          |                       |                  |                          |                       |
| Ň              | Materials   |                  |                          |                       |                  |                          |                       |
| AC             | ACL Plastics PLC  | 300              | 12                       | 109                   | 300              | 12                       | 76                    |
| На             | Haycarb PLC   | 92,400           | 374                      | 4,638                 | 89,390           | 150                      | 8,313                 |
| ЪЧ             |   | 100,000          | 795                      | 1,140                 | 100,000          | 795                      | 1,110                 |
| Ri             | Richard Pieris Exports PLC                                | 100              | ъ i                      | 61                    | 100              | ы                        | 37                    |
| уу<br>Ю Т      | swisstek (Leylon) PLC<br>Tokvo Cement Company (Lanka) PLC | 3,000<br>16,500  | 24<br>886                | 66<br>559             | 3,000            | - 24                     | 324<br>-              |
|                | -   |                  | 2,096                    | 6,573                 |                  | 986                      | 9,860                 |
| Re             | Real Estate   |                  |                          |                       |                  |                          |                       |
| C              | C T Land Development PLC                                  | 3,527            | 13                       | 16                    | 3,527            | 13                       | 95                    |
| Let            | Lee Hedges PLC  | 1,375            | 12                       | 115                   | 1,375            | 12                       | 89                    |
| Prc            | Property Development PLC                                  | 1,500            | 18                       | 199                   | 1,500            | 18                       | 175                   |
|                |   |                  | 43                       | 405                   |                  | 43                       | 359                   |
| Re             | Retailing   |                  |                          |                       |                  |                          |                       |
| RIL            | RIL Property PLC  | 6,666            | 53                       | 47                    | 6,666            | 53                       | 43                    |
| Sai            | Sathosa Motors PLC  | 466              | 15                       | 86                    | 466              | 15                       | 105                   |
| Sir            | Singer (Sri Lanka) PLC                                    | 3,000            | ∞                        | 42                    | 3,000            | ∞                        | 52                    |
| Π              | United Motors Lanka PLC                                   | 11,934           | 247                      | 658                   | 11,934           | 247                      | 689                   |
|                |   |                  | 323                      | 833                   |                  | 323                      | 889                   |
| Te             | Telecommunication Services                                |                  |                          |                       |                  |                          |                       |
| Di             | Dialog Axiata PLC   | 11,830           | 156                      | 118                   | 11,830           | 156                      | 154                   |
| Sri            | SriLanka Telecom PLC                                      | 100              | m                        | m                     | 100              | ε                        | с                     |
|                |   |                  | 159                      | 121                   |                  | 159                      | 157                   |

| Ac at 3 | As at 31 March  |                  | 202              |                       |                  | 100              |                       |
|---------|---|------------------|------------------|-----------------------|------------------|------------------|-----------------------|
|         |   | No. of<br>Shares | Cost<br>Rs. '000 | Fair Value<br>Rs.'000 | No. of<br>Shares | Cost<br>Rs. '000 | Fair Value<br>Rs.'000 |
| 12.2.2  | 12.2.2 Financial Assets in Quoted Companies                 |                  |                  |                       |                  |                  |                       |
|         | Transportation  |                  |                  |                       |                  |                  |                       |
|         | Expo Lanka Holdings PLC                                     | 58,000           | 19,172<br>19,172 | 12,050                |                  | 1   1            |                       |
|         | Utilities   |                  |                  |                       |                  |                  |                       |
|         | Laugfs Power Limited  | 1,000            | •                | 10                    | 1,000            | '                | 6                     |
|         | Panasian Power PLC  | 20,000           | 60               | 74                    | 20,000           | 60               | 72                    |
|         | Resus Energy PLC  | 10,962           | 228<br>288       | 214<br>298            | 10,962           | 228<br>288       | 265<br>346            |
|         | Total   |                  | 33,299           | 72,582                |                  | 10,967           | 58,243                |
| 12.2.3  | 12.2.3 Financial Assets in Unquoted Companies               |                  |                  |                       |                  |                  |                       |
|         | Laugfs Eco Sri Limited<br>Laugfs Leisure Limited            | 1,000<br>1.000   |                  | 1                     | 1,000<br>1.000   |                  | 1                     |
|         | Total   | -                |                  | <u> </u>              |                  | '                | 2                     |
|         | Total Financial Assets at Fair Value through Profit or Loss |                  | 167,267          | 286,357               |                  | 141,938          | 249,315               |

#### 12.3 Disclosure of Interest in Other Entities

The Company holds 26.05% of the voting rights (in 2021 - 26.05%) of Colombo Investment Trust PLC (CIT). The Board of Directors of both Companies consists of common members who act independently. The Company does not participate in the financial and operating policy decisions of CIT and does not have significant influence even though it holds more than 20% of the voting rights of CIT. The investment in CIT is held under the trading portfolio and classified as financial assets at fair value through profit or loss.

