



CARSONS MANAGEMENT SERVICES (PRIVATE) LIMITED
No. of Company PV 315

28th October 2021

Mr. Renuke Wijayawardhane
Chief Operating Officer
Colombo Stock Exchange
#4-01 West Block, World Trade Centre
Echelon Square, Colombo 1

Our Ref.: WAPO/CSE/ANN/2021/NS/05

Dear Sir,

ANNOUNCEMENT

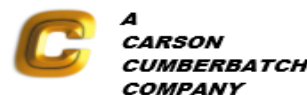
1. CORPORATE DISCLOSURE - DISPOSAL OF MAJORITY HOLDING IN GUARDIAN CAPITAL PARTNERS PLC BY CEYLON GUARDIAN INVESTMENT TRUST PLC

In accordance with Section 8.1 of the Listing Rules of the Colombo Stock Exchange, Guardian Capital Partners PLC ("GCP" / the "Company") wishes to inform its shareholders that its Parent Company, Ceylon Guardian Investment Trust PLC ("CGIT") divested its entire holding of **21,692,800 ordinary shares** being **83.97%** stake held by CGIT in the Company for a purchase consideration of **Rs.32/30 per share** on the trading floor of the Colombo Stock Exchange today, 28th October 2021 to the following parties as detailed below,

Name of Buyer	Price per share	No. of ordinary shares	Total Consideration	Percentage in GCP
Shaw Wallace & Hedges Ltd	Rs.32/30	8,700,000	Rs.281,010,000/-	33.68%
Shaw Wallace Investments PLC	Rs.32/30	7,742,800	Rs.250,092,440/-	29.97%
Mr S V Rajiyah & Mrs J J B A Rajiyah	Rs.32/30	3,130,000	Rs.101,099,000/-	12.12%
Dr S R Rajiyah & Mrs I R Rajiyah	Rs.32/30	2,120,000	Rs.68,476,000/-	8.21%
Total		21,692,800	Rs.700,677,440/-	83.97%

The Board further wishes to inform that pursuant to the aforementioned transactions, a Mandatory Offer is to be made to the remaining shareholders of the Company in terms of Rule 31 of the Take Overs and Mergers Code 1995 (as amended).

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E-mail : carsons@carcumb.com Web site : www.carsoncumberbatch.com
Directors : H. Selvanathan (Chairman), M. Selvanathan, K. C. N. Fernando,
A. P. Weeratunge, Mrs. K. D. De Silva, K. Selvanathan, V. R. Wijesinghe, S. Selvanathan



2. DISCLOSURE OF SHARE DEALINGS BY DIRECTORS

In terms of Section 7.8 of the Rules of the Colombo Stock Exchange, we wish to inform you of the following disclosures made by the said Directors under Section 200 of the Companies Act, No. 07 of 2007 following the divestment of 21,692,800 ordinary shares of Guardian Capital Partners PLC held by Ceylon Guardian Investment Trust PLC on 28th October 2021, which the said Directors have declared as a Relevant Interest.

Mr. I. Paulraj
Mr. D. C. R. Gunawardena
Mrs. M. A. R. C. Cooray
Mr. S. Mahendrarajah
Mr. K. Selvanathan

Date of disposal of shares by CGIT	No. of ordinary shares disposed	Nature of Relevant Interest	Consideration per share
28/10/2021	21,692,800	In terms of Section 198(1) (c) & (e) of the Companies Act, No. 07 of 2007	Rs.32/30

3. CHANGE IN SUB-COMMITTEES

The Board also wishes to disclose that the following sub-committees of Carson Cumberbatch PLC, the Parent Company of CGIT which functions as the sub-committees of GCP ceases to be the sub-committees of GCP with immediate effect following the divestment of shares held by CGIT in GCP.

1. Audit Committee
2. Remuneration Committee
3. Related Party Transactions Review Committee

The Nomination Committee of CGIT which functions as the Nomination Committee (NC) of GCP also ceases to be the NC of GCP with immediate effect.

A disclosure will be made once the new sub-committees are formalised by GCP.

Yours faithfully,
For and on behalf of

GUARDIAN CAPITAL PARTNERS PLC

Carsons Management Services (Private) Limited



Director
Secretaries
aa/vw/ns