

## CIRCULAR TO SHAREHOLDERS

### ANNUAL REPORT 2024/2025

Dear Shareholder,

The Annual Report of Cargo Boat Development Company PLC for the financial year 2024/25 is presented to you via the websites listed below, complying with the rules of the Colombo Stock Exchange.

Colombo Stock Exchange website – [www.cse.lk](http://www.cse.lk) (Company Search)

The Corporate website - [www.cbd.lk](http://www.cbd.lk)

A Shareholder who wishes to obtain a printed copy of the Annual Report, may send the completed 'Form of Request' attached,

To :

Head of Finance

Cargo Boat Development Company PLC

328, Galle Road

Colombo 3.

Alternatively, you could email the completed 'Form of Request' to [am@renukahotel.com](mailto:am@renukahotel.com)

The printed Report will be forwarded by the Company within 8 Market Days, from the date of receipt of your written request.

Please be advised that the Notice convening the Annual General Meeting (AGM) of the Company, the related Form of Proxy and Instructions for Registration and Participation of Shareholders at the Virtual Annual General Meeting are also enclosed.

In the event you require any assistance in accessing the above links, or if you have any queries pertaining to the AGM, you may contact the Company Secretary (Contact No. 0112573598) during normal office hours (10.00 a.m. to 4.00 p.m.)

By order of the Board

Cargo Boat Development Company PLC



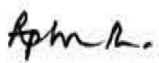
Ms. A. Withana  
Company Secretary  
22 August 2025

## NOTICE OF MEETING

Notice is hereby given that the forty fifth Annual General Meeting of Cargo Boat Development Company PLC., will be held on 22 September 2025 at 11.00 a.m. as a **Virtual Meeting** using a digital platform for the following purposes:

- 1) To receive and adopt the Audited Accounts for the year ended 31st March 2025 and the Reports of the Directors and Auditors.
- 2) To declare a dividend.
- 3) To authorise the Directors to determine and make donations.
- 4) To re-appoint Mr. R. B. Thambiayah as a Director of the Company, who is over 70 years of age and who vacates his office in terms of Section 210 of the Companies Act No. 7 of 2007 (the Companies Act). Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Companies Act, in relation to his re- appointment.  
“Resolved that Mr. R. B. Thambiayah who is over 70 years of age be and is hereby re-appointed as a Director of the Company, and it is hereby declared that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Mr. R. B. Thambiayah”.
- 5) To re-appoint Ms. N. A. Thambiayah as a Director of the Company, who is over 70 years of age and who vacates her office in terms of Section 210 of the Companies Act No. 7 of 2007. Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Companies Act, in relation to her re- appointment.  
“Resolved that Ms. N. A. Thambiayah who is over 70 years of age be and is hereby re-appointed as a Director of the Company, and it is hereby declared that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Ms. N. A. Thambiayah”.
- 6) To re-appoint Mr. R. S. Tissanayagam as a Director of the Company, who is over 70 years of age and who vacates his office in terms of Section 210 of the Companies Act No. 7 of 2007. Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Companies Act, in relation to his re- appointment.  
“Resolved that Mr. R. S. Tissanayagam who is over 70 years of age be and is hereby re-appointed as a Director of the Company, and it is hereby declared that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Mr. R. S. Tissanayagam.”
- 7) To re-elect Ms. S. R. Thambiayah who retires by rotation at the Annual General Meeting in terms of the Articles of Association of the Company, as a Director.
- 8) To re-appoint M/s BDO Partners, Chartered Accountants as Auditors of the Company and to authorise the Directors to determine their remuneration.

By Order of the Board  
Cargo Boat Development Company PLC



Ms. A. Withana  
Company Secretary  
Colombo  
22 August 2025

Notes: A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote instead of him/her. Such proxy need not be a member of the Company.

A Form of Proxy accompanies this Notice

The completed Form of Proxy should be deposited at the Registered Office of the Company 328, Galle Road, Colombo 3, not later than forty-eight (48) hours before the time appointed for the meeting.