| As at 31st March   | 2022<br>Rs.'000 | 2021<br>Rs.'000 |
|--|-----------------|-----------------|
| 13 Amounts due from Related Party                                    | KS. 000         | KS. 000         |
| Non Interest bearing receivables                                     |                 |                 |
| The Colombo Fort Land & Building PLC                                 | 1,500           | 1,804           |
|  | 1,500           | 1,804           |
| Provision for Impairment of Amount due from Related Party (13.1)     | (18)            | (33)            |
|  | 1,482           | 1,771           |
|  |                 |                 |
| 13.1 Provision for Impairment of Amounts due from Related Party      |                 |                 |
| Balance at the beginning of the year                                 | 33              | 39              |
| Provision / (Reversal) provided during the year                      | (15)            | (6)             |
| Balance at the end of the year                                       | 18              | 33              |
| The above amounts due from related party are receivable "on demand". |                 |                 |
| 14 Cash & Cash Equivalents   |                 |                 |
| Cash at Banks  | 7,230           | 2,676           |
|  | 7,230           | 2,676           |

| As at 31st March  | 2022                              | 2021            |
|---|-----------------------------------|-----------------|
| 15 Stated Capital   | No of                             | Shares          |
| Ordinary Shares as at beginning of the year<br>Shares issued during the year due to Scrip Dividend<br>Ordinary Shares as at end of the year | 6,910,041<br>109,538<br>7,019,579 | 6,910,041<br>   |
| Issued and Fully Paid   | Rs.'000                           | Rs.'000         |
| Balance as at beginning of the year<br>Shares issued during the year due to Scrip Dividend<br>Balance as at end of the year                 | 213,840<br>8,292<br>222,132       | 213,840<br><br> |

The Company has paid a First and Final Dividend of Rs. 1.20 per ordinary share by way of a Scrip Dividend for the year ended 31st March 2021 amounting to Rs. 8,292,049.20. Accordingly the Company issued 109,538 ordinary shares in the proportion of 1 : 63.0835052676 for existing shares at a value of Rs. 75.70 per share.

The holders of ordinary shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share at a meeting of the Company.

| As at 31st March  | 2022                         | 2021                                |
|---|------------------------------|-------------------------------------|
| 16 Reserves   | Rs.'000                      | Rs.'000                             |
| General Reserve (Note 16.1)<br>Fair Value Reserve of Financial Assets at FVOCI (16.2)<br><b>16.1 General Reserve</b><br>General Reserve is the Reserve set aside for General pu | 16,500<br>550,151<br>566,651 | 16,500<br><u>806,018</u><br>822,518 |
| 16.2 Fair Value Reserve of Financial Assets at<br>Fair Value through Other Comprehensive Income   |                              |                                     |
| Balance at the beginning of the year<br>Fair Value changes in Financial Assets at Fair Value thro   | <b>806,018</b><br>ough       | 202,209                             |
| Other Comprehensive Income<br>Transfer of realised gains on disposal of Financial Asse  |                              | 603,189                             |
| at Fair Value through Other Comprehensive Income<br>Balance at the end of the year  | <u>58</u><br>550,151         | 620<br>806,018                      |

Fair Value reserve of financial assets at FVOCI includes changes in fair value of financial instruments designed as financial assets at FVOCI.

| As at 31st March            | 2022    | 2021    |
|-----------------------------|---------|---------|
| 17 Trade and Other Payables | Rs.'000 | Rs.'000 |
| Trade Payable               |         |         |
| Asha Securities Ltd         | -       | 897     |
| Acuity Partners (Pvt) Ltd   | 17,377  | 18,428  |
| Other Payables              | 379     | 315     |
| Total                       | 17,756  | 19,640  |

#### **Margin Trading Facility**

The Company has entered into a Margin Trading facility with Acuity Partners (Pvt) Ltd, for Rs. 20 million with effect from 3rd November, 2016 at an interest rate of 12.80%. Subsequently it was reduced to 11%. This has been enhanced up to Rs. 25 million as at 31st March, 2018.

The following shares held by the Company have been pledged as security for the aforementioned facility.

| Name of the Company              | No. of Shares |
|----------------------------------|---------------|
| Ceylon Cold Stores PLC           | 150,000       |
| Ceylon Tobacco Company PLC       | 15,000        |
| Chevron Lubricants Lanka PLC     | 10,000        |
| C I C Holdings PLC               | 40,000        |
| Commercial Bank of Ceylon PLC    | 236,396       |
| C.W Mackie PLC                   | 15,000        |
| Expo Lanka Holdings PLC          | 50,000        |
| Haycarb PLC                      | 80,000        |
| Lankem Ceylon PLC                | 300,000       |
| Lankem Developments PLC          | 2,000,000     |
| Tokyo Cement Company (Lanka) PLC | 10,000        |

#### 18 Related Party Disclosure

#### a) Parent and Ultimate Controlling Party

The Company does not have an identifiable parent on its own.

#### b) Identity of the Related Parties

The Company carried out transactions in the ordinary course of its business with parties who are defined as related parties in Sri Lanka Accounting Standard (LKAS 24) - "Related Party Disclosures", the details of which are reported in Note 18 (c) below.

#### c) Transactions with Related Parties

| Transactions with Related Parties    |   | Transacti        | on Value        |
|--------------------------------------|---|------------------|-----------------|
| Name of the Related Party            | Nature of Transactions  | 2022<br>Rs.'000  | 2021<br>Rs.'000 |
| C M Holdings PLC                     | Acquisition of Financial Assets<br>Dividend received  | -<br>615         | (1,107)<br>547  |
| Colombo Investment Trust PLC         | Dividend Received -<br>Form of Scrip Dividend<br>Dividend Paid - Form of Scrip<br>Dividend                  | 2,139<br>(3,277) | -               |
| C.W.Mackie PLC                       | Acquisition of Financial Assets<br>Dividend received  | (858)<br>193     | -               |
| E. B. Creasy & Co. PLC               | Acquisition of Financial Assets<br>Dividend received  | (10)<br>23,868   | -<br>2,864      |
| Kotagala Plantations PLC             | Disposal of Financial Assets  | -                | 1,011           |
| Lankem Ceylon PLC                    | Acquisition of Financial Assets<br>Disposal of Financial Assets   | (3,910)<br>170   | -               |
| Laxapana Batteries PLC               | Acquisition of Financial Assets<br>Dividend received  | -<br>551         | (57)<br>311     |
| Marawila Resorts PLC                 | Disposal of Financial Assets  | 66               | -               |
| The Colombo Fort Land & Building PLC | Acquisition of Financial Assets<br>Part settlement of outstanding<br>balances<br>Provision / (Reversal) for | (1,130)<br>(304) | - (1,100)       |
|                                      | Impairment<br>Non interest bearing receivable   | (15)<br>1,500    | (6)<br>1,804    |

The Related Party Transactions Review Committee has reviewed the transactions mentioned above.

