



HATTON PLANTATIONS PLC

Please click on the below links to access the relevant documents pertaining to HPL AGM 2019/2020

NOTICE OF MEETING - HATTON PLANTATIONS PLC

Taking into consideration the current regulations/restrictions prevailing in the country due to the COVID-19 pandemic, the Board of Directors of Hatton Plantations PLC has decided to hold the third (3rd) Annual General Meeting (AGM) as a Virtual Meeting at the Hatton Plantations PLC Head Office building located at No. 168, 2nd floor, Negombo Road, Peliyagoda, on Wednesday, the 30th December 2020 at 10.00 a.m., in line with the guidelines issued by the Colombo Stock Exchange (CSE) for hosting of virtual AGMs.

Hence, Notice is hereby given that the third (3rd) Annual General Meeting of the Company will be held by way of electronic means on 30th December 2020 at 10.00 a.m. and the business to be brought before the meeting will be:

1. To receive and consider the Annual Report of the Board of Directors and the Statement of Audited Accounts for the year ended 31st March 2020 with the report of the Auditors thereon.
2. To propose the following resolution as an ordinary resolution for the reappointment of Mr. Uditha Palihakkara who has reached the age of 77 years.

Ordinary Resolution

"IT IS HEREBY RESOLVED THAT the age limit referred to in Section 210 of the Companies Act No 7 of 2007 shall not apply to Mr. U H Palihakkara who has reached the age of 77 years prior to this Annual General Meeting and that he be reappointed"

3. To re-elect Mr. Gary Seaton as per Article 28(2) of the Articles of Association.
4. To re-elect Mr. Menaka Athukorala as per Article 28(2) of the Articles of Association.
5. To re-elect Mr. Gowri Shankar as per Article 28(2) of the Articles of Association.
6. To re-elect Mr. Hiro Bhojwani as per Article 28(2) of the Articles of Association.
7. To re-elect Mr. Indrajith Fernando as per Article 28(2) of the Articles of Association.
8. To re appoint Messrs. PricewaterhouseCoopers (Chartered Accountants) and authorize the Directors to determine their remuneration.
9. To authorize the Directors to determine contributions to Charities.

By order of the Board



Corporate Advisory Services (Pvt) Ltd

Secretaries, Hatton Plantations PLC

Colombo

04 December 2020

Notes:

1. Below mentioned documents can be now downloaded via the corporate website http://hattonplantations.lk/financial-data/HPL_AGM_2019-2020.pdf and the CSE website visit <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=HPL.N0000> and click on the announcements tab.
 - a. Notice of Meeting
 - b. Circular to shareholders
 - c. Form of Proxy
 - d. Guideline and Registration Process to join the AGM virtually
 - e. Registration Form for the AGM
 - f. Request Form for the printed copy of the Annual Report
2. A Shareholder entitled to attend and vote at the above virtual meeting is entitled to appoint a proxy to attend and vote on behalf of him/her by electronic means.
3. A proxy need not be a Shareholder of the Company.
4. For more information on how to participate by virtual means in the above virtual meeting, please refer Registration Process which can be downloaded as above.

FORM OF PROXY - HATTON PLANTATIONS PLC

I/We.....of.....being a member / members of Hatton Plantations PLC, hereby appoint:

.....ofor failing him, Mr. Gary Seaton (Chairman of the Company) of Colombo, or failing him, one of the Directors of the Company as my/our proxy to vote as indicated hereunder for me/us and on my/our behalf at the third (03rd) Annual General Meeting of the Company to be held on 30th December 2020 at 10.00 a.m. and at every poll which may be taken in consequence of aforesaid meeting and any adjournment thereof:

	For	Against
1. To receive and consider the Annual Report of the Board of Directors and the Statement of Audited Accounts for the year ended 31st March 2020 with the report of the Auditors thereon.	<input type="radio"/>	<input type="radio"/>
2. To pass an ordinary resolution to re-appoint Mr. Uditha Palihakkara who has reached the age of 77 years, as a Director.	<input type="radio"/>	<input type="radio"/>
3. To re-elect Mr. Gary Seaton as per Article 28(2) of the Articles of Association.	<input type="radio"/>	<input type="radio"/>
4. To re-elect Mr. Menaka Athukorala as per Article 28(2) of the Articles of Association.	<input type="radio"/>	<input type="radio"/>
5. To re-elect Mr. Gowri Shankar as per Article 28(2) of the Articles of Association.	<input type="radio"/>	<input type="radio"/>
6. To re-elect Mr. Hiro Bhojwani as per Article 28(2) of the Articles of Association.	<input type="radio"/>	<input type="radio"/>
7. To re-elect Mr. Indrajith Fernando as per Article 28(2) of the Articles of Association.	<input type="radio"/>	<input type="radio"/>
8. To re-appoint Messrs. PricewaterhouseCoopers (Chartered Accountants) as Auditors of the company and authorize the Directors to determine their remuneration.	<input type="radio"/>	<input type="radio"/>
9. To authorize the Directors to determine contributions to Charities.	<input type="radio"/>	<input type="radio"/>

Dated thisday of2020

.....
Signature of Shareholder

- (a) A proxy need not be a member of the Company
- (b) Instructions regarding completion appear overleaf.