## **CARGO BOAT DEVELOPMENT COMPANY PLC (PQ222)**

### **INSTRUCTIONS FOR REGISTRATION AND PARTICIPATION OF SHAREHOLDERS AT THE VIRTUAL ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD THROUGH AUDIO/VISUAL MEANS ON 22 SEPTEMBER 2025 AT 11.00 A.M.**

Dear Shareholder,

The Board of Directors of Cargo Boat Development Company PLC has decided to hold the 45<sup>th</sup> Annual General Meeting of the Company as a Virtual Meeting using a digital platform. Accordingly, the Annual General Meeting will be conducted by the Board of Directors in the manner prescribed below:

#### **A. GENERAL**

1. The 45<sup>th</sup> Annual General Meeting of Cargo Boat Development Company PLC will be conducted from the Conference Room, Renuka City Hotel, 328, Galle Road, Colombo 3 on 22 September 2025 at 11.00 a.m.
2. The Annual General Meeting will be held in accordance with the guidelines issued by the Colombo Stock Exchange for the hosting of a virtual AGM.
3. The Chairman, members of the Board of Directors, Key Officials and the Company Secretary will be present at the venue of the meeting in person and all the shareholders will participate in the meeting through audio visual means.
4. The Company Secretary (Contact No. 0112573598) is designated to answer queries from the shareholders regarding documentation relating to the AGM.

#### **B. SHAREHOLDER PARTICIPATION**

1. Shareholders who are unable to attend the AGM are encouraged to appoint a Director of the Company as their proxy to represent them at the meeting and to include their voting preference on the resolutions to be taken up at the meeting in the Form of Proxy.
2. Shareholders may also appoint any other person other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting only through audio visual means.
3. Shareholders who wish to participate at the meeting will be able to join the meeting through audio visual means only. To facilitate this process, the shareholders are required to forward their details by completing the form '**Registration of Shareholder Details for Online Participation**', and deliver/mail to Company Secretary, Cargo Boat Development Company PLC, 328, Galle Road, Colombo 3, fax to facsimile no. +94112574137 or email to [am@renukahotel.com](mailto:am@renukahotel.com) not less than five (5) days before the date of the meeting so that the meeting login information could be forwarded via the email addresses provided.
4. Shareholders are informed that if they have any queries relating to items on the agenda and any other document relating to the AGM, such queries should be sent to reach the Company in the manner specified in item B.3 above not later than 5 days prior to the date of the meeting so that they could be addressed at the meeting.
5. The procedure for voting on the items of the agenda will be explained to the shareholders prior to the commencement of the meeting.

By Order of the Board,  
Cargo Boat Development Company PLC



Ms. A. Withana  
Company Secretary  
22 August 2025

**CARGO BOAT DEVELOPMENT COMPANY PLC (PQ222)**

**REGISTRATION OF SHAREHOLDER DETAILS FOR ONLINE PARTICIPATION  
45<sup>th</sup> ANNUAL GENERAL MEETING**

To: Company Secretary  
Cargo Boat Development Company PLC  
328, Galle Road, Colombo 3.

1. Full Name of the Shareholder/s – Primary .....

Joint .....

2. Shareholder/s Address

.....

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

Primary .....

Joint .....

4. Shareholder's Contact No.(Residence) .....

(Mobile) .....

5. Shareholder's e-mail address .....

**In the event a Proxy Holder is appointed:**

6. Name of the Proxy Holder .....

7. Proxy holder's NIC No. / Passport No. ....

8. Proxy holder's contact No. (Residence) .....

(mobile) .....

9. Proxy holder's e-mail .....

**Participation at the AGM – Please tick the cage below:**

I/My Proxy Holder am/is willing to participate at the AGM via  
the on line platform

☐

Signature(s) .....

Principal Shareholder

.....

Joint Shareholder

Date .....

Date .....

**Notes:**

1. It is mandatory for the shareholder/s to provide the e-mail address in the space provided above in order to forward the log in information to facilitate the online participation at the meeting.

2. Duly filled Registration of Shareholder Details Form should be forwarded/mailed to Company Secretary, Cargo Boat Development Company PLC, 328, Galle Road, Colombo 3, faxed to facsimile no. +94112574137 or emailed to [am@renukahotel.com](mailto:am@renukahotel.com) not less than five (5) days before the date of the meeting.

