

**SOFTLOGIC FINANCE PLC**

Company Reg. No. PB 641 PQ

Issue of 165,390,848 new ordinary shares at Rs.11/50 per share payable on or before 30<sup>th</sup> November,2020

Dear Shareholders,

Due to the current postal delay and also some areas being under isolated lockdown, 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 Softlogic 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 9<sup>th</sup> day of November 2020 to apply for their Rights Entitlement and for additional Rights Shares.

Accordingly, holders of Softlogic Finance PLC shares as at end of trading on 9<sup>th</sup> November 2020 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 shares under the Rights Issue.

Please contact the Registrars to the Issue "P W Corporate Secretarial (Pvt) Ltd" on mobile Telephone Nos.0768273008, 0768273001, 0768273002, 0768273004, 0768273006 and 0768273007 for any assistance, including checking on your "Rights Entitlement".

16<sup>th</sup> November, 2020

As a registered shareholder of our Company, you have been provisionally allotted your due entitlement of eight (08) new ordinary share for every five (05) ordinary shares held by you as at end of trading on 9<sup>th</sup> November, 2020 payable at a price of Rs.11/50 per share, upon Acceptance [ ie - No of shares Provisionally allotted = No of shares held as at 9<sup>th</sup> November 2020 divided by 05 & multiplied by 08 (new shares) ], fractions will be ignored for this purpose.

**(A) Non CDS Shareholders - Procedure for Application**

Shareholders who's 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 shares provisionally allotted to you, as your Entitlement, you are required to download & print Form A "Letter of Acceptance & Registration", from <https://softlogicfinance.lk> or [www.cse.lk](http://www.cse.lk) complete the Form in its entirety by following the instructions given therein & these instructions:

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

Payment to	-	Softlogic Finance PLC - Rights Issue Account
Account No.	-	1500034760
Name of Bank	-	Commercial Bank of Ceylon PLC (Bank code. 7056)
Branch	-	Colombo 07 (Branch code. 050)

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

You may make the payment ( a separate payment) for your shares either by cheque / Bank draft drawn upon any commercial bank operating in Sri Lanka and payable to “**SOFTLOGIC FINANCE PLC - RIGHTS ISSUE ACCOUNT**” and crossed “**Account Payee Only**” or by direct remittance to the Rights Issue Account as given below:

Payment to	-	Softlogic Finance PLC - Rights Issue Account
Account No.	-	1500034760
Name of Bank	-	Commercial Bank of Ceylon PLC (Bank code. 7056)
Branch	-	Colombo 07 (Branch code. 050)

**IMPORTANT** - The completed “Letter of Acceptance & Registration” Form A & the “Form of Application for Additional Shares” Form C (as applicable) together with the separate receipt of the payments for shares applied for in Form A and / or Form C (as applicable) must be scanned & e-mailed to the Registrars to the Issue at [crlrights.pwcs@gmail.com](mailto:crlrights.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 [crlrights.pwcs@gmail.com](mailto:crlrights.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 27<sup>th</sup> November 2020 (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 who’s shares are held in the CDS, will be directly uploaded to your CDS Account to facilitate trading from 20<sup>th</sup> November 2020 to 27<sup>th</sup> November 2020 (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 27<sup>th</sup> day of November 2020.
- (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 27<sup>th</sup> November 2020 (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 Shares, you are required to download & print Form C “Form of Application for Additional 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 shares either by cheque / Bank draft drawn upon any commercial bank operating in Sri Lanka and payable to "SOFTLOGIC FINANCE PLC - RIGHTS ISSUE ACCOUNT" and crossed "Account Payee Only" or by direct remittance to the Rights Issue Account as given below:

Payment to - Softlogic Finance PLC - Rights Issue Account  
Account No. - 1500034760  
Name of Bank - Commercial Bank of Ceylon PLC (Bank code. 7056)  
Branch - Colombo 07 (Branch code. 050)

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

### (C) ADDITIONAL INFORMATION

- (i) The remittance must be made by Cheque/Bank Draft drawn upon any commercial bank operating in Sri Lanka and payable to "SOFTLOGIC FINANCE PLC - RIGHTS ISSUE ACCOUNT" and crossed "Account Payee Only". (If subscription is made through the CDS as set out in (B) above please pay your Stock Broker/Custodian Bank directly)
- (ii) Cheques must be honoured on first presentation for the application to be valid. Applications supported by cheques which are not honoured 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 ordinary shares accepted. A separate Cheque/Bank Draft, direct remittance (with advice) should be forwarded with the Form of Application for additional ordinary 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 ordinary 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 shares allotted on this Issue would be directly uploaded to the CDS on or before 16<sup>th</sup> December, 2020. Share certificates will not be issued.

- (vii) If the duly completed Form(s) and the payment for Rights Ordinary Shares are not received before 4.30 p.m. on 30<sup>th</sup> November, 2020 (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 Ordinary 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 application 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 **"SOFTLOGIC FINANCE PLC - RIGHTS ISSUE"** or via e-mail [crlrights.pwcs@gmail.com](mailto:crlrights.pwcs@gmail.com)

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

#### **NOTES AND INSTRUCTIONS**

- (i) In the case of remittances from an IIA for applications for additional ordinary shares, it is permissible for a holder of an IIA to send a Bank Guarantee with the Form of Application for Additional Ordinary Shares. Once the additional ordinary 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.
- (ii) Any refunds in respect of rejected/partly rejected applications for ordinary 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 to the first address given above.

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.

- (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 ordinary 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 Shares.
- (vii) Cheques in respect of applications for Additional Rights Shares will be banked only after the last date of Acceptance and Payment.