

**FREE LANKA CAPITAL HOLDINGS LIMITED - INITIAL PUBLIC OFFER**

**OFFERING OF THREE HUNDRED MILLION (300,000,000) ORDINARY VOTING SHARES OF THE COMPANY AT AN ISSUE PRICE OF RUPEES FIVE (Rs.5/-) PER SHARE**

**TO: The Directors- Free Lanka Capital Holdings Limited, No.168, Negombo Road, Peliyagoda.**

I / We, the undersigned hereby apply for and request you to allot to me / us the number of ordinary shares stated below on the above offer. The amount payable on application is remitted herewith. I / We hereby agree to accept the shares applied for or such smaller number as may be allotted to me / us, subject to the terms and conditions contained in the Prospectus dated February 01, 2011 and the Articles of Association of the Company. I / We authorise you to procure my / our name(s) to be placed in the Register of Members of Free Lanka Capital Holdings Limited for such number of shares that may be allotted on the basis of acceptance by the Company.

**PLEASE READ INSTRUCTIONS ON THE REVERSE AND USE BLOCK CAPITALS**

DATE	2011
ISSUE OPENS	March 17, 2011
ISSUE CLOSES	April 5, 2011
EARLIEST CLOSING	March 17, 2011

NUMBER OF SHARES SUBSCRIBED FOR				ISSUE PRICE OF RS. 5/=	AMOUNT PAYABLE (RS.)			
			0	0				0
			0	0				0
			0	0				0

**MODE OF PAYMENT - CHEQUE/ BANK DRAFT/ GUARANTEE DETAILS**

PLEASE TICK (v) APPROPRIATE  CHEQUE  BANK DRAFT  GUARANTEE

NAME OF BANK  BANK BRANCH NAME  CHEQUE/ BANK DRAFT/ GUARANTEE NO.

CDS ACCOUNT NUMBER  -  -

**DIRECT DEPOSIT OF SECURITIES TO 'LOCKED' BALANCE (IF APPLICABLE) - Instructions {Please tick (v) as appropriate}**

Directly deposit the shares to my "locked balance" of the CDS account mentioned above (Please note that the shares in the "locked" balance would not be available for trading purposes and would not be visible to the respective CDS participants. Do not tick (v) unless you require to "lock" the securities balance from trading.)

SOLE/ PRIMARY APPLICANT				JOINT APPLICANTS (1 & 2)			
STATUS (MR/ MRS/OTHER)				1.		2.	
SURNAME WITH INITIALS/ COMPANY NAME				1.			
OTHER NAMES (AS DENOTED BY INITIALS)				1.			
ADDRESS				1.			
DISTRICT				1.		2.	
CONTACT NO.				1.		2.	
NIC/ PP / CO. REG. NO.				1.			
OCCUPATION				1.			
NATIONALITY	SRI LANKAN		OTHER	1.	SRI LANKAN		OTHER
RESIDENCY IN SRI LANKA	RESIDENT		NON- RESIDENT	2.	SRI LANKAN		OTHER
				1.	RESIDENT		NON- RESIDENT
				2.	RESIDENT		NON- RESIDENT

NAME AND ADDRESS OF FINANCIER (MARGIN TRADING ONLY)

**REFUND INSTRUCTIONS**

Please indicate "N/A" if refund via SLIPS is not applicable.

TICK (v) AS APPROPRIATE  DIRECT TRANSFER VIA SLIPS  CHEQUE SENT VIA POST TO SOLE/ PRIMARY APPLICANT TO THE ADDRESS INDICATED ABOVE

DETAILS FOR DIRECT TRANSFER VIA SRI LANKA INTER-BANK SYSTEM (SLIPS)\*

\*Please provide accurate information to avoid delays in receipt of refund payments. Consult your bank branch manager regarding the account details if in doubt.

