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SERENDIB LAND PLC

ANNUAL REPORT 2019/20



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Notice of Meeting

NOTICE is hereby given that the Thirty Ninth (39th) Annual General Meeting of SERENDIB LAND PLC will be held at Hotel Renuka, No. 328, Colombo 03 on 26th November 2020 at 3 p.m. for the following purposes:

1. To receive and consider the Audited Financial Statements for the Year Ended 31st March 2020, together with the Reports of the Directors' and Auditors' thereon.
2. Directors
 - (i) To re-elect Dr. (Mrs.) M. Ponnambalam, as a Director, who retires by rotation at the Annual General Meeting in terms of Article 98 of the Company's Articles of Association.
 - (ii) To re-appoint as a Director, Dr. Brahman Sivaprakasapillai, who is 84 years old and who vacates his office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act).

Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Dr. Brahman Sivaprakasapillai, who is 84 years of age be and is hereby re-appointed 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.07 of 2007 shall not apply to the said Dr. Brahman Sivaprakasapillai"

- (iii) To re-appoint as a Director, Mr. Segarajasingham Nagendra who is 81 years old and who vacates his office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act).

Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Mr. Segarajasingham Nagendra who is 81 years of age be and is hereby re-appointed 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.07 of 2007 shall not apply to the said Mr. Segarajasingham Nagendra".

- (iv) To re-appoint as a Director, Dr. Jayanta Mootatamby Swaminathan who is 79 years old and who vacates his office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act).

Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Dr. Jayanta Mootatamby Swaminathan who is 79 years of age be and is hereby re-appointed 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.07 of 2007 shall not apply to the said Dr. Jayanta Mootatamby Swaminathan"

- (v) To re-appoint as a Director, Mr. Thirunavukarasu Someswaran who is 77 years old and who vacates his office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act).

Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Mr. Thirunavukarasu Someswaran who is 77 years of age be and is hereby re-appointed 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.07 of 2007 shall not apply to the said Mr. Thirunavukarasu Someswaran".

- (vi) To re-appoint as a Director, Dr. (Mrs.) Y. Ponnambalam who is 73 years old and who vacates her office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act).

Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to her re-appointment.

"RESOLVED THAT Dr. (Mrs.) Y. Ponnambalam who is 73 years of age be and is hereby re-appointed 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.07 of 2007 shall not apply to the said Dr. (Mrs.) Y. Ponnambalam".

Notice of Meeting

3. To declare a Final Dividend of Rs. 25/= for the Year Ended 31st March, 2020, as recommended by the Directors.
4. To re-appoint the retiring Auditors M/s KPMG Chartered Accountants, to hold office until the conclusion of the next Annual General Meeting and to authorize the Directors to determine their remuneration.

BY ORDER OF THE BOARD

JACEY & COMPANY

Secretaries

COLOMBO

07th October 2020.

Notes:

A shareholder is entitled to appoint a Proxy to attend and vote instead of himself/herself and a Proxy need not be a Shareholder of the Company. A Form of Proxy is enclosed for this purpose.

The instrument appointing a proxy must be deposited at the Registered Office of the Company, No. 9/5, Thambiah Avenue, Colombo 07, not less than forty eight (48) hours before the time fixed for the meeting.

Corporate Information

BOARD OF DIRECTORS

Mr. S. Nagendra
Chairman

Dr. (Mrs.) Y. Ponnambalam
Director

Dr. (Mrs.) M. Ponnambalam
(Alternate: Dr. (Mrs.) Y Ponnambalam)
Director

Mr. Gajendrakumar G. Ponnambalam
Director

Dr. B. Sivaprakasapillai
Director
(Alternate: Ms. D. Sivaprakasapillai)

Ms. D. Sivaprakasapillai
Director

Dr. J. M. Swaminathan
Director

Mr. T. Someswaran
Director

Mr. Ramesh Schaffter
Director
(Alternate: Mr. Prakash Schaffter)

AUDIT COMMITTEE

Mr. T. Someswaran
Chairman

Mr. S. Nagendra

Dr. J. M. Swaminathan

RELATED PARTY TRANSACTIONS REVIEW COMMITTEE

Mr. T. Someswaran
Chairman

Mr. S. Nagendra

Dr. J. M. Swaminathan

REMUNERATION COMMITTEE

Mr. S. Nagendra
Chairman

Dr. J. M. Swaminathan

Mr. T. Someswaran

REGISTERED OFFICE

No. 9/5, Thambiah Avenue,
Colombo 07.

SECRETARIES

Jacey & Company
9/5, Thambiah Avenue,
Colombo 07.

ACCOUNTANTS

Ernst & Young
Chartered Accounts
201, De Saram Place,
Colombo -10.

AUDITORS

KPMG
Chartered Accountants
P.O. Box 186,
Colombo 03.

BANKERS

Union Bank of Colombo PLC

Profiles of Board of Directors

Mr. Sega Nagendra

Chairman/Non-Executive, Independent Director
CMGR, CCMi (UK), MBA (UK), FCPM (SL)

Mr. Nagendra, is a Retired Senior Director of Carson Cumberbatch PLC and several of its subsidiaries and Associate Companies. Chairman and Director of several Public listed and Private Companies.

He was a Past President of Skat International Colombo (International Association of Travel and Tourism Professionals). He was a Past Secretary of Skat International, Asian Area Region and present Council Member. He was also the Past President of the Pacific Asia Travel Association Sri Lanka Chapter and present Council Member. Past President of Sri Lanka Pakistan Business Council and Sri Lanka Benelux Business Council and present Council Member. Past President of the Chartered Management Institute- UK, Sri Lanka Branch.

He has served as an Executive Committee member of the Ceylon Chamber of Commerce and former Chairman of the Imports Section of the Ceylon Chamber of Commerce. He is also a Former Committee Member on Transport, Highways and Aviation of the Monitoring & Progress Division of the Ministry of Policy Developing and Implementation. He is also the Past Chairman of the Colombo Club.

He is a Chartered Manager & Companion of the Chartered Management Institute, U.K., and was awarded the CMI Life Time Achievement Award for 2017 by the Chartered Management Institute, UK, Sri Lanka Branch. He is also a Master of Business Administration U.K. and Fellow of the Institute of Chartered Professional Managers - Sri Lanka.

Trustee of Sri Arunachaleswara Kovil - Mutwal, Sri Siththi Vinayagar Temple - Kochchikade and the Sir Ponnambalam Arunachalam Trust and several other organizations.

Dr. (Mrs) Y. Ponnambalam

Non-Executive, Non-Independent Director

Dr. (Mrs.) Y. Ponnambalam is a Medical Doctor (Retired) and a Director of Gee Gee Properties (Pvt) Ltd and Getanjali Gajaluckshmi (Pvt) Ltd.

Mr. G.G. Ponnambalam

Non-Executive, Non-Independent Director

Mr. G.G. Ponnambalam is an Attorney-at-Law and a Director of Gee Gee Properties (Pvt) Ltd and Getanjali Gajaluckshmi (Pvt) Ltd. He serves as member of parliament

Dr. (Mrs.) M. Ponnambalam

Non-Executive, Non-Independent Director

Dr. (Mrs.) M. Ponnambalam is an Ophthalmologist qualified in UK and also a Director of Gee Gee Properties (Pvt) Ltd and Getanjali Gajaluckshmi (Pvt) Ltd.

Dr. B. Sivaprakasapillai

Non-Executive, Non-Independent Director

Dr. B. Sivaprakasapillai Director of Gitanjali Group (Pvt) Ltd.

Ms D. Sivaprakasapillai

Non-Executive, Non-Independent Director

Ms D. Sivaprakasapillai is a Business Development Executive and Non-Executive, Non-Independent Director.

Dr. J. M. Swaminathan

Attorney at Law, LLB(Ceylon), LL.M, M.Phil.(Colombo) and LL.D (Honoris Causa)

Dr. J.M. Swaminathan is an Attorney-at-Law with over 55 years in practice. He was the former Senior Partner of Messrs. Julius & Creasy. He is a Member of the Office for Reparations Sri Lanka. He has served as a Member of the Law Commission of Sri Lanka and Member of the Council of Legal Education and the Council of the University of Council. He is also a Member of the Company Law Advisory Commission and The Intellectual Property Law Advisory Commission. He is the Chairman of the Board of Studies of the Council of Legal Education and also a Consultant at the Institute of Advanced Legal Studies of the Council of Legal Education. He is a Member of the Visiting Faculty of the LL.M Course of the University of Colombo. He also serves on the Boards of several public and private companies.

Profiles of Board of Directors

Mr. T. Someswaran

Non-Executive, Independent Director

Mr. T. Someswaran a Chartered Accountant, in practice for more than 35 years and retired from the post of Senior Partner of SJMS Associates, a Firm of Accountants which is associated with Deloitte's in Sri Lanka. He is also a Fellow member of CMA and a member of its Governing Council. He is in the Audit Committee Forum of the SL Inst. of Directors. He serves on the Boards of CleanCo Lanka Ltd., Renewgen (Pvt) Ltd., ECSAT (Equality-based Community Support & Training), Chairman Institute for Development of Commercial Law & Practice. He also serves as a Director of the Center for Advancement of Resource Mobilization (CARM).

Mr. Someswaran has substantial experience in auditing, organizational development, leadership partnership building and entrepreneurship development and is passionate about networking & linking organizations to facilitate positive social change and development, with specific focus on governance, accounting ethics and resource mobilization.

Mr. Ramesh Schaffter

Non-Executive, Non-Independent Director

Mr. Ramesh Schaffter is the Chief Executive Officer of Janashakthi PLC and an Executive Non-Independent Director, Janashakthi Insurance PLC. Counting over three decades of experience in Finance & Marketing, Mr. Ramesh Schaffter is a Fellow Member and former Council Member of the Chartered Institute of Management Accountants, Sri Lanka, and an Associate Member of the Chartered Institute of Marketing. He was appointed to the Board in 2004, having served as Secretary to the Board since the inception of the Company in 1994, a position he held until 2017. He has also served on the Boards of several public listed and unlisted companies.

A social entrepreneur and life coach, he is an accomplished public speaker and a multiple award winner at national and international level Toastmasters' contests. He is the former President of Habitat for Humanity Sri Lanka and a former Board Member of World Vision for Sri Lanka. He is a Co-Founder of cable television channel Swarga TV, as well as the Christian Arts Foundation (Chraft), an organisation that promotes music and drama in Sri Lanka.

Ramesh also serves on the Council of the Colombo Theological Seminary, a graduate and postgraduate educational institute, and is the present Chairman of the Incorporated Trustees of the Church of Ceylon.

Chairman's Review



On behalf of the Board of Directors, I take pleasure in welcoming you to the 39th Annual General Meeting of Serendib Land PLC. It is my privilege to present to you the Annual Report of the Company together with the Audited Financial Statements for the Year Ended 31st March 2020.

Sri Lankan - Economy

It is noted that the year under review has been a challenging year. The 2019 novel coronavirus disease ("COVID-19") was first identified in December 2019 in Wuhan, the capital of Hubei Province in China. Since then the outbreak has significantly expanded across borders, leading the World Health Organisation ("WHO") to declare COVID-19 a pandemic on 11th March 2020.

As the outbreak continues to spread, governments across the world have resorted to varying levels of public health measures, including movement restrictions, nationwide curfews, travel bans and border closures to tackle the pandemic. It is noted that, the measures taken by the Sri Lankan Government has had a huge impact on people's lives, families and communities whilst having significant consequences on national economies and on global trade. We note that, these measures are necessary and inevitable, during the pandemic. As such we wish to commend and appreciate the efforts taken, the dedication, commitment and high level of responsiveness of the healthcare workers, government officials and the armed forces in managing the present crisis.

It is noted that, contraction in economies are felt all around the world, with the Global Manufacturing and Services Purchasing Manager's Indices ('PMI') recording, the steepest contraction in over a decade as the COVID-19 disturbs global supply chains, distribution channels and demand. These statistics signals a higher possibility of a global recession. As per the latest PMI data as of February 2020 in Sri Lanka, Manufacturing PMI

marginally slowed by 0.4 basis points due to a contraction in new orders and employment in the manufacturing sector. Meanwhile, Services PMI recorded a 6.8 basis point drop owing to reduction in new businesses, business activity and expectations.

Prior to the COVID-19 outbreak, the Central Bank of Sri Lanka (CBSL) anticipated the Sri Lankan economy to grow at 4.5-5% with a modest recovery from the Easter Sunday attacks in April 2019. However, given the increasing economic consequences from the Pandemic, these growth targets will likely be challenging to accomplish. As per Asian Development Bank (ADB) estimates, as at 6th March 2020, the decline in tourism revenues for Sri Lanka may range from USD 107 Million – USD 319 Million. However, this will likely to be greater in the event the public health measures continue.

During the first four months of 2019, the growth of exports was experiencing a sharp decline, which was also the case in relation to imports, which in turn led to a contraction in the trade deficit of the nation. In relation to other inflows to the current account, earnings from tourism suffered a setback following the said April terror attacks. However, the successful issuance of the International Sovereign Bonds (ISBs) in June 2019 reflected investors' continued confidence on Sri Lanka's medium term growth prospects.

Transfer to the Diri Savi Board of CSE

As previously informed to the Shareholders of the Company, the Board wishes to note that it is intending to transfer to the Diri Savi Board of the Colombo Stock Exchange (CSE), since the Company is not in compliance with the Minimum Public Holding (MPH) criteria applicable to companies listed on the Main Board, as prescribed under the Listing Rules of the Colombo Stock Exchange (CSE). As a result of a divestment of shares made by one of the Company's Non-Public Shareholders, the Company is currently in compliance with the MPH criteria required to be maintained by companies listed on the Diri Savi Board (DSB) of CSE. As at date the company is already in compliance with other requirements imposed by CSE via their listing rules.

Accordingly, the Company is now proposing to make an application to CSE seeking a transfer from the Main Board to DSB. However, in order to effect the proposed transfer, the Company is required to increase its Stated Capital to Rs.100,000,000 from its current Stated Capital of Rs.36,000,000. Thus, the Board of Directors of the Company are currently considering the best course of action to achieve the aforesaid Stated Capital. As such, the Board wishes to assure its Shareholders that, any formal decision arrived at by the Company relating to the foregoing will be communicated to the Shareholders on a timely manner once all the specifics pertaining thereto are finalised in line with the Listing Rules of CSE.

Chairman's Review

REAL ESTATE/PROPERTY DEVELOPMENT SECTOR OF SRI LANKA

It is further noted that, the extent of the impact and recovery from COVID -19 on the Real Estate Sector in Sri Lanka is likely to depend on the duration and spread of the said virus, which is still uncertain and the subsequent path of recovery in economic activity. It is expected that there will be delays in investment activity over the succeeding months, owing to the uncertain economic conditions.