Shareholders NIC

Proxy holders NIC

INSTRUCTION AS TO COMPLETION OF THE FORM OF PROXY

1. The full name, National Identity Card number and the registered address of the shareholder appointing the Proxy and the relevant details of the Proxy should be legibly entered in the Form of Proxy which should be duly signed and dated.
2. The completed form of Proxy should be deposited with the Company Registrars, Secretaries & Financial Services (Pvt) Ltd, 158, Stanley Thilakarathna Mawatha, Nugegoda. or emailed to Info@sfslanka.lk & hulangamuwacooray@gmail.com to be received by the Company Registrar not later than 48 hours before the time appointed for the Meeting, ie: before 28th December 2020. In forwarding the completed and duly signed Proxy form to the Company Registrars, please follow the Guidelines and Registration Process in the Company website
3. The Proxy shall –
 - (a) In the case of an individual be signed by the shareholder or by his attorney, and if signed by an attorney, a notarially certified copy of the Power of Attorney should be attached to the completed form of Proxy if it has not already been registered with the Company.
 - (b) In the case of a company or corporate/statutory body either be under its Common Seal or signed by its Attorney or by an Officer/s on behalf of the Company or corporate/statutory body in accordance with its Articles of Association or the Constitution or the Statute. (as applicable)
4. Please indicate with a 'X' how the Proxy should vote on each resolution. If no indication is given, the Proxy in his discretion will vote as he thinks fit.

HATTON PLANTATIONS PLC

Company No. PB 5414 PQ

No. 168, 2nd Floor, Negombo Road, Peliyagoda

CIRCULAR TO SHAREHOLDERS

3rd ANNUAL GENERAL MEETING OF THE COMPANY

Dear Shareholder/s,

Taking into consideration the current regulations/restrictions prevailing in the country due to the COVID-19 pandemic, the Board of Directors of HATTON PLANTATIONS PLC has decided to hold the 3rd Annual General Meeting (AGM) as a Virtual Meeting on 30th December, 2020 at 10.00 a.m. in line with the guidelines issued by the Colombo Stock Exchange (CSE) for hosting of virtual AGMs and on the assumption that no curfew will be in force on that date and that there would be no restrictions imposed by the authorities on conduct of meetings.

Since the postal services are limited in operation due to the prevailing situation in the country, Notice pertaining to the 3rd AGM of the Company will be published in newspapers/e-newspapers in Sinhala, English and Tamil languages.

METHOD OF HOLDING THE AGM

Only the key officials who are essential for the administration of the formalities of the meeting will be physically presented in the Board Room. All others, including shareholders, will participate via an online meeting hosted on the **ZOOM** platform. These measures are being adopted to observe "social distancing" requirements to mitigate the dangers of spreading the virus.

REGISTRATION PROCEDURE

Those Shareholders and Proxy holders who wish to participate via audio visual conferencing technology means should notify the Company of such intention by completing the **REGISTRATION FORM**.

The duly completed **REGISTRATION FORM** should be deposited with the Company Registrars, Secretaries & Financial Services (Pvt) Ltd, No. 158, Stanley Thilakarathna Mawatha, Nugegoda or emailed to **Info@sflanka.lk** and **hulangamuwacooray@gmail.com** before forty eight hours (48) from the AGM.

APPOINTMENT OF PROXY HOLDERS

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

The Form of Proxy will also be made available on the corporate website of the Company and the website of the Colombo Stock Exchange and those Shareholders who wish to submit their Form of Proxy should duly complete the same as per the instructions given therein. The duly completed Form of Proxy should be deposited with the Company Registrars, Secretaries & Financial Services (Pvt) Ltd, No. 158, Stanley Thilakarathna Mawatha, Nugegoda or emailed to **Info@sflanka.lk** and **hulangamuwacooray@gmail.com**, forty eight hours (48) before the AGM.

PARTICIPATION VIA AN ONLINE MEETING PLATFORM

The login information will be authorized only for the use by individual Shareholders, Proxy holders and authorized representatives in case of Institutional Shareholders and the Company will not be responsible or liable for any misuse. Where the Proxy holders are concerned, please note that the login information will only be shared with those in whose favour a valid proxy has been submitted by the Shareholder.

