

ASIA ASSET FINANCE PLC
Company Reg. No. PB 139 PQ
No. 76, Park Street,
Colombo 03

Issue of 41,398,511 Convertible Irredeemable Five (05) year Preference Shares (“Preference Shares”)
payable at Rs. 10/- per Preference Share on or before **2nd day of August 2021**

Dear Shareholders,

The Provisional letter of Allotment and the connected documents pertaining to the above Issue were dispatched by post on 15th July 2021. Due to the current Covid-19 situation, since there may be a delay of the postal services and also some areas being under isolated lockdown / travel restrictions, certain shareholders may either not receive the Provisional letters of Allotment and other connected documents pertaining to the Rights Issue, on time or may not receive them at all.

Therefore, with the concurrence of the Colombo Stock Exchange, the management of Asia Asset Finance PLC, as an additional mechanism to posting the relevant Rights Issue documents, have introduced a procedure to be followed by the Shareholders in the Register of shareholders as at the **8th day of July 2021** to apply for their Rights Entitlement and for additional Rights Preference Shares.

Accordingly, holders of Asia Asset Finance PLC voting ordinary shares as at end of trading on **8th July 2021** who wish to subscribe for the Rights Issue who have difficulty in receiving the above Documents or although received have difficulty in the physical transmission of the documents to the Registrar, are advised to follow the procedure given below to apply for their respective Right Entitlement and for additional Preference Shares under the Rights Issue.

Please contact the Registrars to the Issue “P W Corporate Secretarial (Pvt) Ltd” on mobile Telephone Nos.0768273006, 0763998223, 0768273004, 0768273007, 0768273002 and 0768273001 for any assistance, including checking on your “Rights Entitlement”.

Shareholders may either use the Provisional letter of Allotment and the connected documents received by them through post or use the attached documents in place thereof.

July 15, 2021

As a registered shareholder of our Company, you have been provisionally allotted your due entitlement of **One (01) new Preference Share for every Three (03) ordinary shares held** by you as at end of trading on **8th July 2021** payable at a price of Rs. 10/- per Preference Share, upon Acceptance [ie - No of Preference Shares provisionally allotted = No of voting ordinary shares held as at **8th July 2021** divided by 03 & multiplied by 01 (new Preference Shares)],

(A) Non CDS Shareholders - Procedure for Application

Shareholders whose voting ordinary shares are held in the Register & not in the CDS, are kindly requested to follow the following instructions:

- (i) If you wish to accept the Preference Shares provisionally allotted to you, as your Entitlement, you are required to download & print Form A “Letter of Acceptance & Registration”, from [http:// www.asiaassetfinance.com](http://www.asiaassetfinance.com) or www.cse.lk complete the Form in its entirety by following the instructions given therein & these instructions:

You may make the payment for your Preference Shares either by depositing cheque / Bank draft drawn upon any commercial bank operating in Sri Lanka and payable to "ASIA ASSET FINANCE PLC - RIGHTS ISSUE ACCOUNT" and crossed "Account Payee Only" or by direct remittance to the Rights Issue Account via RTGS/CEFT/SLIPS as given below:

Payment to	- Asia Asset Finance PLC - Rights Issue Account
Account No.	- 001115001396
Name of Bank	- DFCC Bank PLC (Bank code. 7454)
Branch	- Corporate Branch (Branch code. 001)

- (ii) If you wish to apply for Additional Preference Shares, you are required to download & print Form C "Form of Application for Additional Preference Shares", complete same in its entirety by following the instructions given therein & these instructions:

You may make the payment (a separate payment) for your Preference Shares either by cheque / Bank draft drawn upon any commercial bank operating in Sri Lanka and payable to "ASIA ASSET FINANCE PLC - RIGHTS ISSUE ACCOUNT" and crossed "Account Payee Only" or by direct remittance via RTGS/CEFT/SLIPS to the Rights Issue Account as given below:

Payment to	- Asia Asset Finance PLC - Rights Issue Account
Account No.	- 001115001396
Name of Bank	- DFCC Bank PLC (Bank code. 7454)
Branch	- Corporate Branch (Branch code. 001)

IMPORTANT - The completed "Letter of Acceptance & Registration" Form A & the "Form of Application for Additional Preference Shares" Form C (as applicable) together with the separate receipt of the payments for Preference Shares applied for in Form A and / or Form C (as applicable) must be either hand delivered to the Registrars to the Issue or scanned & e-mailed to the Registrars to the Issue at aafrights.pwcs@gmail.com

- (iii) If you have a CDS account, and your existing shareholding is not lodged in the CDS, however, you wish to trade in your Rights either fully or partly, you are advised to download & print Form B "Form of Renunciation to CDS", complete the Form in its entirety & e-mail the scanned Form to the Registrars to the Issue at aafrights.pwcs@gmail.com (e-mail address), to facilitate the Registrar to forward same to the CDS, for uploading your share Entitlement to your CDS Account (during Renunciation period).