A slowdown in the construction and engineering sector has ensued, as a result of the lock-down and limitations in financing. It is apparent that the industry is assessing opportunities on how activity can resume, while ensuring the health and safety of the workforce. The impact of the COVID -19 outbreak is expected to be felt across all real estate classes, with the most impact being on the Hospitality and Retail sector.

It is likely that, the COVID -19 outbreak will put pressure on the office space market and rental growth will suffer in the short and medium term, as a result of low economic activity and negative corporate sector performance. Office occupancy rates have dropped due to the outbreak. It is noted that, properties on short term leasing options and expiring leases may be the most vulnerable.

Financial Performance

During the year under review the Company recorded a turnover of Rs 26,374,032/- and a Profit Before Taxation of Rs 84,914,461/- (Including the Re-valuation Gain of Rs 63,255,000/-), compared with a turnover of Rs 26,374,032/- and Profit Before Taxation of Rs 8,254,930/- in the previous year.

The company revalued its land & building in the current financial year and a revaluation gain has arisen amounting Rs. 63,255,000/-. Please refer Note 12 of the financial statements for further information.

A provision for Rs. 8,360,766/- (Including deferred tax Provision Rs. 5,196,353/-) has been made for taxation for the year under review.

DIRECTORATE

The Board of Directors of the Company comprises of Nine (09) Non-Executive Directors. The Directors on the Board maintain a balanced representation of Major Shareholders and the minority groups and are eminent and competent persons with years of experience in Corporate Administration and Financial Management.

Dividend

The Directors have pleasure in recommending a Final Dividend of Rupees Twenty-Five (Rs.25/-) per share for the Year Ended 31st March, 2020.

Appreciation

I wish to thank Jacey and Company, who acts as our Company Secretaries and Ernst & Young who continues to provide Accounting Services for their excellent service and valuable contribution. I wish to thank our tenant Janashakthi Insurance PLC for the support and cooperation extended to us and for maintaining the property in its present condition.

I wish to thank my colleagues on the Board whose valued contribution, continued support and guidance proved to be of immense value. I also wish to thank the members of the Board Audit Committee, Related Party Transactions Review Committee and Remuneration Committee, for their role, in monitoring the affairs of the Company.

Finally, on behalf of the Board I wish to place on record my sincere appreciation and gratitude to our valuable shareholders for their understanding, continued faith and confidence and trust placed in us which had been a constant source of great strength.



Segga Nagendra
Chairman

07th October 2020.

Statement of Directors' Responsibilities

Directors' Responsibilities for the Preparation of Financial Statements

This Statement of Directors' Responsibilities is to be read in conjunction with the Auditors' Report and is made to distinguish the respective responsibilities of the Directors and of the Auditors in relation to the Financial Statements contained in this Annual Report.

The Directors of your Company are required by the Companies Act No.07 of 2007 to prepare Financial Statements which give a true and fair view of the state of affairs of the Company as at the end of the financial year.

The Directors confirm that, the Financial Statements of the Company for the Year Ended 31st March, 2020 included in the Annual Report have been prepared in accordance with the Sri Lanka Accounting Standards and the Companies Act No.07 of 2007. In preparing the Financial Statements, the Directors have selected the appropriate accounting policies and have applied them consistently. Reasonable and prudent judgments and estimates have been made and applicable accounting standards have been followed and the Financial Statements have been prepared on a going concern basis.

The Directors are of the view that adequate funds and other resources are available within the Company for the Company to continue in operation for the foreseeable future.

The Directors have taken all reasonable steps expected of them to safeguard the assets of the Company and to establish appropriate systems of internal controls in order to prevent, deter and detect any fraud, misappropriation or other irregularities. The Directors have also taken all reasonable steps to ensure that the Company maintains adequate and accurate accounting books of record which reflect the transparency of transactions and provide an accurate disclosure of the Company's financial position.

As required by Section 56 (2) of the Companies Act No.07 of 2007, the Board of Directors have confirmed that the Company, based on the information available, satisfy the Solvency Test, immediately after the proposed Final Dividend distribution, which is to be declared by the Shareholders at the Annual General Meeting.

The Directors are required to provide the Auditors with every opportunity to take whatever steps and undertake whatever inspection they consider appropriate for the purpose of enabling them to give their Audit Report. The Directors are of the view that they have discharged their responsibilities in this regard.

Compliance Report

The Directors confirm that, to the best of their knowledge, all taxes and levies payable by the Company and all other known statutory obligations as at the Balance Sheet date have been paid or provided for in the Financial Statements.

By Order of the Board

JACEY & COMPANY
Secretaries

Colombo
07th October 2020.

Report of the Directors

The Directors have pleasure in presenting to shareholders their Report together with the Audited Financial Statements of the Company for the Year Ended 31st March, 2020. The details set out herein provide the information required by the Companies Act No. 07 of 2007 and other necessary information required by the Listing Rules of Colombo Stock Exchange.

Principal Activities

The principal activity of the Company is leasing of office premises for commercial purposes.

Changes to the Nature of Business

There was no material change to the nature of the business of the Company during the Financial Year Ended 31st March, 2020.

Review of Operation

A review of the operations of the Company during the financial year are described in the Chairman's Review on page 07.

Director's Responsibility for the Financial Statements

The Directors are responsible for preparing and presenting the financial statements, which are set-out on pages 24 to 52. The financial statements have been prepared in accordance with the Sri Lanka Accounting Standards as laid down by the Institute of Chartered Accountants of Sri Lanka. A Statement of Directors' Responsibilities is set out on page 09 of this Report.

Going Concern

The Directors have adopted the "Going Concern Concept" in the preparation of the Financial statements.

Investment Properties

The details relating to the movement in Investment Properties are given in Note 12.

Financial Statements

The Financial Statements for the Year Ended 31st March, 2020 are set out on pages 24 to 52 in the Annual Report. The Turnover of the Company during the year was Rs. 26,374,032/- (2019 – Rs. 26,374,032/-) The Profit before Taxation amounted to Rs. 84,914,461/- (2019 – Rs. 8,254,930/-).

Auditors' Report

The Auditors' Report which is an integral part of the Financial Statements prepared for the Accounting Period Ended 31st March, 2020 is set out in the page 21 in the Annual Report.

Accounting Policies

The Accounting policies adopted are consistent with those of the previous financial year except as required by the new or revised standards mandatory to be adopted in the current financial year. A Summary of significant Accounting Policies is set out on Pages 28 to 39 of the Annual Report.

Board of Directors

The Directors of the Company as at date is set out under "Corporate Information" on Page 04. The Directors of the Company who held office during the year are set out below together with the respective dates of change:

Mr. S. Nagendra

Chairman

Dr. (Mrs.) Y. Ponnambalam

Director

Mr. Gajendrakumar G. Ponnambalam

Director

Dr. (Mrs.) M. Ponnambalam

Director

(Alternate: Dr. (Mrs.) Y. Ponnambalam)

Dr. B. Sivaprakasapillai

Director

(Alternate: Ms. D. Sivaprakasapillai), (Appointed w.e.f. 01st April, 2019)

(Appointed w.e.f. 30th September, 2019)

Dr. J. M. Swaminathan

Director

Mr. T. Someswaran

Director

Mr. Ramesh Schaffter

Director

(Alternate: Mr. Prakash Schaffter)

Ms. D. Sivaprakasapillai

Director

In terms of Articles 98 of the Articles of Association of the Company, Dr. (Mrs.) M. Ponnambalam, retires by rotation and being eligible offers himself for re-election. The Directors recommend his re-election.

Dr. Brahman Sivaprakasapillai, who is 84 years of age vacates his office in terms of the provisions of Section 210 of the Companies Act No. 7 of 2007.

Report of the Directors

Notice is given by the Company to its shareholders of the intention to move an Ordinary Resolution for the re-appointment of Dr. Brahman Sivaprakasapillai as a Director of the Company, in terms of the provisions of Section 211 of the Companies Act No.7 of 2007 and is referred to in the Notice convening the Annual General Meeting.

Mr. Segarajasingham Nagendra, who is 81 years of age, vacates his office in terms of the provisions of Section 210 of the Companies Act No. 7 of 2007.

Notice is given by the Company to its shareholders of the intention to move an Ordinary Resolution for the re-appointment of Mr. Segarajasingham Nagendra as a Director of the Company, in terms of the provisions of Section 211 of the Companies Act No.7 of 2007 and is referred to in the Notice convening the Annual General Meeting.

Dr. Jayanta Mootatamby Swaminathan who is 79 years of age, vacates his office in terms of the provisions of Section 210 of the Companies Act No. 7 of 2007.

Notice is given by the Company to its shareholders of the intention to move an Ordinary Resolution for the re-appointment of Dr. Jayanta Mootatamby Swaminathan as a Director of the Company, in terms of the provisions of Section 211 of the Companies Act No.7 of 2007 and is referred to in the Notice convening the Annual General Meeting.

Mr. Thirunavukarasu Someswaran who is 77 years of age, vacates his office in terms of the provisions of Section 210 of the Companies Act No. 7 of 2007.

Notice is given by the Company to its shareholders of the intention to move an Ordinary Resolution for the re-appointment of Mr. Thirunavukarasu Someswaran as a Director of the Company in terms of the provisions of Section 211 of the Companies Act No.7 of 2007 and is referred to in the Notice convening the Annual General Meeting.

Dr. (Mrs.) Y. Ponnambalam who is 73 years of age, vacates her office in terms of the provisions of Section 210 of the Companies Act No. 7 of 2007.

Notice is given by the Company to its shareholders of the intention to move an Ordinary Resolution for the re-appointment of Dr. (Mrs.) Y. Ponnambalam as a Director of the Company in terms of the provisions of Section 211 of the Companies Act No.7 of 2007 and is referred to in the Notice convening the Annual General Meeting.

Interest Register

An Interest Register is required to be maintained in terms of the Companies Act No.7 of 2007, which came into effect on 03rd May, 2007.

Directors' Interest in Contracts with the Company are disclosed in Note 22 to the Financial Statements for the period under review.

Directors Shareholding

The shares held by the Directors at the beginning and at the end of the financial year were as follows. The Articles of Association of the Company do not stipulate a share qualification for Directors.

Director Name	31.03.20	01.04.19
Mr. S. Nagendra	257	257
Dr. (Mrs.) Y. Ponnambalam	-	-
Mr. Gajendrakumar G. Ponnambalam	-	-
Dr. (Mrs.) M. Ponnambalam	-	-
Dr. B. Sivaprakasapillai	-	-
Ms. D. Sivaprakasapillai	30,267	30,267
Dr. J. M. Swaminathan	-	-
Mr. T. Someswaran	-	-
Mr. Ramesh Schaffter	-	-

Secretaries

Jacey & Company provides Company Secretarial Services to the Company.

Corporate Governance

The Company complies with the Corporate Governance Rules set out in the Listing Rules of the Colombo Stock Exchange and also key areas of the code of Best Practice for Corporate Governance issued by the Institute of Chartered Accountants of Sri Lanka. Corporate Governance Report for the period under review is set out in page 13 to 16 of this Report.

Stated Capital

There has been no change in the Stated Capital of the Company during the year under review. The Stated Capital of the Company as at 31st March, 2020 was Rs.36,000,000/-, consisting of 360,000 Ordinary shares. The Shares of the Company are listed on the Colombo Stock Exchange.

Shareholders

The total shareholder base of the Company as at 31st March 2020 was 275 (2019- 277). The distribution of the shareholding and a listing of the 20 major shareholders are given under Investor Information on pages 50 to 53.

Dividend

The Directors recommended the payment of a Final Dividend of Rs.25/- per Share for the Financial Year Ended 31st March, 2020. A statement of Solvency in terms of Section 56 (2) of the Companies Act No.7 of 2007 has been obtained from the Companies Auditors confirming that the Company will, immediately after the distribution is made to satisfy the solvency test.

Report of the Directors

Employment

The Company has no employees. The financial management of the Company is entrusted to Ernst & Young, Chartered Accountants of Sri Lanka.

Statutory Payments

The Directors, to the best of their knowledge and belief are satisfied that all statutory payments in relation to the government had been made up to date.

Events after the Reporting Date

No circumstances have arisen since the reporting date, which would require adjustment to, or disclosure in the financial statements.

Directors' Remuneration and other Benefits

The Information pertaining to the Directors' Fees during the year under review is disclosed in Note 22 to the Financial Statements.

Auditors

The financial statements for the period under review have been audited by Messrs KPMG. Rs 275,000/- payable by the Company as Audit Fee for the Year Ended 31st March, 2020. M/s KPMG have expressed their willingness to continue in office and a Resolution to re-appoint them and to authorize the Directors to determine their remuneration will be proposed at the Annual General Meeting.

Auditors' Relationship with the Company

M/S KPMG has also provided Tax Consultancy Services to the Company, during the period under review.

By Order of the Board

		
S. Nagendra	J. M. Swaminathan	Jacey & Company
Director	Director	Secretary

07th October 2020.

Corporate Governance

Corporate Governance is the system by which Companies are directed, managed and controlled by the Management in the best interest of the Shareholder.

The Board of Directors is responsible for the Governance of the Company whilst the Shareholders' role in Governance is to appoint the Directors and the Auditors and to satisfy themselves that an appropriate governance structure is in place.

Compliance with the Code of Best Practice

The Company currently complies with key areas of the Code of Best Practice for Corporate Governance issued by the Institute of Chartered Accountants of Sri Lanka and the Listing Rules of the Colombo Stock Exchange.

Board of Directors

The Board of Directors takes responsibility for good governance of the Company. The Board of Directors comprises of nine (09) members. All Directors function as Non-Executive Directors. One Director retires by rotation at each Annual General Meeting and is eligible for re-appointment. The Directors collectively possess a wide range of aptitude, skill, knowledge and experience, in managing companies.

During the period under review, the Financial Management of the Company was handled by Ernst & Young, Chartered Accountants.

The Board meets periodically with the Staff of the Accountants of the Company, to review the performance of the Company and the Financial Statements for the period. Decisions relating to Capital Expenditure and investments require the approval of the Board.

The Directors are responsible for preparing and presenting the financial statements which have been prepared in accordance with the Sri Lanka Accounting Standards and in accordance with the requirements of the Colombo Stock Exchange. Maximum information is provided to Shareholders and full disclosure is made subject to only sensitive information which could directly impact the business of the Company.

Board Sub-Committees

The Board sub-committees scrutinize and analyse the areas under their purview and make recommendations to the Board on necessary improvements and modifications to the systems and processes of the Company. As such, the Board has constituted an Audit Committee, a Remuneration Committee and a Related Party Transactions Review Committee.