Shareholders can send in their queries, if any, to the Company Registrars, Secretaries & Financial Services (Pvt) Ltd, No. 158, Stanley Thilakarathna Mawatha, Nugegoda or emailed to **Info@sflanka.lk** and **hulangamuwacooray@gmail.com**, forty eight hours (48) prior to the commencement of the meeting.

VOTING

Voting on the items on the Agenda will be registered by using an online e-ballot platform. All such procedures will be explained to the Shareholders prior to the commencement of the meeting.

COPIES OF THE ANNUAL REPORT 2019/2020

The Annual Report and the Financial Statements of the Company are available on the following websites and the relevant links are given below enabling all the Shareholders to access such Annual Report and Financial Statements.

1. Corporate Website of Hatton Plantations PLC –

http://hattonplantations.lk/financial-data/HPL_AGM_2019-2020.pdf

2. Colombo Stock Exchange –

<https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=HPL.N0000>

Should a Shareholder wish to obtain a printed copy of the Annual Report, they may send a written request to the Company Registrars by filling the Request Form attached herein or emailing the duly completed form to the Company Registrars, Secretaries & Financial services (Pvt) Ltd. A copy of the Annual Report will be forwarded by the Company Registrars within eight (8) market days from the date of receipt of the request.

For any queries please contact,

Mr. Dilip Dissanayake on telephone no. +94 11 45 37 713 /email info@hattonplantations.lk

or

Mr. Saliya Plevian on telephone no. +94 11 45 37 707 /email info@hattonplantations.lk during office hours.

Below mentioned documents are attached herewith

1. Notice of Meeting
2. Form of Proxy
3. Guideline and Registration Process to join the AGM virtually
4. Registration Form for the AGM
5. Form Request for the printed copy of the Annual Report 2019/20

By order of the Board

HATTON PLANTATIONS PLC



**CORPORATE ADVISORY SERVICES (PVT) LTD
SECRETARIES FOR HATTON PLANTATIONS PLC
04 December 2020**

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

Shareholders / Proxy holders who wish to participate in 3rd Annual General Meeting of Hatton Plantations PLC to be held via an Online Meeting Platform (Virtual AGM), could do so by using a smart phone or a desktop computer.

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

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

1. Shareholder who wish to participate in the Virtual AGM of Hatton Plantations either by themselves or through their Proxies are requested to forward their details to the Company Registrars as per the attached **REGISTRATION FORM**.
2. The duly completed and signed REGISTRATION FORM should be delivered to the Company Registrars, Secretaries & Financial services (Pvt) Ltd, 158, Stanley Thilakarathna Mawatha, Nugegoda. or emailed to **Info@sfslanka.lk** and **hulangamuwacooray@gmail.com** (Tel: 011 209 9828 / 011 282 2129) to be received by the Registrar by 10.00 a.m. on 28th December 2020. If participation in the meeting through a Proxy, the duly completed and signed **FORM OF PROXY** should accompany the **REGISTRATION FORM**.

Note:

If a Proxy is appointed, the information set out in the **REGISTRATION FORM** pertaining to the Proxy holder should tally with the information indicated in the duly completed **FORM OF PROXY** submitted by the Shareholder.

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

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

4. The Shareholders whose registration requests have been accepted will receive a further email from the Company 24 hours prior to the commencement of the AGM. This email will provide a web link for online registration referred to as **"Virtual AGM Registration"**. If the Shareholder has appointed a valid Proxy this email will be forwarded to the relevant Proxy holder.
5. (i) The Shareholders / Proxy holders are requested to use the web link, which will be forwarded by the Company as referred to in 4 above and click on **"Virtual AGM Registration"** in order to complete online registration for the Virtual AGM.
(ii) On clicking the link **"Virtual AGM Registration"**, Shareholders/Proxy holders will be redirected to an interface where they will be requested to enter their **first name, last name, email address, re- enter email address and National Identity Card Number**. (In entering these details the participants are required to ensure that correct details as included in the **REGISTRATION FORM** referred to in 2 above are entered in the said online registration process, since any mismatch will be considered as an unsuccessful log in)
(iii) After successful completion of entering of the details as referred to in 5 (ii) above, the participants are requested to click on **"REGISTER"** which will be prompted on their screens enabling them to receive the meeting link.
6. The Shareholders who successfully complete their online registration as set out in 5 above, will receive the log in link for participation in the meeting referred to as **"Join the Virtual AGM of Hatton Plantations PLC"** and credentials.
7. In order to join the Virtual AGM, participants are required to click on **"Join the Virtual AGM of Hatton Plantations PLC"**. In some instances, the system calls for the credentials and if that is required, please enter the credentials to gain access to the Virtual AGM.
8. On completion of this process, you will be directed to the Virtual AGM Zoom Platform, where you can participate in the Virtual AGM.