#### d) Terms and Conditions of Transactions with Related Parties

Transactions with related parties are carried out in the ordinary course of business on an arm's length basis. Related party balances at the year end are unsecured and repayable on demand.

There were no Guarntees received from or given to Related Parties during the financial year.

#### e) Recurrent and Non-Recurrent Related Party Transactions

During the year there were no recurrent and non-recurrent related party transactions that exceeded the respective thresholds mentioned in the Rule 9.3.2 of the Listing Rules of the Colombo Stock Exchange.

#### f) Transaction with Key Management Personnel (KMP)

According to Sri Lanka Accounting Standard (LKAS 24) - "Related Party Disclosures", Key Management Personnel (KMP) are those having authority and responsibility for planning and controlling the activities of the entity. Accordingly, the Directors of the Company (including executive and non-executive directors) and their immediate family members have been classified as Key Management Personnel of the Company.

#### g) Loans to Key Management Personnel

No Loans have been given to the Key management Personnel and their close family members during the year.

#### h) Key Management Personnel Compensation

Details of compensation are given in Note 5 to the Financial Statements.

## i) The Directors of the Company for the year under review are also Directors of the following Companies

| Companies                               |                   | Name of the Common Director |                            |                          |                           |                      |                         |                          |
|---|-------------------|-----------------------------|----------------------------|--------------------------|---------------------------|----------------------|-------------------------|--------------------------|
| Name of the Company                     | Relation-<br>ship | 1911.                       | Mr. S.D.R.<br>Arudpragasam | Mr. S.<br>Shanmugalingam | Mr. A.M.de<br>S.Jayaratne | Mr. S.<br>Rajaratnam | Dr. J.M.<br>Swaminathan | Mr. Amrit.<br>Rajaratnam |
| Agarapatana<br>Plantations Ltd          | Related           | -                           | 1                          | -                        | -                         | -                    | -                       | -                        |
| Beruwala Resorts PLC                    | Related           | -                           | 1                          | -                        | -                         | 1                    | -                       | 1                        |
| C.M. Holdings PLC                       | Related           | 1                           | 1                          | -                        | 1                         | 1                    | 1                       | -                        |
| C.W. Mackie PLC                         | Related           | -                           | 1                          | -                        | 1                         | ~                    | -                       | -                        |
| Colombo Investment<br>Trust PLC         | Related           | 1                           | 1                          | ✓                        | 1                         | ~                    | 1                       | 1                        |
| E.B. Creasy & Co. PLC                   | Related           | 1                           | 1                          | -                        | 1                         | ~                    | -                       | -                        |
| Kotagala Plantations<br>PLC             | Related           | -                           | 1                          | -                        | 1                         | -                    | -                       | -                        |
| Lankem Ceylon PLC                       | Related           | -                           | 1                          | -                        | -                         | -                    | -                       | -                        |
| Lankem Developments<br>PLC              | Related           | -                           | 1                          | -                        | -                         | -                    | -                       | -                        |
| Laxapana Batteries PLC                  | Related           | -                           | 1                          | -                        | -                         | 1                    | -                       | -                        |
| Marawila Resorts PLC                    | Related           | -                           | 1                          | -                        | -                         | ~                    | -                       | 1                        |
| Muller and Phipps<br>(Ceylon) PLC       | Related           | -                           | 1                          | -                        | -                         | ~                    | -                       | -                        |
| Sigiriya Village<br>Hotels PLC          | Related           | -                           | 1                          | -                        | -                         | ~                    | -                       | 1                        |
| The Colombo Fort<br>Land & Building PLC | Related           | 1                           | 1                          | -                        | 1                         | \$                   | -                       | -                        |
| York Arcade Holdings<br>PLC             | Related           | -                           | 1                          | 1                        | 1                         | 1                    | -                       | 1                        |

• Mr. A. Rajaratnam has resigned from York Arcade Holdings PLC w.e.f. 1st July, 2021.

• Mr. S. Rajaratnam was appointed to C.W. Mackie PLC w.e.f. 20th April, 2021 and to Muller and Phipps (Ceylon) PLC w.e.f. 15th June, 2021.

• Mr. Amrit Rajaratnam was appointed to the Board of the Company w.e.f. 25th March. 2022.

• Mr. Anushman Rajaratnam was appointed to the Board of the Company on 9th June, 2022.

There were no other related party transactions other than the above and those disclosed in Notes 12, 13 and 18 to the financial statements.

#### 19 Transactions with Managers and Secretaries

The Company has made following transactions with Corporate Managers & Secretaries (Private) Limited during the year.

| For the year ended 31st March | 2022<br>Rs.'000 | 2021<br>Rs.'000 |
|-------------------------------|-----------------|-----------------|
| Administration fees paid      | 900             | 900             |
| Secretarial fees paid         | 480             | 480             |
| Registrar's fees paid         | 480             | 480             |

All staff related services are provided by Corporate Managers & Secretaries (Private) Limited.

#### 20 Capital Expenditure Commitments

There were no capital commitments outstanding as at 31st March, 2022.

#### **21 Contingent Liabilities**

There were no contingent liabilities as at 31st March, 2022.