The Board has appointed an Audit Sub-Committee to scrutinize areas under its purview and ensure application of controls over affairs of the Company, mainly the financial management of the Company. The Audit Sub-Committee examines the quarterly financial statements of the Company and discusses necessary steps to be taken in order to better manage the finances of the

Company. Report of the Audit Committee is set out in the page 16 of the Annual Report.

The Board has appointed a Related Party Transactions Review Committee to review the categories of persons who are considered as "related parties" as per the Listing Rules of Colombo Stock Exchange. The Report of the Related Party Transactions Review Committee is set out in the page 18 of the Annual Report.

The Board has appointed a Remuneration Committee to recommend the remuneration payable to the Executive Directors and Chief Executive Officer of the Company or any equivalent position thereof. The proceedings of the said Sub Committee are reported to the Board of Directors who in turn make the final determination based on the recommendations made by the Committee. The Report of the Remuneration Committee is set out in the page 19 of the Annual Report.

The Composition of the Board as at the end of the period under review is set out in the Table below, together with a record of the attendance of every director.

Name of The Director	Category	Board	
		Eligible to attend	Attended
Mr. S Nagendra (Chariman)	Non-Executive Independent	5	5
Dr. (Mrs.) Y. Ponnambalam	Non-Executive	5	4
Mr. G G Ponnambalam	Non-Executive	5	1
Dr. (Mrs.) M Ponnambalam	Non-Executive	5	4
Dr. B. Sivaprakasapillai	Non-executive	5	3
Ms. D. Sivaprakasapillai	Non-Executive	5	3
Dr. J. M. Swaminathan	Non-Executive Independent	5	5
Mr. T. Someswaran	Non-Executive Independent	5	4
Mr. Ramesh Schaffter	Non-Executive	5	2

Corporate Governance

The Composition of the Audit Committee as at the end of the period under review is set out in the table below, together with a record of the attendance of every committee member.

Name of The Committee Member	Category	Audit Committee	
		Eligible to attend	Attended
Mr. T. Someswaran (Chairman)	Non-Executive Independent	4	3
Mr. S Nagendra	Non-Executive Independent	4	4
Dr. J. M. Swaminathan	Non-Executive Independent	4	4

The Composition of the Remuneration Committee as at the end of the Period under Review is set out in the Table below, together with a Record of the Attendance of Every Committee Member.

Name of The Committee Member	Category	Remuneration Committee	
		Eligible to attend	Attended
Mr. S Nagendra (Chairman)	Non-Executive Independent	1	1
Mr. T. Someswaran	Non-Executive Independent	1	1
Dr. J. M. Swaminathan	Non-Executive Independent	1	1

The Composition of the Related Party Transactions Review Committee as at the end of the period under review is set out in the table below, together with a record of the attendance of every committee member.

Name of The Committee Member	Category	Related Party Transactions Review Committee	
		Eligible to attend	Attended
Mr. T. Someswaran (Chairman)	Non-Executive Independent	4	3
Mr. S Nagendra	Non-Executive Independent	4	4
Dr. J. M. Swaminathan	Non-Executive Independent	4	4

Company Secretaries

Jacey & Company provides Company Secretarial services to the Company.

The Company Secretaries play a key role in compliance matters by ensuring that the Company complies with the requirements of the Companies Act, the Colombo Stock Exchange and other regulatory bodies. The Secretaries also ensure that Board procedures are followed and information is provided to shareholders on a timely basis.

Compliance with Legal Requirements

All Directors have access to the advice and services of the Company Secretaries as well as to the Financial Information of the Company, and makes every endeavor to ensure that the Company complies with Laws and Regulations. Additionally, checks and controls are in place to ensure that the policies of the Board are complied with.

Corporate Governance

The manner and the extent to which the Company has applied the principles of Good Corporate Governance practices during the period under review is set out in the table below:

Rule No.	Subject	Applicable Requirement	Compliance Status	Details
7.10.1	Non Executive Directors	At least 1/3 of the total number of Directors should be Non-executive Directors	Complied	All Directors are Non-Executive Directors
7.10.2	Independent Directors	2 or 1/3 of Non-Executive Directors, whichever is higher should be independent	Complied	3 of the Nine Non-Executive Directors, namely, Mr. S. Nagendra, Dr. J M Swaminathan and Mr. T Someswaran**, were considered Independent Directors. All Directors have submitted the Declarations.
		Each Non-Executive Director should submit a declaration of independence/ Non-independence in the prescribed format.	Complied	
7.10.3	Disclosure Relating to Directors	a. A brief resume of each Director be included in the Annual Report and should include each Director's areas of expertise.	Complied	Please refer Information pertaining to the Directors on page 05 of the Annual Report The Board has determined that, Mr. S. Nagendra, Dr. J M Swaminathan and Mr. T Someswaran be designated as Independent Non-Executive Directors, even though they have served on the Board of the Company for more than 9 years, since they are not directly involved in the Management of the Company.
		b. Names of Independent Directors should be disclosed in the Annual Report.	Complied	
		c. In the event a Director does not qualify as "Independent Director" as per criteria provided by CSE Listing Rules, if the Board, taking into consideration all the circumstances, is of the opinion that the Director is nevertheless "independent" the Board shall specify the criteria not met and the basis for its determination in the Annual Report.	Complied	
7.10.5	Remuneration Committee	A listed Company shall have a Remuneration Committee The Annual Report should set out:	.	The Company does not have Executive Directors of Key Management Personnel, who are remunerated by the Company. Jacey & Company provides Company Secretarial services to the Company, whilst the Financial Management functions of the Company have been entrusted to Ernst & Young (EY), Chartered Accountants, and the fees for the services rendered by them are determined by the Directors. Please refer to Remuneration Committee Report on page 19 of the Annual Report.
		a. The names of the Directors comprising the Remuneration Committee should be set out in the Annual Report	Complied	
		b. The functions of the Remuneration Committee	Complied	
		c. Specified whether the Chairman of the Committee is a Non-Executive Director	Complied	
		d. A statement of the Remuneration Committee	Complied	
e. Aggregated remuneration paid to executive and Non-Executive Directors	Complied			

Corporate Governance

Rule No.	Subject	Applicable Requirement	Compliance Status	Details
7.10.6	Audit Committee	The Company shall have an Audit Committee	Complied	The Board has constituted an Audit Committee
7.10.6(a)	Composition of Audit Committee	a. Shall comprise of Non-Executive Directors a majority of whom shall be independent	Complied	Audit Committee consists of three Non-Executive Independent Directors
		b. The Chairman of the Audit Committee or one member should be a member of a professional accounting body	Complied	Chairman of the Audit Committee is a member of a professional accounting body
7.10.6(b)	Audit Committee functions	Should be as outlined in the section 7 of the Listing Rules		
7.10.6(c)	Disclosure in the Annual Report relating to the Audit Committee	a. Names of the Directors comprising the Audit Committee	Complied	Please refer Information of the Board of Directors and the Board-Sub Committees on page 4 of the Annual Report
		b. The Audit Committee shall make a determination of the independence of the Auditors and disclose such determination	Complied	
		c. The Annual Report shall contain a Report of the Audit Committee setting out the manner of compliance of the functions	Complied	Please refer to Audit Committee Report on page 17 of the Annual Report
9.2.1	Related Party Transactions Review Committee (RPTRC)	A listed Company shall have a Related Party Transactions Review Committee and shall comprise of a combination of Non-Executive Directors and independent Non-Executive Directors.	Complied	Please refer to Related Party Transactions Review Committee Report on page 18 of the Annual Report
		An Independent Non-executive Director shall be appointed as the Chairman of the RPTRC Committee.	Complied	
		Should be as outlined in the section 7 of the Listing Rules		
		a. Names of the Directors comprising the Committee;	Complied	
		b. A statement to the effect that the Committee has reviewed the Related Party Transactions during the Financial Year and has communicated the comments/ observations to the Board of Directors.	Complied	
c. The policies and procedures adopted by the Committee for reviewing the Related Party Transactions.	Complied			
d. The number of times the Committee has met during the Financial Year.	Complied			

Audit Committee Report

Composition of the Committee

Audit Committee comprises of three (03) Non-Executive Directors. The Committee is chaired by Mr. T. Someswaran who is a fellow member of Chartered Accountants of Sri Lanka and a Retired Senior Partner of SJMS Associates.

Members of the Board appointed Audit Committee are:

Mr. T. Someswaran Chairman

Chartered Accountant in practice for more than 35 years and retired from the post of Senior Partner of SJMS Associates, a Firm of Accountants which is associated with Deloitte's in Sri Lanka. He is also a Fellow member of CMA and a member of its Governing Council.

Mr. S. Nagendra

A Companion Member of Chartered Institute of Management (UK), MBA (UK) and retired Senior Director of Carsons Cumberbatch PLC.

Dr. J. M. Swaminathan

Attorney-at-Law, a Senior Partner of M/s Julius and Creasy

Role of the Committee

The Audit Committee is empowered to review and monitor the financial reporting process of the Company, in order to assure that adequate safeguards are in-place to provide true and reliable financial information to the Stakeholders of the Company. The duties of the Committee include a detailed review of the Financial Statements, monitoring Financial Management Functions and making recommendations with regard to adequacy of Financial Management procedures, disclosure of accounting policies, discussions with the External Auditors and Tax Consultants and compliance with the requirement laid down by regulatory authorities.

Meetings

During the year under review, the Committee held four (04) meetings, one (01) in each quarter. The proceedings of the Audit Committee Meetings are reported to the Board of Directors. The representatives of Ernst & Young- Chartered Accountants (EY) who carry out the Accounting Consultancy service to the company, attend the meetings by invitation.

During the year, the Committee reviewed and discussed the Quarterly Financial Statements, the Draft Financial Statements of the Company, Report on Solvency of the Company and communication from the External Auditors of the Company and other various compliance requirements.

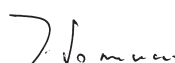
The Committee directs and monitors representatives of EY, Accountants of the Company on Financial Reporting process of the Company. The Committee obtains regular updates from the Accountants on utilization of funds of the Company and provides guidance on efficient Treasury Management and investments.

The Committee has instructed the Accountants of the Company to liaise independently with M/s KPMG, Chartered Accountants, Auditors to the Company. At the conclusion of the Annual Audit of the Company, the Accountants have been requested to explain to the Committee, the methodology and policies/ standards adopted in the audit and the findings of the Audit. The Committee has received a Declaration from the External Auditors of the Company, as required by the Companies Act No.7 of 2007, confirming that they do not have any relationship or interest in the Company, which may have a bearing on their independence, within the definition of the Code of Conduct and Ethics of the Institute of Chartered Accountants of Sri Lanka.

The Committee has recommended to the Board of Directors that M/s KPMG be reappointed as the Auditors of the Company for the financial Year Ending 31st March, 2021, subject to the approval of the Shareholders at the Annual General Meeting.

Conclusion

The Committee is of the view that based on the Report submitted by the External Auditors, subsequent to the Audit carried out by them on the Financial Statement of the Company for the Period Ended 31st March, 2020, adequate controls and procedures are in place to provide a reasonable assurance to the stakeholders that the financial position of the Company is adequately monitored and secured.



T. Someswaran

Chairman-Audit Committee

07th October 2020.

Report of the Related Party Transactions Review Committee

The Related Party Transactions (RPT) Review Committee appointed by the Board comprised of three (03) Members, all of whom were Non-Executive Directors. The Committee is headed by Mr. T Someswaran, Dr. J M Swaminathan and Mr. S Nagendra. The primary purpose of the Related Party Transactions Review Committee is to review the categories of persons who are considered as “related parties” as per the Listing Rules of Colombo Stock Exchange.

Meetings

During the year under review, the Committee held four (04) meetings, one (01) in each quarter as prescribed under the Listing Rules of the Colombo Stock Exchange. The proceedings of the Committee are reported to the Board of Directors who will in turn make the final determination based on the recommendations of the Committee.

In accordance of the said Listing Rules, the Company has formulated a Related Party Transactions Policy. It has also obtained ‘self-declarations’ (prepared in line with the Format set out in the Listing Rules) from each Director and Key Management Personnel of the Company, in order to identify parties related to them. Based on these details disclosed by the Directors, the Company has developed a system that enables the Company to retrieve data on related party transactions throughout the Company’s network.

The aggregate remuneration paid to Directors is set out in Note 20 to the Financial Statements.

Further, in accordance with the RPT Policy, the criteria for identifying the Key Management Personnel (KMP) was established and all Non-Executive Directors of the Board were identified as KMPs in order to establish greater transparency and governance. Also, declarations were obtained from each KMP of the Company for the purpose of identifying parties related to them and to provide annual disclosure.

Related Party Transactions Exceeding 10% of the Equity or 5% of the Total Assets of the Company

In terms of the requirements of the Listing Rules of the Colombo Stock Exchange, the transactions carried out by the Company with the Related Parties during the year ended 31st March, 2020 did not exceed 10% equity or 5% of the Total Assets of the Company as at 31st March, 2020. The details of RPTs are given in note 20 to the Financial Statements.

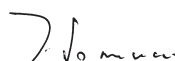
1. Non-Recurrent Related Party Transactions

There were no Non-Recurrent RPTs entered into by the Company, where the aggregate value of the Non-Recurrent RPTs exceeds 10% of the Shareholders’ Equity or 5% of the Total Assets, whichever is lower, of the Company as at 31st March, 2020

2. Recurrent Related Party Transactions

Information pertaining to Recurrent RPTs where the aggregate value of the Recurrent RPTs exceeded 10% of the Gross Revenue/ Income of the Company, as per the Audited Financial Statements are disclosed in Note 22.

Therefore, all Related party transactions relating to recurrent nature which are required under the section 9.3.2 of the Colombo Stock Exchange has been made.



Mr. T Someswaran

Chairman – Related Party Transactions Review Committee

07th October 2020.

Remuneration Committee Report

Composition of the Committee

Remuneration Committee comprises of three (03) Non-Executive Directors. The Chairman of the Committee is Mr. S. Nagendra and the members include Dr. J. M. Swminathan and Mr. T. Someswaran. Representatives of Ernst & Young, Chartered Accountants, the Accountants of the Company, assists the Committee by providing relevant information to facilitate the decision making process.

The primary purpose of the Remuneration Committee is the determination of fees payable to the members of the Board of Directors of the Company based on the Remuneration Policy of the Company. No remuneration is paid to No-Executive Directors of the Company other than the Fees based on their participation at Board and Sub Committee meetings (please confirm). The aggregate remuneration paid to Directors is set out in Note 20 of the Financial Statements. The proceedings of the Committee are reported to the Board of Directors who will in turn make the final determination based on the recommendations of the Committee.