Upon lodgement setout above, if you wish to subscribe for your rights (partly / fully), thereafter, please submit the required remittance / subscription to your Stockbroker / Custodian Bank, not later than 4.30 p.m. on 30th July 2021 (being the last date of Renunciation to CDS) for onward transmission to the Registrars to the Issue via the CDS.

(B) CDS Shareholders - Procedure for Application

Rights "Entitlement" of the shareholders whose voting ordinary shares are held in the CDS, will be directly uploaded to your CDS Account to facilitate trading from 22nd July 2021 to 30th July 2021 (being the period of Renunciation).

- (i) If you wish to trade in your Rights Entitlement fully or partly, you may do so up to the last date of Renunciation to CDS, namely the 30th day of July 2021.

- (ii) If you wish to subscribe for your Rights Entitlement (partly or fully) thereafter, you are required to submit your subscription / remittance to your Stockbroker / Custodian Bank, not later than 4.30 p.m. on **2nd August 2021** (being the last date of Renunciation to CDS) for onward transmission to the Registrars to the Issue, via the CDS.
- (iii) If you wish to apply for Additional Preference Shares, you are required to download & print Form C “Form of Application for Additional Preference Shares”, complete same form in its entirety by following the instructions given therein & these instructions:

You may make the payment (a separate payment) for your voting ordinary shares either by cheque / Bank draft drawn upon any commercial bank operating in Sri Lanka and payable to "ASIA ASSET FINANCE PLC - RIGHTS ISSUE ACCOUNT" and crossed "Account Payee Only" or by direct remittance via RTGS/CEFT/SLIPS to the Rights Issue Account as given below:

Payment to	- Asia Asset Finance PLC - Rights Issue Account
Account No.	- 001115001396
Name of Bank	- DFCC Bank PLC (Bank code. 7454)
Branch	- Corporate Branch (Branch code. 001)

IMPORTANT - The completed “Letter of Acceptance & Registration” Form A & the “Form of Application for Additional Preference Shares” Form C (as applicable) together with the separate receipt of the payments for Preference Shares applied for in Form A and / or Form C (as applicable) must be either hand delivered to the Registrars to the Issue or scanned & e-mailed to the Registrars to the Issue at aafrights.pwcs@gmail.com

(C) ADDITIONAL INFORMATION

- (i) The remittance must be made either
- by Cheque/Bank Draft drawn upon any commercial bank operating in Sri Lanka and payable to "ASIA ASSET FINANCE PLC - RIGHTS ISSUE ACCOUNT" and crossed "Account Payee Only", and forwarded to the Registrars (If subscription is made through the CDS as set out in (B) above please pay your Stock Broker/Custodian Bank directly)
- or
- by way of direct remittance via RTGS/CEFT/SLIPS to the Rights Issue Account, the details of which are given above
- (ii) **Cheques must be honored on first presentation for the application to be valid. Applications supported by cheques which are not honored on first presentation will be rejected. Each Letter of Acceptance and Registration should be accompanied by a single Cheque/Bank Draft, direct remittance (with advice) for the exact amount payable for the number of Preference Shares accepted. A separate Cheque/Bank Draft, direct remittance (with advice) should be forwarded with the Form of Application for additional Preference Shares.**
- (iii) The remittance from Non-Resident shareholders must be made out of an Inward Investment Account (“IIA”) maintained with a Commercial Bank operating in Sri Lanka. **Such applications must be accompanied by a letter from the respective commercial bank confirming same.** If the payment is not made out of IIA, but out of an inward remittance or remittable funds, the approval of the Director, Department of Foreign Exchange to make such payment must accompany the

Letter of Acceptance & Registration and the application for additional Preference Shares (as applicable).