#### 22 Restatement of Comparative Figures

Comparative information including quantitatives, narrative and descriptive information are disclosed in respect of the previous period for all amounts reported in the Financial Statements, in order to enhance the understanding of the current period's Financial Statements and to enhance the inter period comparability.

#### 23 Events after the Reporting Period

Subsequent to the Reporting date no circumstances have arisen which would require adjustments to or disclosure in the Financial Statements except the following,

i) The Company made a Rights Issue of 1,403,915 Ordinary Shares at a price of Rs. 52.00 per share to the Shareholders of the Company as the end of trading on 18th May, 2022, in the proportion of One (1) new Ordinary Share for every Five (5) existing Ordinary Shares held in the Company which was approved by the Shareholders at an Extraordinary General Meeting held on 12th May, 2022. The issue closed on 13th June, 2022. The total number of shares subscribed for on the Rights Issue was 1,368,823 valued at Rs. 71,178,796.00. The purpose of the Rights Issue was to raise funds for further investing in shares listed on the Colombo Stock Exchange. Subsequent to the Rights Issue of shares the Company's Stated Capital amounted to Rs. 293,310,640.40 represented by 8,388,402 Ordinary Shares.

ii) The Directors have recommended the payment of a First and Final Dividend of Rs.1.20 per ordinary share by way of a Scrip Dividend for the year ended 31st March, 2022 which will be declared at the Annual General Meeting to be held on 25th August, 2022.

In accordance with Sri Lanka Accounting Standard (LKAS 10) - "Events after the Reporting Period", this proposed First and Final Dividend has not been recognised as a liability in the Statement of Financial Position as at 31st March, 2022.

#### 24 Directors' Responsibility

The Board of Directors acknowledge the responsibility for the preparation and presentation of these Financial Statements.

#### 25 Financial Instruments

#### 25.1 Financial Instruments - Statement of Financial Position

| As At 31st March   | 2022      | 2021      |
|--|-----------|-----------|
|  | Rs.'000   | Rs.'000   |
| Financial Assets   |           |           |
| Non Current  |           |           |
| <ul> <li>Financial Assets at Fair Value through OCI<br/>Current</li> </ul> | 842,380   | 1,090,052 |
| - Financial Assets at Fair Value through Profit or Loss                    | 286,357   | 249,315   |
| Total  | 1,128,737 | 1,339,367 |
|  |           |           |
| Receivables  | 6,274     | 5,380     |
| Amounts due from Related Party   | 1,482     | 1,771     |
|  | 7,756     | 7,151     |
| Cash and Cash Equivalents  | 7,230     | 2,676     |
| Total  | 14,986    | 9,827     |
|  |           |           |
| Financial Liabilities  |           |           |
| Trade Payables   | 17,377    | 19,325    |
| Dividends Payable  | 36        | 88        |
| Total  | 17,413    | 19,413    |
|  |           |           |

#### 25.2 Financial Risk Management

#### Overview

The Company has exposure to the following risks from its use of financial instruments.

- a) Credit Risk
- b) Liquidity Risk
- c) Market Risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk.

#### **Risk Management Framework**

The Board of Directors have overall responsibility for the establishment and oversight of the risk management framework, including policies and procedures. In discharging its governance responsibility it operates through the Board of Directors and Audit Committee. Risk management framework is reviewed regularly to reflect changes.

#### a) Credit risk

#### **Exposure to Credit Risk**

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The exposure to credit risk at the reporting date was,

| As at 31st March              | 2022    | 2021    |
|-------------------------------|---------|---------|
|                               | Rs.'000 | Rs.'000 |
|                               |         |         |
| Receivables                   | 6,274   | 5,380   |
| Amount due from Related Party | 1,482   | 1,771   |
| Cash and Cash Equivalents     | 7,230   | 2,676   |
|                               | 14,986  | 9,827   |

#### **Impairment Losses**

The aging of Receivables at the reporting date was,

| As at 31st March   | Gross<br>2022<br>Rs.'000 | Impairment<br>2022<br>Rs.'000 | Gross<br>2021<br>Rs.'000 | Impairment<br>2021<br>Rs.'000 |
|--|--------------------------|-------------------------------|--------------------------|-------------------------------|
| Not Past due<br>Past due 0-31 days<br>Past due 31-365 days<br>More than one year | 6,274<br>-<br>-          | -                             | 5,380<br>-<br>-<br>-     | -<br>-<br>-                   |
| wore than one year   | 6,274                    | -                             | 5,380                    |                               |

Based on historic default rates, the Company believes that, no impairment allowance is needed in respect of Receivables.

The aging of Amounts due from Related Party as at the reporting date was,

| Gross   | Impairment                         | Gross                            | Impairment  |
|---------|------------------------------------|----------------------------------|---|
| 2022    | 2022                               | 2021                             | 2021  |
| Rs.'000 | Rs.'000                            | Rs.'000                          | Rs.'000   |
| -       | -                                  | -                                | -   |
| -       | -                                  | -                                | -   |
| -       | -                                  | 1,804                            | 34  |
| 1,500   | 18                                 | -                                | -   |
| 1,500   | 18                                 | 1,804                            | 34  |
|         | 2022<br>Rs.'000<br>-<br>-<br>1,500 | 2022 2022<br>Rs.'000 Rs.'000<br> | 2022         2022         2021           Rs.'000         Rs.'000         Rs.'000           -         -         -           -         -         -           -         -         -           -         -         -           -         -         1,804           1,500         18         - |

The Company has provided impairment provision for the Amounts due from Related Party according to Expected Credit Loss (ECL) model.

#### b) Liquidity Risk

Liquidity Risk is the risk that an entity will encounter difficulty in meeting obligations associated with Financial Liabilities.