The Committee met once during the year under review and the proceedings of the Committee were reported to the Board for their information and necessary action and were affirmed by the Board.



Mr. S. Nagendra

Chairman – Remuneration Committee

07th October 2020.

Financial Reports

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Independent Auditor's Report



KPMG
(Chartered Accountants)
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TO THE SHAREHOLDERS OF SERENDIB LAND PLC

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Serendib Land PLC ("the Company"), which comprise the statement of financial position as at 31 March 2020, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies as set out on pages 24 to 52 of this Annual Report.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2020, and of its financial performance and its cash flows for the year then ended in accordance with Sri Lanka Accounting Standards.

Basis for Opinion

We conducted our audit in accordance with Sri Lanka Auditing Standards (SLAuSs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by CA Sri Lanka (Code of Ethics) and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Investment Property

Refer to Note 3.3 (accounting policy) and Note 12 (financial statement disclosures) to these financial statements

Risk Description

The Investment property of the Company as at 31 March 2020 comprise of Land with value of Rs.533,630,000/- and Building of Rs.56,000,000/- located in Colombo and represents 94% of total assets. These properties are stated at fair value based on valuations/assessment performed by an independent external valuer in accordance with recognized industry standards.

Valuation of investment property is considered a Key Audit Matter due to the subjective nature of property valuations using level 3 assumptions which depend on the nature of property, its location and expected future net rental values, market yields, value per square foot, market price per perch, capitalisation rates and comparable market transactions. A change in the key assumptions will have a significant impact to the valuation.

Our responses - Our audit procedures included:

- Assessing the objectivity, independence, competence and qualifications of the external valuer.
- Evaluating the appropriateness of the key assumptions applied and conclusions made by the external valuer in deriving the fair value of the properties and comparing the same with evidence of current market values and consultation with internal valuation specialist.
- Assessing the appropriateness of the Valuation techniques used by the external valuer in valuing the properties and the comparability of the values derived from them with the other applicable valuation techniques.
- Discussions with the management and the external valuer in relation to the possible impact on the key assumptions and the resulting valuation due to COVID 19 pandemic.
- Assessing the adequacy and appropriateness of disclosures in relation to fair value of investment properties in the financial statements.

KPMG, a Sri Lankan partnership and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

M.R. Mihular FCA	P.Y.S. Perera FCA	C.P. Jayatilake FCA
T.J.S. Rajakarier FCA	W.W.J.C. Perera FCA	Ms. S. Joseph FCA
Ms. S.M.B. Jayasekara ACA	W.K.D.C. Abeyrathne FCA	S.T.D.L. Perera FCA
G.A.U. Karunaratne FCA	R.M.D.B. Rajapakse FCA	Ms. B.K.D.T.N. Rodrigo FCA
R.H. Rajan FCA	M.N.M. Shameel ACA	Ms. C.T.K.N. Perera ACA
A.M.R.P. Alahakoon ACA		
Principals - S.R.I. Perera FCMA(UK), LLB, Attorney-at-Law, H.S. Goonewardene ACA, Ms. P.M.K. Sumanasekara FCA		

Independent Auditor's Report



Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with Sri Lanka Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SLAuSs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SLAuSs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with ethical requirements in accordance with the Code of Ethics regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Independent Auditor's Report



From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

As required by section 163 (2) of the Companies Act No. 07 of 2007, we have obtained all the information and explanations that were required for the audit and, as far as appears from our examination, proper accounting records have been kept by the Company.

CA Sri Lanka membership number of the engagement partner responsible for signing this independent auditor's report is 2618.

A handwritten signature in black ink, appearing to read 'Kumud', written in a cursive style.

Chartered Accountants

Colombo, Sri Lanka

07th October 2020.

Statement of Profit or Loss and Other Comprehensive Income

For the year ended 31 st March	Note	2020 Rs.	2019 Rs.
Revenue	5	26,374,032	26,374,032
Direct expenses		(1,066,715)	(16,342,288)
Gross profit		25,307,317	10,031,744
Other operating income	6	54,040	108,918
Changes in fair value of investment property	12	63,255,000	-
Administrative expenses		(5,604,715)	(3,179,690)
Profit from operations	7	83,011,642	6,960,972
Net finance income	8	1,902,819	1,293,958
Profit before taxation		84,914,461	8,254,930
Income tax expense	9	(8,360,766)	(1,143,576)
Profit for the year		76,553,695	7,111,354
Other comprehensive income for the year			
- Net change in fair value of financial assets - investment in equity security		(774,255)	(113,563)
Total comprehensive income for the year		75,779,440	6,997,791
Basic earnings per share (Rs.)	10	212.65	19.75

The annexed notes to the financial statement form an integral part of these financial statements.

Figures in brackets indicate deductions.

Statement of Financial Position

As at 31 st March	Note	2020 Rs.	2019 Rs.
Assets			
Investment property	12	589,630,000	526,375,000
Right of use Assets	13	1,109,867	-
Non - current assets		590,739,867	526,375,000
Trade and other receivables	14	13,381,168	6,653,179
Income tax receivable		159,253	1,600,583
Short term investment	15	15,489,736	16,717,806
Investment in Equity Securities	16	3,479,038	4,253,292
Cash and cash equivalents	17	6,387,615	839,455
Current assets		38,896,810	30,064,315
Total assets		629,636,677	556,439,315
Equity			
Stated capital	18	36,000,000	36,000,000
Retained earnings		161,143,151	155,874,960
Financial Assets FVOCI Reserve		(583,084)	191,171
Other reserve		379,982,700	316,727,700
Total equity		576,542,767	508,793,831
Liabilities			
Deferred tax liability	19	39,507,581	34,153,403
Lease liability	21	652	-
Non- current liabilities		39,508,233	34,153,403
Other payables	20	12,347,020	12,158,774
Lease liabilities	21	88	-
Dividend payable		927,561	958,939
Bank overdraft	17	311,008	374,368
Current liabilities		13,585,677	13,492,081
Total liabilities		53,093,910	47,645,484
Total equity and liabilities		629,636,677	556,439,315

The annexed notes to the financial statements form an integral part of these financial statements.

These financial statements are in compliance with the requirements of the Companies Act No. 07 of 2007.



A.R. Walpita

Chief Financial Officer

The Board of Directors are responsible for the preparation and presentation of these financial statements.

Approved and signed for and on behalf of the Board.



S. Nagendra

Director



J.M. Swaminathan

Director

07th October 2020.
Colombo

Statement of Changes In Equity

For the year ended 31 st March 2020	Stated capital Rs.	Other reserve (Note a) Rs.	Financial assets-FVOCI reserve Rs.	Retained earnings Rs.	Total Rs.
Balance as at 01st April 2018	36,000,000	316,727,700	304,734	152,363,606	505,396,040
Profit for the year	-	-	-	7,111,354	7,111,354
Other comprehensive income	-	-	(113,563)	-	(113,563)
Total comprehensive income for the year	-	-	(113,563)	7,111,354	6,997,791
Transactions with the equity owners, recorded directly in equity and distribution to equity owners					
Dividends to equity holders	-	-	-	(3,600,000)	(3,600,000)
Balance as at 31st March 2019	36,000,000	316,727,700	191,171	155,874,960	508,793,831
Adjustment on initial application of SLFRS 16, net of tax	-	-	-	969,496	969,496
Balance as at 01st April 2019	36,000,000	316,727,700	191,171	156,844,456	509,763,327
Profit for the year	-	-	-	76,553,695	76,553,695
Other comprehensive income	-	-	(774,255)	-	(774,255)
Total comprehensive income for the year	-	-	(774,255)	76,553,695	75,779,440
Transactions with the equity owners, recorded directly in equity and distribution to equity owners					
Dividends to equity holders	-	-	-	(9,000,000)	(9,000,000)
Transfer of Fair value gains on investment property	-	63,255,000	-	(63,255,000)	-
Balance as at 31st March 2020	36,000,000	379,982,700	(583,084)	161,143,151	576,542,767

Note a During the financial year, 2015, the Company decided to transfer the fair value gains and losses arising from valuation of investment property from year 2008 amounted to Rs. 95,647,700 from Retained earnings to the Other reserve. During the year 2018, the Company has transferred the fair value gain of Rs. 221,080,000 from Retained earnings to the Other Reserve. The related taxes have not been netted off against the said transfer. During the year 2020, the Company has transferred the fair value gain of Rs. 63,255,000 from Retained earnings to the Other Reserve. The related taxes have not been netted off against the said transfer.

The annexed notes to the financial statements form an integral part of these financial statements.

Figures in brackets indicate deductions.

Statement of Cash Flows

For the year ended 31 st March	2020 Rs.	2019 Rs.
Cash flow from operating activities		
Profit before taxation	84,914,461	8,254,930
Adjustments for:		
Interest income	(1,902,819)	(1,293,958)
Dividend income	(54,040)	(91,527)
Scrap sale	-	(17,391)
Amortization of Right to use asset	18,195	-
Change in fair value of investment property	(63,255,000)	-
Operating profit before working capital changes	19,720,797	6,852,054
Changes in working capital		
(Increase)/Decrease in trade and other receivables	(6,727,989)	(2,086,752)
Increase/(Decrease) in other payables	188,246	10,805,064
Cash generated from operations	13,181,054	15,570,366
Income tax paid	(1,723,083)	(2,304,964)
Net cash (used in)/generated from operating activities	11,457,971	13,265,402
Cash flows from investing activities		
Net decrease in short term investments	1,206,886	(11,438,074)
Interest received	1,924,102	1,159,662
Scrap Sale	-	17,391
Dividend received	54,040	83,742
Net cash from/(used in) investing activities	3,185,028	(10,177,279)
Cash flows from financing activities		
Dividend paid	(9,031,378)	(3,600,000)
Lease Rental Payment	(100)	-
Net cash used in financing activities	(9,031,478)	(3,600,000)
Net (decrease)/increase in cash and cash equivalents	5,611,520	(511,878)
Cash and cash equivalents at the beginning of the year	465,087	976,965
Cash and cash equivalents at the end of the year (Note 17)	6,076,607	465,087

The annexed notes to the financial statements form an integral part of these financial statements.

Figures in brackets indicate deductions.

Notes to the Financial Statements

1 REPORTING ENTITY

1.1 Domicile and Legal Form

Serendib Land PLC (the "Company"), is a public, limited liability company incorporated on 16th October 2008 and domiciled in Sri Lanka and presently regulated under the Companies Act No. 07 of 2007. The Registered Office and the principal place of business of the Company are located at No. 9/5, Thambiah Avenue, Colombo 07.

1.2 Principal Activities and Nature of Operations

The principal activity of the Company is renting and development of properties.

There were no significant changes in the nature of principal activities of the Company during the financial year.

1.3 Parent Enterprise and Ultimate Parent Enterprise

There is no distinguishable enterprise to be identified as parent Company.

1.4 Number of Employees

The Company did not have its own employees during the year. The Management and finance functions of the Company have been outsourced.

2 BASIS OF PREPARATION

2.1 Statement of Compliance

The Statement of Financial Position, Statement of Profit or loss and other Comprehensive Income, Changes in Equity and Statement of Cash flows, together with the notes, (the "Financial Statements") of the Company as at 31st March 2020 and for the year then ended have been prepared in accordance with new Sri Lanka Accounting Standards (SLAS) prefixed both SLFRS (corresponding to IFRS) and LKAS (corresponding to IAS), promulgated by the Institute of Chartered Accountants of Sri Lanka and complies with the requirements of the Companies Act No 07 of 2007.

This is the first set of Financial Statements in which SLFRS 16 – Lease has been applied. The related changes to significant accounting policies are described in Note 03.

2.2 Basis of Measurement

The Financial Statements have been prepared on the historical cost basis and applied consistently

which no adjustments being made for inflationary factors affecting the financial statements, except for the following material items in the statement of financial position:

- Financial assets measured at fair value through other comprehensive income measured at fair value.
- Investment property is measured at fair value;

2.3 Comparative Information

The previous year figures and phrases have been reclassified whenever necessary to confirm to the current year presentation.

2.4 Functional and Presentation Currency

All values presented in the Financial Statements are in Sri Lankan Rupees and rounded to the nearest rupee value.

2.5 Use of Estimate and Judgment

The preparation of the Financial Statements in conformity with SLAS's requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

- ❖ Current taxation (Note 3.2.a)
- ❖ Deferred taxation (Note 3.2.b)
- ❖ Investment property (Note 3.3)
- ❖ Provisions (Note 3.6)

3 SIGNIFICANT ACCOUNTING POLICIES

3.1 Foreign Currency Translations

Transactions in foreign currencies are translated to the functional currency at the exchange rates

Notes to the Financial Statements

at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortized cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortized cost in foreign currency translated at the exchange rate at the end of the reporting period.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on retranslation are recognized in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

3.2 Income Tax Expenses

Income tax expense comprises of current & deferred tax expense recognized in the profit or loss.

a) Current Taxation

The Company's liability to taxation has been computed in accordance with the provisions of the Inland Revenue Act No 24 of 2017 and amendments thereto.

b) Deferred Taxation

Deferred taxation is provided using the balance sheet liability method, providing for temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected realization or settlement of assets and liabilities using tax rate enacted at the reporting date.

A Deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the assets can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

ASSETS AND BASES OF THEIR VALUATION

Assets classified as current assets in the statement of financial position are cash and those, which are expected to be realized in cash during the normal operating cycle of the Company or within one year from the reporting date whichever is shorter.

3.3 Investment property

Investment property is a property held either to earn rental income or capital appreciation or both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment property is measured at cost on initial recognition and subsequently at fair value with any change therein is recognized in profit or loss.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalized borrowing costs.

Any gain or loss on disposal of an investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognized in profit or loss. When an investment property that was previously classified as property, plant and equipment is sold, any related amount included in the revaluation reserve is transferred to retained earnings.

When the use of a property changes such that it is reclassified as property, plant and equipment, its fair value at the date of reclassification becomes its cost for subsequent accounting.

Determining Fair value

An external, independent valuer, having appropriate recognized professional qualifications and recent experience in the location and category of property being valued, values the Company's investment property portfolio every 3 years or more frequently. When the fair values are substantially different from carrying amounts, to ensure that the carrying amounts do not differ from the fair values as at the reporting date. In financial periods within that period the fair value is determined by the directors.

The fair values are based on market values, being the estimated amount for which a property could be exchanged on the date of the valuation between

Notes to the Financial Statements

a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably.