**CARGO BOAT DEVELOPMENT COMPANY PLC (PQ222)**

**FORM OF PROXY  
ANNUAL GENERAL MEETING**

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

A member/members of Cargo Boat Development Company PLC, hereby appoint

Mr. R. B. Thambiayah	<i>of Colombo or failing him*</i>
Ms. N. A. Thambiayah	<i>of Colombo or failing her*</i>
Ms. N. R. Thambiayah	<i>of Colombo or failing her*</i>
Ms. S. R. Thambiayah	<i>of Colombo or failing her*</i>
Mr. R. S. Tissanayagam	<i>of Colombo or failing him*</i>
Ms. A. L. Thambiayah	<i>of Colombo or failing her*</i>
Mr. D. C. Fernando	<i>of Colombo or failing him*</i>
Mr. D. T. S. H. Mudalige	<i>of Colombo or failing him*</i>
Mr. S. A. R. S. Karunanayake	<i>of Colombo or failing him *</i>

*\*Please select what is required and delete the others.*

.....  
of .....

As \*my/our proxy to vote on \*my/our behalf at the Annual General Meeting of the Company held on 22 September 2025 and at any adjournment thereof and at every poll which may be taken in consequence of the aforesaid meeting.

	<b>FOR</b>	<b>AGAINST</b>
1. To receive and consider the Report of Directors and the Audited Statement of Accounts for the year ended 31 March 2025 with the Report of the Auditors' thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To declare a dividend.	<input type="checkbox"/>	<input type="checkbox"/>
3. To authorise the Board of Directors to determine and make donations.	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint as a Director, Mr. R. B. Thambiayah in terms of Section 211 of the Companies Act No. 7 of 2007.	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint as a Director, Ms. N. A. Thambiayah in terms of Section 211 of the Companies Act No. 7 of 2007.	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint as a Director, Mr. R. S. Tissanayagam in terms of Section 211 of the Companies Act No. 7 of 2007.	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-elect Ms. S. R. Thambiayah, who retires by rotation in terms of the Articles of Association of the Company, as a Director.	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-appoint M/s BDO Partners, Chartered Accountants as Auditors of the Company and to authorise the Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this ..... day of ..... 2025 .....  
Signature

NOTE: 1. \*Please delete the inappropriate words  
2. Instructions as to completion are noted on the reverse hereof  
3. If you wish your proxy to speak at the meeting you should interpolate the words "and to speak" immediately after the words "to vote"

## **FORM OF PROXY**

### **INSTRUCTIONS AS TO COMPLETION**

1. Kindly perfect the Form of Proxy by filling in legibly your full name and address and by signing in the space provided. Please fill in the date of signature.
2. If you wish to appoint a person other than a Director as your Proxy, please insert the relevant details in the space provided overleaf
3. In terms of Article 82 of the Articles of Association of the Company
  - a) In case of an individual shall be signed by the appointer or by his attorney
  - b) In case of a Corporation shall be either under its common seal or signed by its attorney or by an officer on behalf of the Corporation
4. In terms of Article 77 of the Articles of Association of the Company in case of joint-holders of a share the senior who tenders a vote, whether in person or by proxy or by attorney or by representatives shall be accepted to the exclusion of the votes of the other joint-holders and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
5. To be valid the completed Form of Proxy should be deposited at the Registered Office of the Company at 328, Galle Road, Colombo 3, not less than 48 hours before the appointed time for the meeting.

**FORM OF REQUEST**

To: Head of Finance  
Cargo Boat Development Company PLC  
328, Galle Road  
Colombo 3.

**CARGO BOAT DEVELOPMENT COMPANY PLC  
REQUEST FOR PRINTED COPY OF THE  
ANNUAL REPORT -2024/2025**

I wish to request for a copy of the printed version of the 2024/2025 Annual Report of Cargo Boat Development Company PLC. Please send the same by post to the address given below

Full Name of Shareholder
NIC/ Passport No./Company Registration No.
Address
Contact No.

.....  
Signature

.....  
Date