The following are the contractual maturities of Financial Liabilities, including estimated interest payments.

| As at 31 March 2022                        | Carrying<br>amount<br>Rs.'000 | Contractual<br>cash flows<br>Rs.'000 | 12 months<br>or less<br>Rs.'000 | 1-2<br>years<br>Rs.'000 | 2-5<br>Years<br>Rs.'000 |
|--|-------------------------------|--------------------------------------|---------------------------------|-------------------------|-------------------------|
| Financial Liabilities at<br>Amortised Cost |                               |                                      |                                 |                         |                         |
| Trade and other Payables                   | 17,377                        | (17,377)                             | (17,377)                        | -                       | -                       |
| Dividends Payable                          | 36<br>17,692                  | (36)<br>(17,692)                     | (36)<br>(17,692)                |                         | -                       |

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amount.

#### c) Market Risk

Market Risk is the risk that Fair Value of future Cash Flow of the Financial Instrument will fluctuate because of changes in market prices. Market Risk will have an implication on the value of the Company's Financial Assets.

A description of the valuation methods used is given below.

#### **Fair Value Hierarchy**

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 : inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 : inputs for the asset or liability that are not based on observable market data (unobservable inputs).

|   | Level 1<br>Rs.'000 | Level 2<br>Rs.'000 | Level 3<br>Rs.'000 | Total<br>Rs.'000 |
|---|--------------------|--------------------|--------------------|------------------|
| <b>31st March, 2022</b><br>Financial assets at fair value through |                    |                    |                    |                  |
| - Other Comprehensive Income                                      | 840,661            | -                  | 1,719              | 842,380          |
| - Profit or Loss  | 286,350            | -                  | 7                  | 286,357          |
|   | 1,127,011          |                    | 1,726              | 1,128,737        |
| <b>31st March, 2021</b><br>Financial assets at fair value through |                    |                    |                    |                  |
| - Other Comprehensive Income                                      | 1,088,333          | -                  | 1,719              | 1,090,052        |
| - Profit or Loss  | 249,308            | -                  | 7                  | 249,315          |
|   | 1,337,641          |                    | 1,726              | 1,339,367        |
| Currency Risk   |                    |                    |                    |                  |

Currency Risk is the risk that the Fair Value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. As the Company did not have any Financial Assets designated in currency's other than Sri Lankan Rupees, the Company was not exposed to currency risk at the reporting period.

#### **Interest Rate Risk**

Interest rate risk is the risk that the Fair Value of future cash flows of a Financial Instrument will fluctuate because of changes in Market Interest Rate. At the reporting date the Company's exposure towards interest rate risk was

| As at 31st March                       | 2022     | 2021     |
|--|----------|----------|
|  | Rs.'000  | Rs.'000  |
| Fixed Rate Instruments                 |          |          |
| Financial Liabilities - Trade Payables | (17,377) | (18,428) |

#### 25.3 Fair values of Financial Assets and Liabilities not carried at fair value

The carrying amounts and fair values of the financial assets and liabilities of the Company which are not measured at fair value in the financial statements are given below.

| As at 31st March   | 20      | )22      | 2021    |          |
|--|---------|----------|---------|----------|
| Explanatory  | Fair    | Carrying | Fair    | Carrying |
| Reference  | Value   | Value    | Value   | Value    |
|  | Rs.'000 | Rs.'000  | Rs.'000 | Rs.'000  |
| Amortised Cost (a)   |         |          |         |          |
| Receivables  | 6,274   | 6,274    | 5,380   | 5,380    |
| Cash and Cash Equivalents  | 7,230   | 7,230    | 2,676   | 2,676    |
| <b>Financial Liabilities at Amortised Cost</b> (b)<br>Trade Payables | 17,377  | 17,377   | 19,325  | 19,325   |
| Dividends Payable  | 36      | 36       | 88      | 88       |

(a) The carrying values of Receivables has been considered as the fair value due to uncertainty of the timing of the cash flows.

The carrying value of cash and bank balances have been considered as the fair value due to the short maturity of the financial instruments.

(b) Carrying values of the financial liabilities have been considered as the fair value, due to uncertainty of the timing of the cash flow.

# **Financial Summary**

|   |           | SLFR      | S 9      |          | LKAS 39   |
|---|-----------|-----------|----------|----------|-----------|
| Year ended 31st March                         | 2022      | 2021      | 2020     | 2019     | 2018      |
|   | Rs.'000   | Rs.'000   | Rs.'000  | Rs.'000  | Rs.'000   |
| Trading Results                               |           |           |          |          |           |
| Revenue                                       | 41,227    | 17,222    | 12,515   | 22,236   | 19,241    |
| Other Income                                  | 1,024     | 6         | 4,287    | 4,228    | 5,999     |
| Profit / (Loss) Before Income Tax Expense     | 54,531    | 112,676   | 2,777    | (27,282) | 24,666    |
| Income Tax Expense                            | (3,675)   | (1,371)   | (1,111)  | (1,035)  | (1,247)   |
| Profit / (Loss) for the year                  | 50,856    | 111,305   | 1,666    | (28,317) | 23,419    |
| As at 31st March                              | 2022      | 2021      | 2020     | 2019     | 2018      |
|   | Rs.'000   | Rs.'000   | Rs.'000  | Rs.'000  | Rs.'000   |
| Equity  |           |           |          |          |           |
| Stated Capital                                | 222,132   | 213,840   | 213,840  | 205,725  | 197,800   |
| General Reserve                               | 16,500    | 16,500    | 16,500   | 16,500   | 16,500    |
| Available-for-Sale Reserve                    | -         | -         | -        | -        | 646,302   |
| Fair Value Reserve of Financial Assets at OCI | 550,151   | 806,018   | 202,209  | 505,601  | -         |
| Retained Earnings                             | 334,587   | 292,068   | 181,194  | 187,315  | 224,041   |
|   | 1,123,370 | 1,328,426 | 613,743  | 915,141  | 1,084,643 |
| Assets Less Liabilities                       |           |           |          |          |           |
| Current & Non-Current Assets                  | 1,143,804 | 1,349,275 | 639,727  | 945,193  | 1,124,631 |
| Current & Non-Current Liabilities             | (20,434)  | (20,849)  | (25,984) | (30,052) | (39,988)  |
| Net Assets                                    | 1,123,370 | 1,328,426 | 613,743  | 915,141  | 1,084,643 |
| Financial Statistics                          |           |           |          |          |           |
| Earnings / (Loss) Per Share                   | 7.24      | 15.86     | 0.24     | (4.10)   | 3.46      |
| Net Asset Per Share                           | 160.03    | 189.25    | 88.82    | 132.44   | 160.40    |
| Market Price Per Share                        | 70.50     | 65.80     | 55.00    | 50.20    | 64.70     |
| Price Earnings Ratio                          | 9.74      | 4.15      | 229.17   | (12.24)  | 18.70     |
| Dividend Per Share                            | 1.20      | 1.20      | -        | 1.20     | 1.20      |