3.4 Leases

3.4.1 Application as per SLFRS 16 (Policy Applicable from 01st April 2019)

With effect from 01st April 2019, the Company applies this standard to contracts that were previously identified as leases applying LKAS 17 and IFRIC 4, without reassessing whether a contract contains a lease at the date of initial application as a practical expedient. For the contracts entered on or after the effective date of transition, the Company assesses at the inception of a contract, whether a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration as per the guidelines of SLFRS 16. This assessment considers whether, throughout the period of use, the lessee has both the right to obtain all of the economic benefits from the use of the identified asset and the right to direct how and for what purpose the identified asset is used.

After the assessment of whether a contract is, or contains, a lease, the Company determines whether it contains additional lease or non-lease (service) components based on the detailed guidance provided in SLFRS 16. Accordingly, the right to use of an identifying asset is a separate lease component if the lessee can benefit from the use of underlying asset either on its own or together with other resources readily available to the lessee and the underlying asset is neither highly dependent on, nor highly interrelated with, the other underlying assets in the contract.

3.4.1.1 Company as a lessee

As per SLFRS 16, when the Company has determined that a contract contains a lease component and one or more additional lease components or non-lease components, the consideration in the contract is allocated to each lease component on the basis of relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

At the commencement date, the Company recognizes right-of-use of an asset and a lease liability which is

measured at the present value of the lease payments that are payable on that date. Lease payments are discounted using the IBR.

After initial recognition, the Company applies cost model for the right-of-use of an asset and depreciate the asset from commencement date to the end of the useful life of the underlying asset. Where the right does not transfer the ownership of the asset, the Company depreciates it from commencement date to the earlier of the end of the useful life of the right-of-use asset or end of the lease term. In addition, interest expense on the lease liability is recognized in the profit or loss.

3.4.1.2 Company as a lessor

Similar to above, at the commencement of the contract, the Company determines whether the contract contains a lease component and one or more additional lease components or non-lease components. When there is one or more additional lease or non lease component, the Company allocates consideration based on the guidelines given in SLFRS 15.

However, SLFRS 16 largely retains the lessor accounting requirements in LKAS 17 and classification of leases is based on the extent to which risks and rewards incidental to ownership of leased asset lie with the lessor or lessee.

3.4.1.3 Finance leases – Company as a lessor

As per SLFRS 16, a lease which transfers substantially all the risks and rewards incidental to ownership of an underlying asset is classified as a finance lease. At the commencement date, the Company recognizes assets held under finance lease in the SOFP and present them as a lease receivable at an amount equal to the net investment in the lease. Net investment in the lease is arrived by discounting lease payments receivable at the interest rate implicit in the lease, i.e. the rate which causes present value of lease payments to equal to the fair value of the underlying asset and initial direct costs. The Company's net investment in lease is included in notes to financial statements. The finance income receivable is recognized in "interest income" over the periods of the leases so as to achieve a constant rate of return on the net investment in the leases.

Notes to the Financial Statements

3.4.1.4 Operating leases – Company as a lessor

As per SLFRS 16, a lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset. The Company recognizes lease payments from operating leases as income on straight line basis. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

3.4.2 Application as per LKAS 17 (Policy Applicable up to 31st March 2019)

3.4.2.1 Finance Leases

3.4.2.1.1 Finance Leases – Company as a Lessee

Finance leases that transfer substantially all risks and benefits incidental to ownership of the leased item to the Company, are classified as finance leases and capitalized at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

3.4.2.1.2 Finance Leases – Company as a Lessor

When the Company is the lessor under finance leases the amounts due under the leases, after deduction of Unearned charges are included in 'Lease rentals receivables, as appropriate. The finance income receivable is recognized in 'interest income' over the periods of the leases so as to give a constant rate of return on the net investment in the leases.

3.4.2.2 Operating Leases

3.4.2.2.1 Operating Leases – Company as a Lessee

Leases that do not transfer to the Company substantially all risks and benefits incidental to ownership of the leased assets are operating leases. Operating lease payments are recognized as an expense in the Income Statement on a straight-line basis over the lease term. Contingent rental payable is recognized as an expense in the period in which they are incurred.

3.4.2.2.2 Operating Leases – Company as a Lessor

Leases where the Company does not transfer substantially all risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income.

Contingent rents are recognized as revenue in the period in which they are earned.

3.4.2.2.3 Rental Income and Expenses

Rental income and expense are recognized in profit or loss on an accrual basis.

3.5 Financial Instruments

3.5.1 Recognition and initial measurement

Trade receivables are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

3.5.2 Classification and Subsequent Measurement

On initial recognition, a financial asset is classified as measured at: amortized cost; FVOCI - debt investment; FVOCI equity investment; or FVTPL.

Notes to the Financial Statements

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount of outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

3.5.3 Business model assessment:

The Company makes an assessment of the objective of the business model in which a financial asset is

held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered include;

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual income, maintain a particular interest rate profile, matching the duration of the financial asset to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the asset;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risk that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of business are compensated – eg: whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reason for such sales are expectations about future sales activity

Transfers of financial assets to third parties in transaction that do not qualify for de- recognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on fair value basis are measured at FVTPL.

3.5.4 Assessment whether contractual cash flows are solely payments of principal and interest:

For the purpose of this assessment, "principal" is defined as the fair value of the financial asset on initial recognition, "interest" is defined as the consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and cost (example liquidity risk and administrative costs), as well as a profit margin.

Notes to the Financial Statements

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This include assessing whether the financial assets contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition in making assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

3.5.5 Financial assets - Subsequent measurement and gains and losses: Policy applicable from 01st April 2018

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.
Financial assets at amortized	These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss.

3.5.6 Financial liabilities - Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as heldfor-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

Notes to the Financial Statements

3.5.7 De-recognition

3.5.7.1 Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognized in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

3.5.7.2 Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

3.5.7.3 Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

3.5.8 Impairment Provision:

3.5.8.1 Non-derivative financial assets - Financial instruments and contract assets

Loss allowances for trade receivables is always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realizing security (if any is held); or
- the financial asset is more than 180 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

3.5.8.2 Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

"ECLs are discounted at the effective interest rate of the financial asset."

3.5.8.3 Credit-Impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortized cost

Notes to the Financial Statements

and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or being more than 180 days past due;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

3.5.8.4 *Presentation of allowance for ECL in the statement of financial position*

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

3.5.8.5 *Write-off*

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Company has a policy of writing off the gross carrying amount when the financial asset is 180 days past due based on historical experience of recoveries of similar assets. For corporate customers, the Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures to recovery of amounts due.

LIABILITIES AND PROVISIONS

Liabilities classified as Current Liabilities in the

statement of financial position are those obligations payable on demand or within one year from the reporting date. All other liabilities are classified as non-current liabilities.

All known liabilities have been accounted for in preparing the financial statements. Provision and liabilities are recognized when the Company has a legal or constructive obligation as a result of past events and it is probable that an outflow of economic benefits will be required to settle the obligation.

3.6 Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

3.7 Commitment and Contingencies

Contingent Liabilities are possible obligations whose existence will be confirmed only by occurrence or non-occurrence of uncertain future events not wholly within the control of the Company or present obligations where the transfer of economic benefits is not probable or cannot be reliably measured. Capital Commitments and Contingent Liabilities of the Company are disclosed in the respective notes to the Financial Statements

3.8 Fair Value Measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:™
In the principal market for the asset or liability, or

In the absence of a principal market, in the most advantageous market for the asset or liability The principal or the most advantageous market must be accessible to the Company. The fair value of an asset or a liability is measured using the assumptions

Notes to the Financial Statements

that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. External professional valuers are involved for valuation of significant assets such as land and building.

FAIR VALUE HIERARCHY

The Company measures the fair value using the following fair value hierarchy, which reflects the significance of the inputs used in making the measurement.

LEVEL 1

Inputs that are unadjusted quoted market prices in an active market for identical instruments. When available, the Company measures the fair value of an instrument using active quoted prices or dealer price quotations (assets and long positions are measured at a bid price; liabilities and short positions are measured at an ask price), without any deduction for transaction costs. A market is regarded as active if transactions for asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

LEVEL 2

Inputs other than quoted prices included within Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using; (a) quoted market prices in active markets for similar instruments, (b) quoted prices for identical or similar instruments in markets that are considered to be less active, or (c) other valuation techniques in which almost all significant inputs are directly or indirectly observable from market data.

LEVEL 3

Inputs that are unobservable. This category includes all instruments for which the valuation technique includes inputs not based on observable data and

the unobservable inputs have a significant effect on the instrument's value. Valuation techniques include net present value and discounted cash flow models comparisons with similar instruments for which observable market prices exist, option pricing models and other valuation models.

Assumptions and inputs used in valuation techniques include risk-free and benchmark interest rates, risk premiums in estimating discount rates, bond and equity prices, foreign exchange rates, expected price volatilities and corrections.

Observable prices or model inputs such as market interest rates are usually available in the market for listed equity securities and government securities such as treasury bills and bonds. Availability of observable prices and model inputs reduces the need for management judgment and estimation while reducing uncertainty associated in determining the fair values.

Models are adjusted to reflect the spread for bid and ask prices to reflect costs to close out positions, credit and debit valuation adjustments, liquidity spread and limitations in the models. Also profit or loss calculated when such financial instruments are first recorded ("Day V profit or loss") is deferred and recognized only when the inputs become observable or on recognition of the instrument.

STATEMENT OF PROFIT OR LOSS

3.9 Revenue Recognition- SLFRS 15 Revenue from Contracts with Customers

a. Rental Income

Revenue represents the rental income derived from letting of the Company's premises. Rental income is accrued on a time proportion basis.

b. Other income

Other income is recognized on an accrual basis.

3.10 Finance Income and Expense

Interest income and expenses are recognized in profit or loss using the effective interest method. The effective interest rate is the rate that exactly discounts the estimated future cash receipts or payments through the expected life of the financial asset or liabilities (or, where appropriate, a shorter

Notes to the Financial Statements

period) to the carrying amount of the financial asset or liabilities. When calculating the effective interest rate, the Company estimates future cash flows considering all contractual terms of the financial instrument, but not future credit losses.

The calculation of the effective interest rate includes all transaction costs and fees and points paid or received that are an integral part of the effective interest rate. Transaction costs include incremental costs that are directly attributable to the acquisition or issue of a financial asset or liability.

3.11 Expenditure Recognition

Expenditure is recognized in the financial statements as they are incurred and recognized on an accrual basis.

a. Operating Expenses

All expenditure incurred in the running of the business and in maintaining the Property, plant and equipment in a state of efficiency has been charged to the profit or loss.

b. Borrowing Cost

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in profit or loss using the effective interest method.

3.12 STATEMENT OF CASH FLOWS

The Statement of cash flows has been prepared using the Indirect Method of preparing Cash Flows in accordance with the Sri Lanka Accounting Standard (LKAS) 7, Statement of cash flows.

Cash and cash equivalents comprise short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. The cash and cash equivalents include cash in-hand, balances with banks and short-term deposits with banks.

4 CHANGERS IN ACCOUNTING POLICIES AND AMENDMENTS TO ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

4.1 New and amended standards and interpretations

In these Financial Statements, the Company has applied SLFRS 16, which is effective for the annual

reporting periods beginning on or after 1st April 2019 for the first time. A number of new standards are also effective from 1st April 2019 but they do not have material effect on the Company's Financial Statements. The Company has not early adopted any other accounting standard, interpretation or amendment that has been issued but not effective.

4.1.1 SLFRS 16 – Leases

SLFRS 16 issued in 2016, supersedes LKAS 17, IFRIC 4 on "Determining whether an arrangement contains a Lease", SIC-15 on "Operating Leases – Incentives" and SIC-27 on "Evaluating the substance of transactions involving the legal form of a lease". SLFRS 16 sets out the principles for the recognition, measurement, presentation, and disclosure of leases and requires lessees to recognize most leases on the SOFP.

One of the most notable aspects of SLFRS 16 is that the lessee and lessor accounting models are asymmetrical. SLFRS 16 has retained LKAS 17's finance lease/operating lease distinction for lessors but this distinction is no longer relevant for lessees. Hence, the changes introduced in SLFRS 16 are not significant in respect of contracts in which the Company is the lessor. However, SLFRS 16 has introduced fundamental changes to accounting principles when the Company becomes the lessee of the contract.

The Company adopted SLFRS 16 using the modified retrospective method under which the cumulative effect of initial application is recognized in retained earnings as at 1st April 2019. Accordingly, the comparative information presented for 2018/19 is not restated. I.e. it is presented as previously reported under LKAS 17 and related interpretations. The details of the change in accounting policy are disclosed below. Additionally, the disclosure requirements in SLFRS 16 have not been generally applied to comparative information.

The Company recognizes a lease liability at the date of initial application for lease previously classified as operating leases applying LKAS 17. The lessee shall measure that lease liability at the present value of the remaining lease payments, discounted using the lessee's IBR at the date of initial application. The

Notes to the Financial Statements

Company recognizes as right of use asset at the date of initial application for leases previously classified as operating leases applying LKAS 17. The Company opted to measure the right of use asset at an amount equal to the lease liability, on a lease by lease basis, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the SFOP immediately before the date of initial application. The key changes SLFRS 16 are set out below.

4.1.2 Definition of a lease

Previously, the Company determined at contract inception whether an arrangement was or contained a lease under IFRIC 4 Determining whether an Arrangement contains a Lease. The Company now assesses whether a contract is or contains a lease based on the definition of a lease.

On transition to SLFRS 16, the Company elected to apply the practical expedient to grandfather the assessment of which transactions are leases. The Company applied SLFRS 16 only to contracts that were previously identified as leases. Contracts that were not identified as leases under LKAS 17 and IFRIC 4 were not reassessed for whether there is a lease under SLFRS 16. Therefore, the definition of a lease under SLFRS 16 was applied only to contracts entered into or changed on or after 1 April 2019.

4.1.3 Changes to identification of leases

SLFRS 16 has changed the recognition of leases by replacing the 'risk and reward' model in LKAS 17 with a 'right-of-use' model for lessees. The Company determines whether a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

SLFRS 16 introduces a single on-balance sheet model for lessees similar to the accounting for finance lease under LKAS 17. Accordingly, leases within the scope of SLFRS 16 are brought on to the balance sheet recognizing a 'right-of-use' asset and related lease liability. As a result, the portion of off-balance sheet finance kept in the form of operating lease is recognized on balance sheet, except for short-term leases (lease term 12 months or less) and leases of low value.

4.1.4 Separating components of a contract

The Company determines, the right to use an underlying asset is a separate lease component if both of the following criteria are met.

- The lessee can benefit from use of the asset either on its own or together with other resources that are available to the lessee.
- The underlying asset is neither dependent on, nor highly interrelated with, the other underlying assets in the contract.