- (iv) Please note that it is the Foreign Investor's/Non Resident Sri Lankan's responsibility to comply with laws relevant to the jurisdictions of their residency and of Sri Lanka.
- (v) Application Forms accompanying remittances, which are not in accordance with the instructions, will be rejected.
- (vi) The Rights Preference Shares allotted on this Issue would be directly uploaded to the CDS on or before **18th August 2021**. Share certificates will not be issued.
- (vii) If the duly completed Form(s) and the payment for Rights Preference Shares are not received before 4.30 p.m. on **2nd August 2021** (i.e. the last date of acceptance & payment) to P W Corporate Secretarial (Pvt) Ltd, Managers & Registrars to the Issue, No. 3/17, Kynsey Road, Colombo 08, the Rights Preference Shares to which you are entitled to will be deemed to have been declined and will be treated as cancelled.
- (viii) **Completed applications [originals or scanned copies (via e-mail)] along with the payment or proof of payment [originals or scanned copies (via e-mail)] should be submitted to the Registrars during office hours i.e. Monday to Friday between 8.30 a.m. to 4.30 p.m. (either physically or via e-mail). Please note that Applications forwarded via post and courier too should reach the Registrars to the Issue by the closing date and any application received after the said date will be rejected even though they carry a postmark dated prior to the closing date.**
- (ix) All correspondence in this regard should be addressed to the **Managers & Registrars to the Issue, P W Corporate Secretarial (Pvt) Ltd at No.3/17, Kynsey Road, Colombo 08** with the top left hand corner of the envelope marked "ASIA ASSET FINANCE PLC - RIGHTS ISSUE" or via e-mail aafrights.pwcs@gmail.com

IMPORTANT - Completed Forms may be scanned & e-mailed to the Registrars to the Issue on aafrights.pwcs@gmail.com , together with proof of payment by scanning & e-mailing - Bank Deposit Slips / Online Fund Transfer Advice.

I/We hereby declare that I am/we are:

- Not resident outside Sri Lanka and not a Company or corporation incorporated outside Sri Lanka and I am/we are not acquiring the Preference Shares as nominee of a person resident or Company/corporation incorporated outside Sri Lanka.
- Individual(s) resident outside Sri Lanka or a Company/corporation incorporated outside Sri Lanka and the remittance is made via my/our Inward Investment Account (IIA)/Funds approved by the Director, Department of Foreign Exchange Colombo, confirmation of which is annexed.

For Non Resident Shareholders only:

IIA Account details

Bank	
Branch	
Account No.	

Yours faithfully,

Full Name(s) of Shareholder(s) - Underline Surname(s)	NIC/Passport/Company Reg. No. (Passport No. is acceptable only if the NIC No. is not available)	Nationality	Occupation
(i) Mr./Mrs./Miss.			
(ii) Mr./Mrs./Miss.			
(iii) Mr./Mrs./Miss.			
Email Address (if a joint holding only of the 1 st named holder of shares): (For the purpose of ease of communicating with the applicant if necessary)			
Telephone No. (if a joint holding only of the 1 st named holder of shares): (For the purpose of ease of communicating with the applicant if necessary)			
*Signature(s)	(i)	(ii)	(iii)

Note:

- To comply with the provisions of the Foreign Exchange Act, non-resident shareholders who do not maintain an Inward Investment Account (IIA), should seek the approval from the Director, Department of Foreign Exchange, Colombo before the issue of the said Preference Shares. Such letter of approval should accompany the Letter of Acceptance & Registration.
- Where an application is signed under a Power of Attorney (POA) a scanned copy of same must be attached to the e-mail along with the application.
- In the case of Companies/Incorporated Bodies this Document shall be duly executed as per the Articles of Association/Statute.

FORM B

**FORM OF RENUNCIATIONS TO CDS
(ASIA ASSET FINANCE PLC - COMPANY REG. NO. PB 139 PQ)**

The Directors
Asia Asset Finance PLC
C/o P W Corporate Secretarial (Pvt) Ltd
No.3/17, Kynsey Road
Colombo 08

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Dear Sir/Madam,

I/We the shareholder(s) to whom the Provisional Letter of Allotment dated 15th July 2021 has been addressed, do hereby renounce my/our right/s to the Preference Shares provisionally allotted to me/us through this letter in favour of the Central Depository Systems (Pvt) Ltd for deposit through the Stock Broker/Custodian Bank to the trading balance of my/our securities account bearing the number appearing below:

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Yours faithfully,

	FULL NAMES OF SHAREHOLDER(S)	NIC NOS	SIGNATURE(S)
PRINCIPAL SHAREHOLDER			
1 ST JOINT SHAREHOLDER			
2 ND JOINT SHAREHOLDER			

Note:

- In the case of Companies/Incorporated Bodies this Document shall be duly executed as per the Articles of Association/Statute.
- Where an application is signed under a Power of Attorney (POA) a scanned copy of same must be attached to the e-mail along with the application.