It is recommended that the Shareholders / Proxy holders complete the process outlined in 5, 6, 7 and 8 above and join the AGM at least ten (10) minutes before the start of the AGM. The Online Meeting Platform will be active thirty (30) minutes before the time appointed for the commencement of the meeting.

9. Shareholders/Proxy holders may use the **Q & A** tab or the **Hand Raise** (🙋) icon appearing on the screen respectively, to submit their questions or concerns in typed format or verbally. The system will allow a pop up message to **unmute the microphones and to allow video options**.
10. After completion of the process outlined in 7 above in respect of all eligible Shareholders and Proxy holders, the Company will forward a separate email to the Shareholders / Proxy holders or representatives (as applicable) who are entitled to vote, providing a separate link to vote on all resolutions included in the Notice of Annual General Meeting dated 04th December 2020.
11. Shareholders / Proxy holders who intend participating in the meeting are requested to open the said link and be prepared to cast their vote when each resolution is taken up for voting by the Chairman. Participants are advised to **"refresh"** the voting page and cast the vote as per their discretion in the given space and click **"SUBMIT"** enabling the Company to receive the responses.
12. When declaring the voting on a resolution, Chairman will take in to account the voting of the Shareholders/ Proxy holders participating virtually
13. **60 seconds** will be allocated for Shareholders/ Proxy holders to cast their vote in respect of each resolution.
14. The results will be processed and announced by the Chairman **15 seconds** after the end of the time slot allocated for voting.
15. In a situation where a Poll is demanded and Shareholders are required to vote on the Poll, a mechanism similar to that referred to for voting, will be applicable. This will be moderated by the Chairman of the meeting.

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

REGISTRATION FORM

03RD ANNUAL GENERAL MEETING (AGM) OF HATTON PLANTATIONS PLC TO BE HELD AS A VIRTUAL MEETING ON 30TH DECEMBER 2020 AT 10.00 A.M.

DETAILS OF SHAREHOLDER

Full Name of the Principal Shareholder:

NIC No./Passport No./Company Registration No.:

CDS Account No.:

Residential Address:

Telephone No/s:

Email:

Full Name of 01st Joint Holder:

NIC No/ Passport No.:

Full Name of 02nd Joint holder:

NIC No/ Passport No.:

In the event Proxy holder is appointed by the Shareholder following details of his/her's will also be required.

DETAILS OF PROXY HOLDER: (only if a proxy is appointed)

Full name of Proxy holder :

NIC No./Passport No. of Proxy holder:

Telephone No/s:

Email:

PARTICIPATION AT THE AGM - Please tick the cage below

I/My Proxy holder am/is willing to participate at the AGM **Online**

Signature/s

.....
Principal Shareholder

.....
01st Joint holder

.....
02nd Joint holder

Date:.....

Note: In the case of a Company/Corporation, the Shareholder Registration Form must be signed in the manner prescribed by its Articles of Association/Statute and in the case of the Registration Form is signed by an Attorney, the Power of Attorney, must be deposited with the Company Registrars, Secretaries & Financial Services (Pvt) Ltd, No. 158, Stanley Thilakarathna Mawatha, Nugegoda or emailed to **Info@sflanka.lk** and **hulangamuwacooray@gmail.com** before forty eight hours (48) from the AGM.

FORM OF REQUEST

FOR A PRINTED COPY OF THE ANNUAL REPORT OF HATTON PLANTATIONS PLC FOR THE YEAR ENDED 31ST MARCH 2020

TO: The Company Registrar,
Secretaries & Financial Services (Pvt) Ltd
No. 158, Stanley Thilakarathna Mawatha,
Nugegoda.

Dear Sir/Madam,

HATTON PLANTATIONS PLC REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT – 2019/20

With reference to the Circular to Shareholders dated 4th December 2020, I/we hereby request you to please forward to me/us a printed copy of the Annual Report of HATTON PLANTATIONS PLC for the year 2019/20.

SHAREHOLDER DETAILS

Full Name of Shareholder :
(as stated in the CDS Account)

Shareholder's NIC/Passport :
Company Registration No.

Shareholder's Address :

Shareholder's Folio No. :
(Please refer to address label)

Contact Telephone Number :

Shareholder's e-mail address :

.....
Signature of Shareholder(s) Date

Notes:

1. Please complete the Form of Request legibly, sign and date the Letter in the space provided.
2. The Letter should be delivered to the above mentioned address or emailed via Info@sfslanka.lk and hulangamuwacoaray@gmail.com on or before 15th December 2020.
3. In the case of joint holders, the Letter may be executed by the registered Principal holder.
4. In the event the shareholder is a Company, the Letter may be executed under the common seal of the Company or by a duly authorized officer of the Company.