For contracts in which the Company becomes the lessee, the consideration in the contract is allocated to each lease component on the basis of the relative standalone price of the lease component and the aggregate standalone price of the non-lease components. On the other hand, when the Company is the lessor, the guidance given in Sri Lanka Accounting Standard – SLFRS 15 on "Revenue from Contracts with Customers" (SLFRS 15) is applied to allocate transaction price to separate components.

4.1.5 Determination of lease term

All lease liabilities are to be measured with reference to the estimate of lease term. Accordingly, the Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In this assessment, the Company considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company reassesses whether it is reasonably certain to exercise an extension option, or not to exercise a termination option, only upon the occurrence of a significant event or significant change in circumstances that are within the control of the Company as a lessee. In addition, as per SLFRS 16, the Company revises lease term only if there is a change in the non-cancellable period of lease.

Notes to the Financial Statements

4.2 Amendments to Accounting Standards issued but not yet effective

Several amendments to Accounting Standards are effective for annual financial periods beginning on or after 01st April 2020, and earlier application is permitted. However, the Company has not early adopted the following amendments to Accounting Standards in preparing these Consolidated Financial Statements as they are not expected to have a significant impact on the Company's Financial Statements.

4.2.1 Amendments to SLFRS 3: Definition of a Business

In November 2018, the CA Sri Lanka issued amendments to the definition of a business in SLFRS 3 to help entities determine whether an acquired set of activities and assets is a business or not. These amendments clarify the minimum requirements for a business, remove the assessment of whether market participants are capable of replacing any missing elements, and add guidance to help entities assess whether an acquired process is substantive, narrow the definitions of a business and of outputs, and introduce an optional fair value concentration test. New illustrative examples were provided along with the amendments.

The Company shall apply these amendments to business combinations prospectively for annual financial periods beginning on or after 01st April 2020, if the asset acquisitions occur on or after the beginning of that period.

4.2.2 Amendments to LKAS 1 and LKAS 8: Definition of Material

In November 2018, the CA Sri Lanka issued amendments to LKAS 1 and Sri Lanka Accounting Standard – LKAS 8 on “Accounting Policies, Changes in Accounting Estimates and Errors” to align the definition of ‘material’ across the standards and to clarify certain aspects of the term ‘definition’. The new definition states that, ‘Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose Financial Statements make on the basis of those Financial Statements, which provide financial information about a specific reporting entity.’ The Company shall apply those

amendments prospectively for annual financial periods beginning on or after 01st April 2020.

4.2.3 Amendments to the conceptual framework for financial reporting

CA Sri Lanka has issued a revised Conceptual Framework which will be used in standard setting decisions with immediate effect. Key changes include:

- increasing the prominence of stewardship in the objective of financial reporting
- reinstating prudence as a component of neutrality
- defining a reporting entity, which may be a legal entity, or a portion of an entity
- revising the definitions of an asset and a liability
- removing the probability threshold for recognition and adding guidance on derecognition
- adding guidance on different measurement basis, and
- Stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the financial statements.

No changes will be made to any of the current Accounting Standards. However, if the Company relies on the framework in determining certain accounting policies for transactions, events or conditions that are not otherwise dealt with under the accounting standards will need to apply the revised framework from 01st April 2020. The Company will need to consider whether those accounting policies are still appropriate under the revised Framework.

Notes to the Financial Statements

For the year ended 31 st March		2020 Rs.	2019 Rs.
5. REVENUE			
	Rental income from investment properties	26,374,032	26,374,032
		26,374,032	26,374,032
6. OTHER OPERATING INCOME			
	Dividend income	54,040	91,527
	Scrap Sale	-	17,391
		54,040	108,918
7. PROFIT FROM OPERATIONS			
	Profit from operations is stated after charging all expenses including the following:		
	Directors' fee	800,000	900,000
	Accounting fee	1,596,797	987,502
	Secretarial fee	234,526	201,982
	Auditors' remuneration		
	- Statutory audit	275,000	250,000
	- Non audit services	210,472	218,038
	The Company did not employ any staff during the year.		
8. NET FINANCE INCOME			
	Finance income		
	Interest income	1,902,919	1,293,958
	Finance expense		
	Lease interest	(100)	-
		1,902,819	1,293,958
9. INCOME TAX EXPENSE			
	Current income tax		
	Current tax on profits (Note 9.1)	3,164,413	1,143,576
	Deferred tax charge		
	Origination of deferred tax liabilities (Note 19.1)	5,196,353	-
		8,360,766	1,143,576
9.1 Tax reconciliation statement			
	Profit before taxation	84,914,461	8,254,930
	Dividend income	(54,040)	(91,527)
	Changes in fair value of Investment Property	(63,255,000)	-
	Interest income	(1,902,919)	(1,293,958)
	Disallowable expenses	657,724	5,000
	Statutory income from business	20,360,226	6,874,445
	Non-business income	1,902,919	1,293,958
	Taxable income	22,263,145	8,168,403
	Income tax @ 14% (2019 - 14%)	3,050,238	962,422
	Income tax @ 24% (2019 - 14%)	114,175	181,154
	Current tax on profit	3,164,413	1,143,576

As per the Inland Revenue Act No.24 of 2017, which became effective from 01st April 2018, the Company will be also liable for tax at the rate of 28%. Since the revenue of the Company is below Rs. 500 Mn, the Company is entitled to a concessionary tax rate of 14% (2019 - 14%) on operational profits. Investment income is taxable at 24%(2019- 14%). Furthermore the Company applied the Notice PN/IT/2020 dated 06th May 2020 issued by the Commissioner General of Inland Revenue when arriving at the tax liability for the year of assessment 2019/2020. Further difference between computing current tax liability using the propose rate and existing has an immaterial impact on the Financial Statements.

Notes to the Financial Statements

10. EARNINGS PER SHARE

The earnings per share is based on the net profit after taxation for the year attributable to ordinary shareholders divided by the weighted average number of ordinary shares issued during the year.

For the year ended 31 st March	2020 Rs.	2019 Rs.
Profit after taxation attributable to ordinary shareholders (Rs.)	76,553,695	7,111,354
Weighted average number of ordinary shares	360,000	360,000
Earnings per share (Rs.)	212.65	19.75

10.1 Diluted earnings per share

There was no potential dilution as at year end. Therefore, diluted earnings per share is the same as basic earnings per share as shown above.

For the Year ended 31 st March	2020 Rs.	2019 Rs.
11. DIVIDEND PER SHARE		
Proposed dividend (Note 29)	9,000,000	9,000,000
Weighted average number of ordinary shares	360,000	360,000
Dividend per ordinary share	25	25

12. INVESTMENT PROPERTY	Land Rs.	Building Rs.	Total Rs.
Balance as at 01 st April 2018	481,875,000	44,500,000	526,375,000
Fair Value Gain/(Loss)	-	-	-
Balance as at 31 st March 2019	481,875,000	44,500,000	526,375,000
Balance as at 01 st April 2019	481,875,000	44,500,000	526,375,000
Fair Value Gain/(Loss)	51,755,000	11,500,000	63,255,000
Balance as at 31st March 2020	533,630,000	56,000,000	589,630,000

12.1 Investment property carried at fair value

Location	Extent	No. of build-ings	Method of Valuation	Date of Valuation	Valuer	Revalued amount of investment property (Rs.) 2020	Carrying amount of investment property (Rs.) 2019
No.75, Kumaran Rathnam Road, Slave Island, Colombo 02 - Lease Hold Land - Building	20.2 p 20,000 sq.ft	- 1	Market comparable method	3/31/2020	Mr. P.B. Kalugalagedara (F.I.V.)	294,370,000 56,000,000	268,250,000 44,500,000
No.72, Kew Road, Slave Island, Colombo 02 - Land	12.0 p	-	Market comparable method	3/31/2020	Mr. P.B.Kalugalagedara (F.I.V.)	168,000,000	150,000,000
No.70, Kew Road, Slave Island, Colombo 02 - Land	1.93 p	-	Market comparable method	3/31/2020	Mr. P.B.Kalugalagedara (F.I.V.)	27,020,000	24,125,000
No.20, Sri Murugan Street, Colombo 2 - Land	3.16 p	-	Market comparable method	3/31/2020	Mr. P.B.Kalugalagedara (F.I.V.)	44,240,000	39,500,000
						589,630,000	526,375,000

Notes to the Financial Statements

Measurement of fair value

Investment properties of the Company are accounted for on the fair value model. The value has been determined on the fair value basis using market evidence. The last valuation was carried out by a independent professional Valuer Mr.P.B. Kalugalagedara (F.I.V.); an Incorporated Valuer & Assessor, Associate Institute of Valuers, Sri Lanka as at 31st March 2020.

Valuation Technique - Market comparable method

This method considers the selling price of a similar property within a reasonably recent period of time in determining the fair value of the property being revalued. This involves evaluation of recent active market prices of similar assets, making appropriate adjustments for differences in size, nature, location, condition of specific property. In this process, outlier transactions, indicative of particularly motivated buyers or sellers are too compensated for since the price may not adequately reflect the fair market value.

Investment property comprises Land owned by the Company and a Building constructed by the Company on land obtained on a 99 year lease from 1982.

The fair value of land No 20, 70 and 72 were assessed using the open market value as at 31 March 2020 at the rate of Rs. 14,000,000 per perch.

The fair value of the land was based on a valuation made by Mr.P.B.Kalugalagedara (F.I.V.); an Incorporated Valuer & Assessor, Associate Institute of Valuers, Sri Lanka as at 31st March 2020.

The fair value of land and building No 75 as at 31st March 2020 was assessed using both open market value and income approach. The fair value of land and building based on the rental income at the discount rate of 5.5% for 58 years was Rs. 260,765,505 and The fair value of land and buildings based on the open market value was Rs. 350,370,000 at the rate of Rs.16,500,000 per perch. However, the market value has been taken for the accounts. Investment property, yielded rental income of Rs. 26,374,032/- (2019 - Rs.26,374,032/-).

Company has used the level 3 information's in fair value hierarchy as at 31st March 2020 to revalue the investment properties.

12.2 Significant unobservable inputs used in measuring fair value

The table below sets out the significant unobservable inputs used in measuring land and building categorised as level 3 in the fair value hierarchy as at 31st March 2020.

Location	Method of Valuation	Significant unobservable inputs	Range of estimates for unobservable inputs	Estimated fair value would increase or (decrease) if
No.75, Kumaran Rathnam Road, Slave Island, Colombo 02 - Lease Hold Land	Market comparable method	Land - Price per perch	Rs.16,500,000/=	Price per perch for land increased, (decreased)
- Building		Building - Price per square feet	Rs. 2,500/= to Rs.3,500/=	Price per square feet for building increased, (decreased)
No.72, Kew Road, Slave Island, Colombo 02 - Land	Market comparable method	Land - Price per perch	Rs.14,000,000/=	Price per perch for land increased, (decreased)
No.70, Kew Road, Slave Island, Colombo 02 - Land	Market comparable method	Land - Price per perch	Rs.14,000,000/=	Price per perch for land increased, (decreased)
No.20, Sri Murugan Street, Colombo 02 - Land	Market comparable method	Land - Price per perch	Rs.14,000,000/=	Price per perch for land increased, (decreased)

Notes to the Financial Statements

12.3 Operating Expenses

The Company has generated a rental income of Rs. 26,374,032/- for the year ended 31st March 2020 (2019- Rs. 26,374,032/-) and also company has incurred 1.06 Mn as CMC Rates in 2020 (2019- Rs. 13.20 Mn as Repair expenses and Rs. 3 Mn as CMC rates and other legal, stamp duty charges).

The Company has not incurred any direct operating expenses in relation to investment property that did not generate rental income during the period

As at 31 st March		2020	2019
		Rs.	Rs.
13.	RIGHT OF USE ASSETS		
13.1	MOVEMENT DURING THE YEAR		
	Cost or valuation		
	Balance as at 01st April 2019		
	Recognition of operating leases under SLFRS 16	1,128,062	-
	Additions during the year	-	-
	Balance as at 31st March 2020	1,128,062	-
	Accumulated depreciation / impairment		
	Balance as at 01st April 2019		
	Charge for the year	(18,195)	-
	Balance as at 31 st March 2020	(18,195)	-
	Carrying value		
	As at 31 March 2020	1,109,867	-

The Company has tested its right-of-use assets for impairment on the date of transition and has concluded that there is no indication that the right-of-use assets are impaired.

As at 31 st March		2020	2019
		Rs.	Rs.
14.	TRADE AND OTHER RECEIVABLES		
	Trade Receivables - Janashakthi Insurance PLC	12,034,818	5,370,786
	Prepayments	971,351	856,404
	Refundable deposits	375,000	375,000
	VAT Input	-	43,203
	Dividend receivable	-	7,785
		13,381,169	6,653,179
15.	SHORT TERM INVESTMENTS		
	Fixed deposits	15,489,736	16,717,806
		15,489,736	16,717,806

Notes to the Financial Statements

16. INVESTMENT IN EQUITY SECURITY (FVOCI)

Quoted investments	2020			2019		
	Number of shares Rs.	Carrying value Rs.	Market Price Rs.	Number of shares Rs.	Carrying value Rs.	Market Price Rs.
Bukit Darah PLC	10,380	3,784,900	1,868,400	10,380	3,784,900	2,076,000
John Keells Holdings PLC	13,957	1,922,803	1,610,638	13,957	1,922,803	2,177,292
	24,337	5,707,703	3,479,038	24,337	5,707,703	4,253,292

16.1 Company has used Direct market price as at 31 March 2020 to revalue the share investment.

As at 31 st March		2020 Rs.	2019 Rs.
17.	CASH AND CASH EQUIVALENTS		
	Cash at bank	6,387,615	839,455
	Cash and cash equivalents in the Statement Of Financial Position	6,387,615	839,455
	Bank overdraft	(311,008)	(374,368)
	Cash and cash equivalents as per statement of cash flows	6,076,607	465,087
18.	STATED CAPITAL		
	Issued & fully paid		
	360,000 Ordinary shares	36,000,000	36,000,000
	The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.		
19.	DEFERRED TAX LIABILITY		
	Deferred tax liability (Note 19.1)	39,507,581	34,153,403
19.1	Deferred tax liability		
	Balance at the beginning of the year	34,153,403	34,153,403
	Deferred Tax on SLFRS 16 Transitional Adjustments	157,825	-
	Tax on revaluation surplus on freehold land	5,198,900	-
	Tax on right to use asset	(2,547)	-
	Balance at the end of the year	39,507,581	34,153,403

Deferred tax liabilities are attributable to the following:

	2020		2019	
	Temporary difference Rs.	Tax effect Rs.	Temporary difference Rs.	Tax effect Rs.
Deferred tax liability				
Revaluation surplus on freehold land (12)	225,087,879	31,512,303	199,452,879	27,923,403
Investment property - building	56,000,000	7,840,000	44,500,000	6,230,000
Right to use asset	1,109,026	155,278	-	-
	282,197,005	39,507,581	243,952,879	34,153,403

19.2 As per the Inland Revenue Act No 24 of 2017 which has been legislated and effective from 1 April 2018, the Company will be liable for capital gain tax at a rate of 14% on the revaluation surplus in excess of the acquired cost of capital assets. Accordingly, deferred tax liability on revaluation surplus in excess of the cost of the land of Rs. 3,588,900- has been recognized in profit or loss.