## **Information to Shareholders and Investors**

#### **Distribution of Shareholdings**

|                     | 31st March 2022       |                        | 3      | 1st March 2021        |                        |        |
|---------------------|-----------------------|------------------------|--------|-----------------------|------------------------|--------|
|                     | No.of<br>Shareholders | Total<br>Shareholdings | %      | No.of<br>Shareholders | Total<br>Shareholdings | %      |
| 1 - 1,000           | 714                   | 100,925                | 1.44   | 552                   | 79,279                 | 1.15   |
| 1,001 - 10,000      | 103                   | 294,195                | 4.19   | 105                   | 313,798                | 4.54   |
| 10,001 - 100,000    | 24                    | 562,099                | 8.01   | 17                    | 469,816                | 6.80   |
| 100,001 - 1,000,000 | 4                     | 861,478                | 12.27  | 4                     | 927,423                | 13.42  |
| Over 1,000,000      | 3                     | 5,200,882              | 74.09  | 3                     | 5,119,725              | 74.09  |
| Total               | 848                   | 7,019,579              | 100.00 | 681                   | 6,910,041              | 100.00 |

#### **Categories of Shareholders**

|              | 31st March 2022       |                        | 3      | 1st March 2021        |                        |        |
|--------------|-----------------------|------------------------|--------|-----------------------|------------------------|--------|
|              | No.of<br>Shareholders | Total<br>Shareholdings | %      | No.of<br>Shareholders | Total<br>Shareholdings | %      |
| Individuals  | 772                   | 625,061                | 8.90   | 613                   | 671,430                | 9.72   |
| Institutions | 76                    | 6,394,518              | 91.10  | 68                    | 6,238,611              | 90.28  |
| Total        | 848                   | 7,019,579              | 100.00 | 681                   | 6,910,041              | 100.00 |

#### **Public Holding**

The percentage of the Issued Share Capital held by the public as at 31st March, 2022 was 17.98%. (31.03.2021 - 17.97%).

The applicable option under Colombo Stock Exchange Rule 7.14.1 on Minimum Public Holding is Option 2 and the Float Adjusted Market Capitalisation as at 31st March, 2022 was Rs. 88.98 Million.

#### **Public Shareholders**

The number of Public Shareholders as at 31st March, 2022 were 837 (31.03.2021 - 670).

#### **Market Performance - Ordinary Shares**

|                                 | 2021/22<br>Rs. | 2020/21<br>Rs. |
|---------------------------------|----------------|----------------|
| Highest Price                   | 140.00         | 132.75         |
| Lowest Price                    | 65.00          | 41.50          |
| Market Value as at the Year end | 70.50          | 65.80          |

## Information to Shareholders and Investors

### Twenty Major Shareholders of the Company

|  | 31st March 2022 |       | 31st Mar  | ch 2021 |
|--|-----------------|-------|-----------|---------|
|  | Shares          | %     | Shares    | %       |
|  |                 |       | . =       |         |
| Colombo Investment Trust PLC                     | 2,774,524       | 39.53 | 2,731,229 | 39.53   |
| Financial Trust Ltd.                             | 1,305,261       | 18.59 | 1,284,893 | 18.59   |
| The Colombo Fort Land & Building PLC             | 1,121,097       | 15.97 | 1,103,603 | 15.97   |
| Property & Investment Holdings (Private) Ltd.    | 498,532         | 7.10  | 490,753   | 7.10    |
| Peoples Leasing & Finance PLC /                  |                 |       |           |         |
| Dr. H. S. D. Soysa & Mrs. G.Soysa                | 137,005         | 1.95  | 134,868   | 1.95    |
| Mrs. M. L. De Silva                              | 125,034         | 1.78  | 123,083   | 1.78    |
| Mr. G. M. Dhansingani                            | 100,907         | 1.44  | 178,719   | 2.59    |
| Tranz Dominion L.L.C.                            | 91,407          | 1.30  | 88,789    | 1.28    |
| Seylan Bank PLC / E.J.Gunasekera &               |                 |       |           |         |
| M. G. M. Gunasekara                              | 52,390          | 0.75  | 57,011    | 0.83    |
| Hatton National Bank PLC / K.K. Shujeevan        | 45,607          | 0.65  | -         | -       |
| People's Leasing & Finance PLC /                 |                 |       |           |         |
| Mr. M. A. N. Yoosufali                           | 40,560          | 0.58  | 50,000    | 0.72    |
| Capital Investments Ltd.                         | 39,034          | 0.56  | 38,425    | 0.56    |
| Ceylon Galvanising Industries Ltd.               | 25,709          | 0.37  | 25,308    | 0.37    |
| Commercial Bank of Ceylon PLC / N. H. Dawoodbhoy |                 |       |           |         |
| and Company (Private) Limited                    | 24,787          | 0.35  | 50,000    | 0.72    |
| J. B. Cocoshell (Pvt) Ltd.                       | 23,312          | 0.33  | -         | -       |
| Mr. M. D. S. Goonatilleke                        | 19,656          | 0.28  |           |         |
| Trust Holdings & Investments (Pvt) Ltd           | 18,250          | 0.26  | 17,966    | 0.26    |
| Sampath Bank PLC / A. Sithampalam                | 17,927          | 0.26  | 17,648    | 0.26    |
| Spiceco Limited                                  | 15,903          | 0.23  | 15,655    | 0.23    |
| Richard Pieris Financial Services (Pvt) Ltd. /   |                 |       |           |         |
| Fortune One (Pvt) Ltd.                           | 14,945          | 0.21  | 14,712    | 0.21    |
| Total  | 6,491,847       | 92.95 | 6,422,662 | 93.14   |

