

**M B S L INSURANCE COMPANY LIMITED**

**(PB 900)**

**CIRCULAR TO SHAREHOLDERS**

Dear Shareholder,

Further to our Notice of Meeting dated 30<sup>th</sup> September 2020 and the further announcement dated 14<sup>th</sup> October 2020 subsequent to the decision made by the Board of Directors to postpone the Annual General Meeting (AGM) of M B S L Insurance Company Limited, which was to be held on 23<sup>rd</sup> October 2020, we write to inform you that the revised date and time for holding the AGM Will be 17<sup>th</sup> December 2020 at 10.00 a.m. We have attached herewith the revised Agenda, Notice of Meeting and the Form of Proxy. We have already delivered the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> December 2019.

AGM Will be held Via Online Meeting Platform without the physical presence of the Shareholders considering the prevailing situation in the country, safety and well- being of meeting attendees and in accordance with the instructions issued by the Ministry of Health on "Public Gatherings".

For any queries or clarifications relating to the AGM, please call contact Ms. Nimanga Madushani on 0768226061 OR 0112562205 during normal working hours (8.30 a.m. to 5.00 p.m.). You may also direct your queries via e-mail to **waters\_secretarial@outlook.com**.

Browse our web: [www.mbslinsurance.lk](http://www.mbslinsurance.lk)

By Order of the Board,

**M B S L INSURANCE COMPANY LIMITED**



**Company Secretary**

25<sup>th</sup> November 2020

Colombo

**M B S L INSURANCE COMPANY LIMITED**

**NOTICE OF MEETING**

**NOTICE IS HEREBY GIVEN** that the Fifteenth (15th) Annual General Meeting of M B S L Insurance Company Limited Will be held at the Board Room (18<sup>th</sup> Floor) of Merchant Bank of Sri Lanka & Finance PLC, BOC Merchant Tower, No.28, St. Michael's Road, Colombo 03 on Thursday, 17<sup>th</sup> December 2020 at 10.00 a.m. via Online Meeting Platform without the physical presence Of the Shareholders, due to the prevailing COVID- 19 pandemic in the country for the following purposes;

1. To receive and consider the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> December 2019 together with the Report of the Auditors thereon.
2. To appoint M/s. Ernst & Young, Chartered Accountants, as Company's Auditors for the ensuing year and to authorize the Directors to determine their remuneration.
3. To appoint M/s. Waters Secretarial Services (Pvt) Ltd, approved Company Secretaries, as Company's secretary for the ensuing year and to authorize the Directors to determine their remuneration.
4. To authorize the Directors to determine donations for the year 2020.

By Order of the Board

**MERCHANT BANK OF SRI LANKA & FINANCE PLC**



**Company Secretary**

25<sup>th</sup> November 2020

Colombo.

**NOTES:**

1. A Form of Proxy is attached hereto, for use if necessary, in which event, it should be completed and returned to the Registered Office of the Company - No. 122. Kew Road, Colombo 02 not less than 48 hours before the time appointed for the holding of the Annual General Meeting.
2. A Shareholder entitled to attend and vote at the Annual General Meeting is entitled to appoint a Proxy to attend and vote instead of him/her. A proxy need not be a Shareholder of the Company.
3. The instrument appointing a Proxy may be in writing under the hand of the appointor or of his/her Attorney, or if such appointor is a corporation under its Common Seal or under the hand of its Attorney or duly authorized person.

## FORM OF PROXY

I/We.....  
 .....

being a shareholder/ shareholder of the M B S L Insurance Company Limited (MBSLI) hereby appoint ..... of .....Whom Failing ..... of ..... Whom Failing (Mr. Mr. D. N. L. Fernando, Mr. W. Lalith A. Fernando, Mr. G. M. J. A. R. Gamalath, Mr. P. I. Kandanaarachchi, Mr. W. S. R. Fernando and Mrs. Karnika D. Jayatilake) as \*my/our Proxy, to represent \* me / us, and ..... to vote on \*my/our behalf at the Annual General Meeting of the Company to be held at the Board Room (18<sup>th</sup> Floor) of Merchant Bank of Sri Lanka & Finance PLC, BOC Merchant Tower, No.28, St. Michael's Road, Colombo 03 on Thursday, 17<sup>th</sup> December 2020 at 10.00 a.m. and at any adjournment thereof and at every poll which may be taken in consequence thereof. \*I/We the undersigned hereby authorize \*my/our Proxy to vote on \*my/our behalf in accordance with the preference indicated below:

	For	Against
1. To receive and consider the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> December 2019 together with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To appoint M/s. Ernst & Young, Chartered Accountants, as Company's Auditors for the ensuing year and to authorize the Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
3. To appoint M/s. Waters Secretarial Services (Pvt) Ltd, approved Company Secretaries, as Company's secretary for the ensuing year and to authorize the Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
4. To authorize the Directors to determine donations for the year ending 31.12.2020.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this. ....day of.....TWO Thousand and Twenty.

.....  
 Signature

**Notes:**

1. Please delete the words which are not applicable.
2. 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 contain 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.
3. If you Wish your proxy to speak at the meeting, you should instruct the words "to speak and" in the space indicated with an asterisk.
4. A proxy holder need not be a shareholder of the Company. A proxy so appointed shall have the right to vote on a show of hands or on a poll and to speak at the Meeting.
5. Instructions as to completion of the Form of proxy is given below.

**INSTRUCTIONS AS TO THE COMPLETION OF THE FORM OF PROXY**

1. To be valid, this form of proxy must be deposited at the Registered Office of the Company No. 122, Kew Road, Colombo 02 not less than 48 hours before the time appointed for the holding of the Annual General Meeting.
2. Kindly perfect the form of proxy after filling legibly your full name and address by signing in the Space provided and filling in the date of signature.
3. Please indicate your preference with "X" in the appropriate cages provided in the form of proxy, as to how your proxy is to vote on the resolutions. If no indication is given the proxy in his / her discretion may vote as he / she thinks fit.
4. The instrument appointing a proxy may be in writing under the hand of the appointor or of his/her Attorney, duly authorized in writing, or if such appointor is a corporation under its Common Seal or under the hand of its Attorney or duly authorized person. If the form of proxy is signed by an Attorney, the relevant Power of Attorney should also accompany the completed form of proxy, if it has not already been registered with the Company.