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	2020 Rs.	2019 Rs.
20. OTHER PAYABLES		
Valuation fees payable	60,000	-
Audit fees payable	275,000	285,000
Accounting fee payable	113,400	-
Secretarial fee payable	45,000	45,000
NBT payable	-	36,720
Refundable Deposit (20.1)	10,800,000	10,800,000
Deferred revenue (20.2)	990,000	918,000
Other payable	63,620	74,054
	12,347,020	12,158,774

20.1 Refundable deposit Rs. 10.8 Mn comprises the amount paid in advanced by Janashakthi Insurance PLC (tenant) as refundable value at the maturity of rent agreement.

20.2 When monthly invoices are raised mid-month, the portion of revenue related to the next financial year is accounted for as Deferred revenue as at the reporting date.

	2020 Rs.	2019 Rs.
21. LEASE LIABILITIES		
21.1 MOVEMENT OF LEASE LIABILITIES		
Balance as at 01.04.2019		
Recognition of operating lease liability under SLFRS 16	740	-
Payment of lease liabilities	(100)	-
New Leases during the period	-	-
Interest expense charged to income statement	100	-
Balance as at 31.03.2020	740	-
Current portion of lease liabilities	88	-
Non current portion of lease liabilities	652	-

21.2 DETAILS OF LEASE LIABILITIES RECOGNISED DUE TO ROU ASSETS

Investment property comprises Land owned by the Company and a Building constructed by the Company on land obtained on a 99 year lease from 1982

Notes to the Financial Statements

22. Related party disclosures

The Company carried out transactions in ordinary course of its business on an arm's length with the parties who are defined as related parties in Sri Lanka Accounting standard (LKAS - 24 "Related party disclosures") the details of which are reported below.

Key Management Personnel ("KMP")

Key Management Personnel (KMP) are those persons having authority and responsibility for planning, directing and controlling the activities directly or indirectly. Accordingly the KMP include members of the Board of Directors of the Company.

22.1 Transactions with Key Management Personnel ("KMP")

For the year ended 31 st March		2020 Rs.	2019 Rs.
COMPENSATION TO KMPS			
Short term employment benefits		800,000	900,000
Post-employment benefits		NIL	NIL
Total		800,000	900,000

22.2 Transactions with related parties

Name of related party	Relationship	Nature of transaction	Aggregate value of Related Party Transactions entered into during the financial year 2020 (Rs.)	Aggregate value of Related Party Transactions as a % of Net Revenue/ Income	Aggregate value of Related Party Transactions entered into during the financial year 2019 (Rs.)	Aggregate value of Related Party Transactions as a % of Net Revenue/ Income
Janashakthi Insurance PLC	Affiliated Company	Rental income	21,870,000	100	21,600,000	100
		SLFRS 16-Adjustment	4,504,032		4,774,032	

Terms and Conditions of the Related Party Transactions are determined based on the lease agreement. This note should be read in conjunction with note 20.1 to this Annual Statements.

23. Fair Value of Assets and Liabilities

23.1 Assets and Liabilities Measured at Fair Value and Fair Value Hierarchy

The following table provides an analysis of assets and liabilities measured at fair value as at the reporting date, by the level in the fair value hierarchy into which the fair value measurement is categorised. These amounts were based on the values recognised in the Statement of Financial Position.

	2020		2019	
	Carrying amount Rs.	Fair value Rs.	Carrying amount Rs.	Fair value Rs.
Investment property	589,630,000	589,630,000	526,375,000	526,375,000
Financial assets - FVOCI	3,479,038	3,479,038	4,253,292	4,253,292
	593,109,038	593,109,038	530,628,292	530,628,292

The table below analyses financial instruments carried at fair value, by the levels in the fair value hierarchy.

Notes to the Financial Statements

31 st March 2020	Level 1 Rs.	Level 2 Rs.	Level 3 Rs.	Total Rs.
Assets carried at fair value				
Investment property	-	-	589,630,000	589,630,000
Financial assets - FVOCI	3,479,038	-	-	3,479,038
	3,479,038	-	589,630,000	593,109,038

31 st March 2019	Level 1 Rs.	Level 2 Rs.	Level 3 Rs.	Total Rs.
Assets carried at fair value				
Investment property	-	-	526,375,000	526,375,000
Financial assets - FVOCI	4,253,292	-	-	4,253,292
	4,253,292	-	526,375,000	530,628,292

The methods and assumptions used to estimate the fair values of the financial instruments not carried at fair value are as follows:

- Cash and cash equivalents and bank overdraft – The fair value of cash and cash equivalents and bank overdraft approximate their carrying amount due to the relatively short maturity of the financial instruments.
- Trade and other receivables and other payables – The fair value of trade and other receivables and other payables approximate their carrying amount due to the relatively short maturity of the financial instruments.
- Short term investments – The fair value of short term investments approximate their carrying amount due to the relatively short maturity of the financial instruments.

23.2 Sensitivity of Significant Unobservable Inputs used to Measure Fair Value of Fixed Rate Financial Instruments

A significant increase/(decrease) in the market interest rate would result in lower/(higher) fair value being disclosed.

The following table summarises the carrying amounts and the Company's estimate of fair values of those financial assets and liabilities not presented in the Statement of Financial Position at fair value. The fair values in the table below may be different from the actual amounts that will be received / paid on the settlement or maturity of the financial instrument.

As at 31 st March 2020	Carrying amount Rs.	Fair Value			Total Rs.
		Level 1 Rs.	Level 2 Rs.	Level 3 Rs.	
Assets					
Investment property	589,630,000	-	-	589,630,000	589,630,000
Right of use Assets	1,109,867	-	-	-	1,109,867
Trade and other receivables	13,381,168	-	-	-	13,381,168
Short term investments	15,489,736	-	-	-	15,489,736
Financial assets - FVOCI	3,479,038	3,479,038	-	-	3,479,038
Cash and cash equivalents	6,387,615	-	-	-	6,387,615
	629,477,424	3,479,038	-	589,630,000	629,477,424
Liabilities					
Lease liabilities	740	-	-	740	740
Other payables	12,347,020	-	-	-	12,347,020
Bank overdraft	311,008	-	-	-	311,008
	12,658,768	-	-	740	12,658,768

Notes to the Financial Statements

As at 31 st March 2019	Carrying amount Rs.	Fair Value			Total Rs.
		Level 1 Rs.	Level 2 Rs.	Level 3 Rs.	
Assets					
Investment property	526,375,000	-	-	526,375,000	526,375,000
Trade and other receivables	6,653,179	-	-	-	6,653,179
Short term investments	16,717,806	-	-	-	16,717,806
Financial assets - FVOCI	4,253,292	4,253,292	-	-	4,253,292
Cash and cash equivalents	839,455	-	-	-	839,455
	554,838,732	4,253,292	-	526,375,000	554,838,732
Liabilities					
Other payables	12,158,774	-	-	-	12,158,774
Bank overdraft	374,368	-	-	-	374,368
	12,533,142	-	-	-	12,533,142

24. Financial risk management**24.1 Overview**

The Company has exposure to the following risks from its use of financial instruments:

1. Credit risk
2. Liquidity risk
3. Market risk
4. Operational risk

Introduction and overview

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout this financial statements.

24.2 Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

24.3 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities.

Notes to the Financial Statements

24.3.1 Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was;

As at 31 st March	2020 Rs.	2019 Rs.
Short term investments	15,489,736	16,717,806
Trade and other receivables	12,034,818	5,796,775
Cash at bank	6,387,615	839,455

24.3.1.1 The aging of trade receivables at the end of the reporting period that were not impaired was as follows:

As at 31 st March	2020 Rs.	2019 Rs.
Less than 30 days	12,034,818	5,370,786
Trade receivables	12,034,818	-

24.4 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

	Contractual Un-discounted Cash Flows				
	Carrying amount Rs.	1-12 Months Rs.	1-2 Years Rs.	2-5 Years Rs.	More than 5 Years Rs.
Non-Current Liabilities	39,508,233	-	-	-	39,353,043
Current liabilities	13,585,677	13,585,677	-	-	-

Management of liquidity risk

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company's policy is to hold cash and undrawn overdraft facilities at a level sufficient to ensure that the Company has available funds to meet its liabilities.

24.5 Market risk

'Market risk' is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

24.5.1 Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. As protection against exchange rate fluctuations, the Company backs its commitments in local currency. The Company has not invested nor borrowed in foreign currencies. The Company does not use any derivative financial instruments to hedge the risk. The currency risk attached to financial instruments is minimal as it represents local currency.

24.5.2 Interest rate risk

Interest rate risk is the risk to the Company's earnings and economic value of equity ("EVE") arising from adverse movements in interest rates.

The interest rate risk attached to financial instruments is minimal as it represents the Company does not have any interest bearing borrowings as at the reporting date.

Notes to the Financial Statements

24.6 Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behavior. Operational risks arise from all of the Company's operations.

The primary responsibility for the development and implementation of controls to address operational risk is assigned to the Board of Directors. This responsibility is supported by the development of overall Company standards for the management of operational risk.

25. Capital commitments

The Company does not have any significant Capital commitments outstanding as at the reporting date which require adjustments or disclosure in the financial statements.

26. Contingent liabilities

The Company does not have any significant Contingent liabilities outstanding as at the reporting date which require disclosure in the financial statements.

27. Litigation and claims

There were no litigations and claims as at the reporting date.

28. Comparative figures

Where necessary information has been restated to conform to the current year's presentation and classification.

29. Events occurring after the reporting date

Directors have recommended the payment of a final dividend of Rs.25/= per share for the year ended 31st March 2020, which require the approval of the shareholders at the Annual General Meeting to be held on 26th November 2020

The Boards of Directors confirm that the Company has satisfied the solvency test in accordance with Section 57 of the Companies Act No 07 of 2007 and have obtained the certificate from the auditors.

30. Operating lease commitments

30.1 As a lessee

The Company entered into lease agreement with Urban Development Authority for lease of land for a period of 99 years ending 01st April 2081.

The Undiscounted operating lease rentals are payable as follows as at the reporting date.

	2020 Rs.	2019 Rs.
Less than one year	100	100
Between one and five years	500	500
More than five years	5,600	5,700

Notes to the Financial Statements

30.2 As a lessor

The Company entered into lease agreement with Janashakthi Insurance PLC for the lease of its properties for a period of 10 years ending 14th February 2028.

The Undiscounted operating lease rentals are receivable as follows as at the reporting date.

	2020 Rs.	2019 Rs.
Less than one year	23,760,000	21,870,000
Between one and five years	134,514,270	129,165,300
More than five years	59,296,050	88,405,020

31. Directors' responsibility

The Board of Directors acknowledge the responsibility for true and fair presentation of these financial statements in accordance with the Sri Lanka Accounting Standards and the requirements of the Companies Act No. 07 of 2007.

32 Initial application of SLFRS 16 - Leases

The Company has initially applied SLFRS 16 "Leases" from 1st April 2019. A number of other new standards are also effective from 1st April 2019 but they do not have a material effect on the Company financial statements.

SLFRS 16 Leases, replaces the previous leasing guidance, including LKAS 17 Leases, IFRIC 4 Determining whether an arrangement contains a lease, SIC -15 Operating leases – Incentives and SIC-27 Evaluating the Substance of transactions involving the legal form of a lease. SLFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a one single balance sheet model similar to the accounting for finance leases under LKAS 17.

As prescribed by this standard, the Company recognise an asset (right-of-use asset) representing its right to use the underlying assets and lease liability representing its obligation to make lease payments. Subsequently on an on going basis the Company will be recognising the interest expense on the lease liability and the depreciation expense on the right-of-use asset, separately.

The Company has adopted SLFRS 16 using the modified retrospective approach, under which the cumulative effect of initial application is recognised in retained earnings at the date of initial application (i.e. 01 April 2019). Accordingly the information presented for 2018/2019 has not been restated, i.e. it is presented, as previously reported, under LKAS 17 and related interpretations. Additionally, the disclosure requirements in SLFRS 16 have not generally been applied to comparative information.

32.1 Leases previously classified as leasehold properties and pre-paid operating leases

For leases previously classified as leasehold properties and pre-paid operating leases, the Company recognised the carrying amount of the lease asset immediately before transition as the carrying amount of the right-of-use asset. The requirements of SLFRS 16 was applied to these leases from 1 April 2019.

32.2 Leases previously accounted for as operating leases

The Company recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. The right-of-use assets for most leases were recognised based on the carrying amount as if the standard had always been applied, apart from the use of incremental borrowing rate at the date of initial application. Lease liabilities were recognised on the initial application based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

32.3 Impact of adopting SLFRS 16 - "Leases" on transition

The following table summarises the impact, of transition to SLFRS 16 - "Leases" as at 01 April 2019.

	Rs.
Assets	
Right-of-use assets	1,128,061
Total Assets	1,128,061
Equity	
Retained earnings	969,496
	969,496
Liabilities	
Interest - bearing loans and borrowings	740
Deferred Tax Liability	157,825
Total Equity & Liabilities	1,128,061

32.4 Reconciliation of Lease Liabilities as at 1st April 2019 to the Operating Lease Commitments as at 31st March 2019

As at 01st April 2019	Rs
Operating lease commitments as at 31st March 2019 as disclosed under LKAS 17 in the Company's financial statements	6,200
Discounted operating lease commitments balance as at April 1, effect of adoption of SLFRS 16 *	740
Less :	
Commitments relating to leases with less than 12 months of lease term at transition	-
Commitments relating to leases of low- value assets	-
Lease liability recognised as at 01 st April 2019	740

* When measuring lease liabilities for leases that were classified as operating leases, the Company discounted lease payments using its incremental borrowing rate as at 1st April 2019. The weighted average rates applied 13.5%.

33 Impact due to COVID – 19

The Company derives income by way of interest from its financial instrument and by way of rent of commercial premises, respectively. The Company has adequate liquid financial resources and its financial liabilities are minimal and can adequately service its financial obligations. We do not anticipate any impact on the fair value of our investment property due its prime location, other than any future impact, if any due to market conditions. We do not anticipate any decrease in value of financial assets held by the Company. The Company also do not anticipate any material impairments in respect of any of the assets held by the Company as at date.