#### **Financial Statistics**

|                             | 2021/22 | 2020/21 |
|-----------------------------|---------|---------|
|                             | Rs.     | Rs.     |
|                             |         |         |
| Earnings / (Loss) per Share | 7.24    | 15.86   |
| Net Assets per share        | 160.03  | 189.25  |
| Dividend per Share          | 1.20    | 1.20    |
| Dividend Payout Ratio       | 0.17    | 0.07    |

## **Notice of Meeting**

NOTICE IS HEREBY GIVEN that the Thirty Eighth Annual General Meeting of Colombo Fort Investments PLC will be conducted as a virtual meeting from the Registered Office of the Company 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1 on Thursday, 25th August 2022 at 10.00 a.m. for the following purposes;

- 1. To receive and consider the Annual Report of the Board of Directors and the Statement of Accounts for the year ended 31st March, 2022 together with the Report of the Auditors thereon.
- 2. To declare a First and Final Dividend of Rupees 1.20 per share in the form of a Scrip Dividend as recommended by the Directors.

#### **ORDINARY RESOLUTION**

"It is hereby resolved that the First and Final Dividend of Rs. 1.20 per share be distributed in the form of Scrip Dividend amounting to a total sum of Rupees Ten Million Sixty Six Thousand Eighty Two and Cents Forty (Rs. 10,066,082.40). The Scrip Dividend will be paid out of dividends received for the year ended 31st March, 2022. The shares issued in the Scrip Dividend shall be valued at Rs. 45.40 per share which will result in 01 share being issued for each existing 37.8334829221 shares held by the shareholders at the end of trading on the Colombo Stock Exchange (CSE) on the third (3rd) market day from and excluding the date of the Annual General Meeting (i.e. the "Record date"). Consequently the total number of shares to be issued under the Scrip Dividend shall be Two Hundred and Twenty One Thousand Seven Hundred and Nineteen (221,719) Ordinary shares.

"It is further resolved that the shares issued in respect of the Scrip Dividend be listed on the Colombo Stock Exchange".

"It is further resolved that the residual fractions arising upon the Scrip Dividend will be disposed in the market by a Trustee to be nominated by the Board of Directors and the proceeds to be distributed amongst those shareholders entitled to the fraction of such shares". (See Note No. 3 in the "Circular to shareholders-Re: Scrip Dividend 2021/2022" attached to this Annual Report).

3. To re-elect Mr. Amrit Rajaratnam, who was appointed during the year and who retires in terms of Article 92 of the Articles of Association, as a Director.

- To re-elect Mr. Anushman Rajaratnam, who was appointed during the year and who retires in terms of Article 92 of the Articles of Association, as a Director.
- 5. To re-elect Mr. S.Rajaratnam, who retires by rotation in terms of Articles 85 and 86 of the Articles of Association as a Director.
- 6. To reappoint Mr. A.M.de S.Jayaratne, who is over seventy years of age as a Director.

A Special Notice has been received by the Company from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note vii on page 66).

7. To reappoint Dr. J.M.Swaminathan who is over seventy years of age as a Director.

A Special Notice has been received by the Company from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note viii on page 66).

8. To reappoint Mr. A.Rajaratnam who is over seventy years of age as a Director.

A Special Notice has been received by the Company from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note ix on page 66).

9. To reappoint Mr. S.D.R.Arudpragasam who is over seventy years of age as a Director.

A Special Notice has been received by the Company from a shareholder of the intention to pass a Resolution which is set out in the notes in relation to his reappointment (see Note x on Page 68).

10. To reappoint Messrs. V.S. & Associates, Chartered Accountants as Auditors and to authorise the Directors to determine their fees.