FORM C

FORM OF APPLICATION FOR ADDITIONAL VOTING ORDINARY SHARES

ASIA ASSET FINANCE PLC - COMPANY REG. NO. PB 139 PQ

Date:

ISSUE OF 41,398,511 CONVERTIBLE IRREDEEMABLE FIVE (05) YEAR PREFERENCE SHARES ("PREFERENCE SHARES") PAYABLE AT RS. 10/- PER PREFERENCE SHARE ON OR BEFORE 2ND DAY OF AUGUST 2021

For use only by the holders of Voting Ordinary Shares who are on the Register of Members as at end of trading on 8th July 2021.

The Directors
ASIA ASSET FINANCE PLC
C/o P W Corporate Secretarial (Pvt) Ltd
No.3/17, Kynsey Road
Colombo 08

Dear Sir(s)/Madam,

Name of Shareholder(s):

Name of Joint Shareholder:

CDS Client ID:

I/We the above named shareholder(s) hereby apply for the undernoted additional Preference Shares along with the required remittance and request you to allot me/us that number of Preference Shares and I/we agree to accept same or any lesser number of Preference Shares in respect of which this application may be accepted by you and authorize you to;

(Tick as applicable)

Please directly deposit the number of Preference Shares allotted to my/our TRADABLE securities account maintained at the Central Depository Systems (Pvt) Ltd given below.

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OR

Please directly deposit the number of Preference Shares allotted to my/our LOCKED securities account maintained at the Central Depository Systems (Pvt) Ltd given below. (I/We understand that the Preference Shares in the locked balance would not be available for trading purposes and would not be visible to the respective CDS participants). **Please do not tick unless you require to lock the securities balance from trading.**

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I/We hereby declare that I am/we are

Not resident outside Sri Lanka and not a Company or corporation incorporated outside Sri Lanka and I am/we are not acquiring the Preference shares as nominee of a person resident or Company/corporation incorporated outside Sri Lanka.

Individual(s) residing outside Sri Lanka or a Company or corporation incorporated outside Sri Lanka and the remittance is made via my/our Inward Investment Account (IIA)/Funds approved by the Director, Department of Foreign Exchange, Colombo, confirmation of which is annexed.

For non- resident Shareholders only

IIA Account details

Bank	
Branch	
Account No.	

*Signature(s)	(i)	(ii)	(iii)
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NOTES AND INSTRUCTIONS

- (i) In the case of remittances from an IIA for applications for additional Preference Shares, it is permissible for a holder of an IIA to send a Bank Guarantee with the Form of Application for Additional Preference Shares. Once the additional Preference Shares to be allotted is determined by the Company, the Registrars shall claim the relevant amount/s due on the application from the bank. This procedure is adopted to avoid foreign exchange losses on conversion.

[the original Bank Guarantee must be submitted to the Registrars]

- (ii) Any refunds in respect of rejected/partly rejected applications for Preference Shares will be dispatched as expeditiously as possible and in any event within ten (10) market days from the last date of Acceptance and Payment. In the event a refund is not made within this period, the Applicant shall be entitled to interest calculated on the last quoted Average Weighted Prime Lending Rate (AWPLR) published by the Central Bank of Sri Lanka + 5%.

If you have indicated details of your bank account in the application, the Company will make such refund payments to the bank account specified by you, through Sri Lanka Inter Bank Payment System (SLIPS) and payment advice shall be issued to you.

Please note that if the fund transfer through SLIPS is rejected by the Bank for any reason a cheque will be posted at the risk of the shareholder (in the case of a joint holding to the address of the first shareholder as per the Company records).

However, if you have not provided details of your bank account in the application, the Company will make such refund payments to you by way of a cheque.

Please note that the aforesaid refunds / interest on refunds may be made subject to the normal postal service is resumed, with reference to the ability of the Company to dispatch the refund cheques within the time specified herein.

- (iii) Where an application is signed under a Power of Attorney (POA) a scanned copy of same must be attached to the e-mail along with the application.
- (iv) In the case of Companies/Incorporated Bodies this Document shall be duly executed as per the Articles of Association/Statute.
- (v) Application Forms accompanying remittances, which are not in accordance with instructions, will be rejected.
- (vi) The application of additional Preference Shares should be directly made to the Company through P W Corporate Secretarial (Pvt) Ltd, The Managers & Registrars to the Issue, No.3/17, Kynsey Road, Colombo 08. The Central Depository Systems (Pvt) Ltd will not accept/handle any applications for Additional Rights Preference Shares.
- (vii) Cheques in respect of applications for Additional Rights Preference Shares will be banked only after the last date of Acceptance and Payment.