Investor Information

SHARE CAPITAL

Stated Capital - Rs.36,000,000 divided into 360,000 Ordinary shares

The issued Ordinary Shares of Serendib Land PLC are listed on the Colombo Stock Exchange.

Total number of share holders are 275 as at 31st March 2020 (2019 - 277).

SHARE DISTRIBUTION

No of Shares Held		31.03.2020			31.03.2019		
		No of Shareholders	Total Holding	% of Total Shares	No of Shareholders	Total Holding	% of Total Shares
Upto	1,000	262	14,818	4.120	264	14,818	4.12
1,001	5,000	6	12,723	3.530	6	12,723	3.53
5,001	10,000	1	8,800	2.440	1	8,800	2.44
10,001	50,000	3	102,235	28.400	3	102,235	28.40
50,001	100,000	3	221,424	61.510	3	221,424	61.51
100,001	& above	0	0	0.000	0	0	0
		275	360,000	100	277	360,000	100

SHARE TRADING

Historical data for the Year ended,

	31.03.2020 Rs.	31.03.2019 Rs.
Highest Traded Price	1,550.00 (24.05.2020)	1,852.10 (26.07.2018)
Lowest Trade Price	1,050.00 (05.03.2020)	1,120.00 (08.05.2018)
Last Traded Price	1,177.00 (05.03.2020)	1,300.00 (27.03.2019)

The Public Holding percentage as at 31st March 2020 was 17.17% (2019 - 17.24%) of the issued shares.

Number of Public Share Holding as at 31st March 2020 was 269 (2019 - 271).

Float adjusted market capitalisation is Rs.72,736,246/- (2019 - Rs. 80,683,200/- (Revised))

DIVIDEND

A Final Dividend of Rs.25/= share has been proposed for payment on 17th December, 2020 (2019 - Rs.25/=).

Investor Information

The Twenty (20) Major Shareholders as at 31st March, 2020 with comparative figures for 2019 were as follows:

20 Major Shareholders	31.03.2020		20 Major Shareholders	31.03.2019	
	Shares	%		Shares	%
Gee Gees Properties (Pvt) Ltd.	76,725	21.32	Gee Gees Properties (Pvt) Ltd.	76,735	21.32
Gitanjali Gajaluckshmi (Pvt) Ltd.	76,697	21.3	Gitanjali Gajaluckshmi (Pvt) Ltd.	76,697	21.30
Gitanjali Group (Pvt) Ltd.	67,992	18.89	Gitanjali Group (Pvt) Ltd.	67,992	18.89
Janashakthi Insurance PLC - Shareholders	46,254	12.85	Janashakthi General Insurance Plc-Shareholders	46,254	12.85
Miss D. Sivaprakasapillai	30,267	8.41	Ms. D. Sivaprakasapillai	30,267	8.41
AIA Insurance Lanka PLC – A/C No.3	25,714	7.14	AIA Insurance Lanka PLC – A/C No.3	25,714	7.14
Suktam Holdings (Pvt) Ltd	8,800	2.44	Suktam Holdings (Pvt) Ltd	8,800	2.44
Mr. O. D. Liyanage	4,033	1.12	Mr.O.D Liyanage	4,033	1.12
Mrs. S. Z. Ossman	2,200	0.61	Mrs. S.Z Osman	2,200	0.61
Mr. A. Saverimuttu	2,000	0.56	Mr. A. Saverimuttu	2,000	0.56
Ossman Associates (Pvt) Ltd	1,779	0.49	Osman Associates (Pvt) Ltd	1,779	0.49
Ms. N. Gunatilleke	1,499	0.42	Ms. N. Gunatilleke	1,499	0.42
Mr. G.C.W. De Silva (Deceased)	1,212	0.34	Mr. G.C.W. De Silva (Deceased)	1,212	0.34
Mr. K. T. Wickremaratne	750	0.21	Mr. K. T. Wickremaratne	750	0.21
Colombo Investment Trust PLC	642	0.18	Colombo Investment Trust PLC	642	0.18
Mr. G. C. Goonetilleke	565	0.15	DR. M.S.P. Wijenayake	555	0.15
Dr. M.S.P. Wijenayake	555	0.15	Mr. G C Goonetilleke	540	0.15
Mr. A. N. De Mel	534	0.15	Mr. A. L. Weerasinghe	534	0.15
Mr. A. L. Weerasinghe	534	0.15	Mrs. A. N. De Mel	534	0.15
Mrs. E. Shinya	514	0.14	Mrs. E. Shinya	514	0.14
	349,266	97.02		349,251	97.02
Shares held by the balance Shareholders	10,734	2.98	Shares held by the balance Shareholders	10,749	2.98
	360,000	100		360,000	100

Status of Transferring from the Main Board to the Diri Savi Board of CSE

The Company having noted that, it was not in compliance with the Minimum Public Holding (MPH) criteria applicable to companies listed on the Main Board, as prescribed under the Listing Rules of CSE took steps to obtain an extension from the CSE and continues to comply with the requirement of providing the CSE with a monthly statement regarding such non-compliance, since 21st August, 2017.

The Company was informed via a letter dated 25th June, 2018 by the CSE, that its securities would be transferred to the "Watch List" w.e.f. 2nd July, 2018, by application of Rule 7.13.2 (b) of the Listing Rules of the CSE on the grounds of the said non-compliance, and accordingly as at date the securities of the Company remain on the "Watch List" of the CSE.

As required under the Listing Rules of the CSE, the Company duly notified its Shareholders at their 37th Annual General Meeting (AGM) held on 28th September, 2018 (being the next General Meeting which was held immediately subsequent to the securities of Company being transferred to the Watch List), that its securities have been transferred to the Watch List, as a consequence of being non-compliant with the MPH criteria set out under the provisions of Rule 7.13 of the Listing Rules of CSE. At the said General Meeting, the Board also informed the Shareholders details pertaining to the proposed rectification plan and the means to comply with the MPH Requirement and that the Company anticipates rectifying the aforementioned non-compliance by transferring to the Diri Savi Board of the CSE. As required under Rule 7.13.2. (i) of the Listing Rules of CSE, the Company has notified the outcome of said General Meeting to the CSE and investors via the CSE, on 2nd October, 2018.

Pursuant to a recent divestment of shares made by one of the Company's Non-Public Shareholders, the Company is now in compliance with the MPH criteria required to be maintained by companies listed on the Diri Savi Board of CSE. In view of that, the Company is intending to make an application to CSE requesting a transfer from the Main Board to the Diri Savi Board. However, in order to effect the proposed transfer, the Company should under the Listing Rules of CSE increase its Stated Capital upto Rs.100,000,000/- from its current Stated Capital of Rs.36,000,000/-. Accordingly, the Board of Directors of the Company are currently deliberating on the best course of action to achieve the aforementioned Stated Capital and undertake to keep the shareholders of the Company informed of same in due course.

Company Performance - Five Year Summary

Year ended 31 st March	2020	2019	2018	2017	2016
	Rs.	Rs.	Rs.	Rs.	Rs.
Trading Results					
Rental Income	26,374,032	26,374,032	12,728,729	16,172,850	16,128,000
Total Revenue	26,374,032	26,374,032	12,728,729	16,172,850	16,128,000
Direct Cost	(1,066,715)	(16,342,288)	(4,501,471)	(1,051,715)	(891,972)
Gross Profit	25,307,317	10,031,744	8,227,258	15,121,135	15,236,028
Fair Value Gain	63,255,000	-	221,080,000	-	-
Total Operating Expenses	(5,604,715)	(3,179,690)	(3,580,150)	(2,539,751)	(2,637,733)
Impairment loss on financial assets - Investment in Equity security	-	-	(1,645,582)	-	-
Profit from Operating Activities	82,957,602	6,852,054	224,081,526	12,581,384	12,598,295
Net Finance (Expense)/Income	1,902,819	1,293,958	1,519,427	1,330,397	1,032,151
Other operating income	54,040	108,918	97,755	75,230	-
Net profit before Tax	84,914,461	8,254,930	225,698,708	13,987,011	13,630,446
Income Tax	(8,363,311)	(1,143,576)	(11,900,124)	(1,613,649)	(1,801,794)
Net profit after Tax	76,551,150	7,111,354	213,798,584	12,373,362	11,828,652
Balance Sheet					
Assets					
Investment Property	589,630,000	526,375,000	526,375,000	305,295,000	305,295,000
Right of use Assets	1,109,867	-	-	-	-
	590,739,867	526,375,000	526,375,000	305,295,000	305,295,000
Current Assets					
Short term investment	15,489,736	16,717,806	5,145,436	11,148,289	11,635,628
Trade and Other Receivables	13,381,168	6,653,179	4,558,642	875,226	788,786
Income tax receivable	159,253	1,600,583	439,195	-	-
Financial Assets- Available for sales	3,479,038	4,253,292	4,366,855	4,625,546	3,633,000
Cash and Cash Equivalents	6,387,615	839,455	1,027,141	3,558,652	5,097,016
	38,896,810	30,064,315	15,537,269	20,207,713	21,154,430
Total Assets	629,636,677	556,439,315	541,912,269	325,502,713	326,449,430
Equity and Liabilities					
Stated Capital	36,000,000	36,000,000	36,000,000	36,000,000	36,000,000
Accumulated Profit/(Loss)	161,143,151	155,874,960	152,363,606	168,645,022	165,271,660
Financial assets available-for-sale reserve	(583,084)	191,171	304,734	(1,082,157)	(151,900)
Other reserve	379,982,700	316,727,700	316,727,700	95,647,700	95,647,700
Total Equity	576,542,767	508,793,831	505,396,040	299,210,565	296,767,460
Non Current Liabilities					
Deferred tax Liability	39,507,581	34,153,403	34,153,403	23,184,000	23,184,000
Lease liability	652	-	-	-	-
Total Non Current Liabilities	39,508,233	34,153,403	34,153,403	23,184,000	23,184,000
Current Liabilities					
Trade & Other Payables	12,658,116	12,533,142	1,404,483	506,716	3,866,209
Tax Payable	-	-	-	565,295	427,915
Dividend Payable	927,561	958,940	958,343	2,036,137	2,203,846
Total Current Liabilities	13,585,677	13,492,082	2,362,826	3,108,148	6,497,970
Total Equity & Liabilities	629,636,677	556,439,315	541,912,269	325,502,713	326,449,430
Earnings per Share	212.64	19.75	593.88	34.37	32.86
Dividend per Share	25.00	10.00	10.00	25.00	25.00
Dividend Pay-out ratio (%)	11.76	50.62	1.68	72.74	76.09
Net Assets Value per share	1,601.51	1,413.32	1,403.88	831.14	824.35
Share Value (High)	1,550.00	1,413.32	1,849.00	1,990.00	2,298.00
Share Value (Low)	1,165.00	1,852.10	1,112.00	1,246.00	1,650.00
Current Ratio	2.86	2.23	6.58	6.50	3.49
Return on Equity (%)	13.28	1.40	42.30	4.14	3.99
Total Debt to Total Assets (%)	-	-	-	-	-
Debt/Equity Ratio	-	-	-	-	-

Form of Proxy

Serendib Land PLC

No 9/5, Thambiah Avenue,
Colombo 07.

I/ We
of.....Being a shareholder/ shareholders of Serendib Land
PLC, hereby appoint, of

whom failing Mr. Sega Nagendra, Chairman whom failing Dr (Mrs) Y. Ponnambalam, whom failing Mr. G.G. Ponnambalam, whom failing, Dr. (Mrs) M. Ponnambalam, whom failing Dr. B. Sivaprakasapillai, whom failing Ms. D. Sivaprakasapillai, whom failing Dr. J. M. Swaminathan whom failing Mr. T Someswaran, whom failing Mr. Ramesh Schaffter as my/our Proxy to vote and *..... as indicated hereunder for me/us and on my/our behalf at the Thirty Nine (39th) Annual General Meeting of the Company to be held on 26th November, 2020 at 3 p.m. and at any adjournment thereof.

- | | For | Against |
|---|--------------------------|--------------------------|
| 1. To receive and consider the Audited Financial Statements for the Year Ended 31 st March 2020, together with the Reports of the Directors' and Auditors' thereon. | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Directors | | |
| I. To pass the Ordinary Resolution numbered 2(i) set out in the Notice of Meeting of the Annual General Meeting | <input type="checkbox"/> | <input type="checkbox"/> |
| II. To pass the Ordinary Resolution numbered 2(ii) set out in the Notice convening the Annual General Meeting | <input type="checkbox"/> | <input type="checkbox"/> |
| III. To pass the Ordinary Resolution numbered 2(iii) set out in the Notice of Meeting of the Annual General Meeting | <input type="checkbox"/> | <input type="checkbox"/> |
| IV. To pass the Ordinary Resolution numbered 2(iv) set out in the Notice of Meeting of the Annual General Meeting | <input type="checkbox"/> | <input type="checkbox"/> |
| V. To pass the Ordinary Resolution numbered 2(v) set out in the Notice of Meeting of the Annual General Meeting | <input type="checkbox"/> | <input type="checkbox"/> |
| VI. To pass the Ordinary Resolution numbered 2(vi) set out in the Notice of Meeting of the Annual General Meeting | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To declare Rs 25/- per share as a Final Dividend for the Year Ended 31 st March, 2020 as recommended by the Directors. | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To re-appoint the retiring Auditors M/s KPMG, Chartered Accountants to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors to determine their remuneration. | <input type="checkbox"/> | <input type="checkbox"/> |

As witness my/our hand this day of Two Thousand and Twenty.

.....
Signature of Shareholder

Notes:

If you wish your Proxy to speak at the Meeting you should insert the words "to speak and" in the place indicated with an asterisk and initial such insertion.

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 contained 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.

A Proxy holder need not be a member of the Company

Instructions as to completion appear on the reverse hereof.

INSTRUCTIONS FOR COMPLETION

1. To be valid this Form of Proxy must be deposited at the Registered Office of the Company at No.9/5, Thambiah Avenue, Colombo 07 not less than 48 hours before the time appointed for the holding of the Meeting.
2. The full name and address of the Proxy holder and of the Shareholder appointing the Proxy holder should be entered legibly in the Form of Proxy.
3. If you wish to appoint a person other than the Chairman (or failing him, one of the Directors) as your Proxy, please insert the relevant details at 1 overleaf and initial against this entry.
4. In the case of a Company/ Corporation, the proxy must be under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association.
5. If the Proxy Form is signed by an Attorney, the relevant Power of Attorney or a notarially certified copy thereof, should also accompany the completed Form of Proxy if it has not already registered with the Company.

SERENDIB LAND PLC
9/5, Thambiah Avenue, Colombo 07, Sri Lanka.