#### By Order of the Board,

#### Corporate Managers & Secretaries (Private) Limited

Secretaries

Colombo 25th July, 2022

## **Notice of Meeting**

#### Notes:

- i. A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote in his/her stead.
- ii. A proxy need not be a Member of the Company. The Form of Proxy is attached hereto.
- iii. The completed Form of Proxy should be deposited at the Registered Office of the Company at No. 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo1, not less than forty eight hours before the time appointed for the holding of the Meeting.
- iv. Members are encouraged to vote by Proxy through the appointment of a member of the Board of Directors to represent them and vote on their behalf. Members are advised to complete the Form of Proxy and their voting preferences on the specified resolutions to be taken up at the Meeting and submit the same to the Company in accordance with the instructions given on the reverse of the Form of Proxy.
- v. A circular to shareholders regarding the Scrip Dividend is enclosed with the Notice of Meeting.
- vi. Please refer the Circular to shareholders and CSE website for further instructions relating to the AGM and for joining the meeting virtually.
- vii. A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

#### Resolved -

"That Mr.A.M.de S.Jayaratne who is eighty two years of age, be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to the said Director, Mr.A.M.de S.Jayaratne."

viii. "A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

#### Resolved -

"That Dr.J.M.Swaminathan who is eighty one years of age, be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to the said Director, Dr.J.M.Swaminathan."

ix A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

#### Resolved -

"That Mr.A.Rajaratnam who is eighty one years of age, be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to the said Director, Mr.A.Rajaratnam."

x. A Special Notice has been received by the Company from a shareholder giving notice of the intention to move the following Resolution as an Ordinary Resolution at the Annual General Meeting.

#### Resolved -

"That Mr.S.D.R Arudpragasam who would have at the date of the Annual General Meeting reached seventy one years of age be and is hereby reappointed a Director of the Company and it is further specially declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to the said Director, Mr. S.D.R.Arudpragasam".

## Form of Proxy

| I/We the undersigned                            | of                            |
|---|-------------------------------|
| being a member/members of Colombo Fort Investme | ents PLC, do hereby appoint : |
| of  | whom failing                  |
| Alagarajah Rajaratnam                           | of Colombo whom failing       |
| Sri Dhaman Rajendram Arudpragasam               | of Colombo whom failing       |
| Sriskandamoorthy Shanmugalingam                 | of Colombo whom failing       |
| Ajit Mahendra de Silva Jayaratne                | of Colombo whom failing       |
| Sanjeev Rajaratnam                              | of Colombo whom failing       |
| Jayanta Mootatamby Swaminathan                  | of Colombo whom failing       |
| Amrit Rajaratnam                                | of Colombo whom failing       |
| Anushman Rajaratnam                             | of Colombo                    |

as my/our Proxy to represent me/us to speak and to vote on my/our behalf at the Annual General Meeting of the Company to be held on 25th August, 2022 and at any adjournment thereof and at every poll which may be taken in consequence thereof. I/We the undersigned hereby authorise my/ our proxy to vote on my/our behalf in accordance with the preferences indicated below:

| RESOLUTIONS   |   |   |   |   |   |   |   |   |   |    |
|---|---|---|---|---|---|---|---|---|---|----|
| Resolution Numbers as set out in the Notice convening the Meeting | 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 |
| For   |   |   |   |   |   |   |   |   |   |    |
| Against   |   |   |   |   |   |   |   |   |   |    |

As witness, my / our \* hand/s this.....day of ......day.

Signature of Shareholder

#### Notes :

Please indicate with an X in the space provided how your proxy is to vote. If there is in the view of the Proxy Holder doubt (by reason of the way in which the instructions contained in the proxy have been completed) as to the way in which the Proxy holder should vote, the Proxy holder shall vote as he thinks fit.

A Proxy holder need not be a member of the Company.

Instructions as to completion appear on the reverse hereof.

#### Instructions as to Completion

- 1 To be valid the completed Form of Proxy must be deposited at the Registered Office of the Company at No 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 01 not less than 48 hours before the time appointed for the holding of the Meeting.
- 2 The Instrument appointing a proxy shall in the case of an individual be signed by the appointor by his Attorney and in the case of a Company/Corporation the Proxy Form must be executed under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association or other constitutional document.
- 3 If the Proxy Form is signed by an Attorney, the relevant Power of Attorney or a notarially certified copy thereof, should also accompany the completed Form of Proxy if it has not already been registered with the Company.
- 4 The full name and address of the Proxy and of the shareholder appointing the Proxy should be entered legibly in the Form of Proxy. Please sign in the space provided and fill in the date of signature.

## **Corporate Information**

#### Name of the Company

Colombo Fort Investments PLC

#### Legal Form

A Public Quoted Company with Limited Liability incorporated in Sri Lanka on 10th June, 1983 under the Companies Act No. 17 of 1982 and re-registered under the Companies Act No. 7 of 2007 on 13th December 2007.

#### Company No.

PQ 100

#### Stock Exchange Listing

The Ordinary Shares of the Company are listed with the Colombo Stock Exchange

#### **Registered Office**

8-5/2, Leyden Bastian Road, York Arcade Building, Colombo - 1. 2 0112344485 - 9

#### **Board of Directors**

A.Rajaratnam FCA (Chairman) (Alternate, Anushman Rajaratnam) S.D.R.Arudpragasam FCMA (UK) (Deputy Chairman) S.Shanmugalingam A.M. de S.Jayaratne B.Sc. (Econ.), FCA S.Rajaratnam B.Sc., CA J.M.Swaminathan Attorney-at-Law, LLB(Ceylon), LLM, M. Phil. (Colombo), Hon. LLD (Colombo) Amrit Rajaratnam LLB (Notts.), Barrister-at-Law Anushman Rajaratnam B.Sc. (Hon.), CPA, MBA

#### Secretaries

Corporate Managers & Secretaries (Private) Limited 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo - 1. 2012344485 - 9

#### Auditors

Messrs. V.S. & Associates Chartered Accountants 20/62, Fairfield Gardens, Colombo - 8.

#### Lawyers

Messrs. Julius & Creasy Attorneys-at-Law, Solicitors & Notaries Public, P.O. Box 154, Colombo.

#### **Bankers**

Commercial Bank of Ceylon PLC Sampath Bank PLC

Colombo Fort Investments PLC 8-5/2, Leyden Bastian Road, York Arcade Building, Colombo 1.