BANK CODE	BRANCH CODE	ACCOUNT NUMBER
<input type="text"/>	<input type="text"/>	<input type="text"/>

**DECLARATION IN TERMS OF SECTIONS 10 AND 15 OF THE EXCHANGE CONTROL ACT OF SRI LANKA**

TICK (v) ONE BOX ONLY

I / We the above applicant(s), of the above mentioned ordinary shares hereby declare that I am / we are citizens of and resident in Sri Lanka and I am / we are not acting as nominee(s) of any person(s) resident outside Sri Lanka. (For Sri Lankan Citizens of and resident in Sri Lanka and Corporate bodies incorporated in Sri Lanka in terms of Sections 10 and 15 of the Exchange Control Act).

I / We the above applicant(s), of the above mentioned ordinary shares hereby declare that I / we have made remittances enclosed out of funds authorised by the Controller of Exchange. Confirmation from the Bank to such effect is attached to this application. (For non-residents, foreign citizens and corporate bodies established outside Sri Lanka).

**SIGNATURES**

SOLE / PRIMARY APPLICANT	1 <sup>st</sup> JOINT APPLICANT	2 <sup>nd</sup> JOINT APPLICANT
<input type="text"/>	<input type="text"/>	<input type="text"/>

## INSTRUCTIONS

### Application Form

- Please ensure that you indicate the CDS account number or the CDS margin trading account number (as applicable), in order to credit the shares allotted to you. To open a CDS account, please contact any one of the CSE Members and Trading Members of the CSE (set out in Annexure C of prospectus) or contact any one of the Custodian Banks set out in Annexure E of the Prospectus.
- No share certificates will be issued.
- In the event the name or address given in the Application Form differ from the name or address as per CDS records, the name or address as per CDS records shall prevail.
- In the event a particular section in this form is not applicable, please write "N/A" in the relevant section.
- If the applicant has not specified that his/her shares be deposited to his / her 'locked' balance, please note that the said shares would be deposited to the applicant's trading balance.
- The Application Form must be completed in FULL in BLOCK CAPITAL LETTERS. Please tick (V) in the appropriate boxes. Exact size photocopies of the original Application Form are permissible.
- Applications must be made for a minimum of two thousand (2,000) shares and multiples of one thousand (1,000) shares thereof. **APPLICATIONS MADE FOR LESS THAN TWO THOUSAND (2,000) OR FOR A NUMBER WHICH IS NOT A MULTIPLE OF ONE THOUSAND (1,000) WILL BE REJECTED AT THE OUTSET.**
- Payment should be calculated by multiplying the number of shares applied for by the issue price of rupees five (Rs.5/-).
- Only one Application will be accepted on behalf of a natural person or a corporate body. **MULTIPLE APPLICATIONS WILL BE REJECTED.** (Refer Annexure A of Prospectus).
- Applications are invited from the following categories of applicants:
  - Citizens of Sri Lanka who are resident in Sri Lanka and are above 18 years of age.
  - Companies, Corporations or Institutions incorporated or established within Sri Lanka.
  - Approved provident funds and approved contributory pension schemes registered / incorporated / established in Sri Lanka. In the case of approved provident funds and approved contributory pension schemes the application should be in the name of the Trustee / Board of Management in order to facilitate the opening of the CDS accounts.
  - Citizens of Sri Lanka resident outside Sri Lanka and are above 18 years of age.
  - Corporate bodies incorporated or established outside Sri Lanka.
  - Foreign Citizens above 18 years of age (Irrespective of whether they are resident in Sri Lanka or overseas).
  - Global, Regional and Country funds approved by the SEC.
- If the ownership of shares is desired in the name of one individual, full details should be given only under the heading, SOLE / PRIMARY APPLICANT.
- In the case of Applications made under Power of Attorney (POA), a copy of the original POA certified by a Notary Public should accompany such Applications to be lodged with the Registrars to the Offer. The original POA should not be attached.
- Applicants are requested to state their nationality and residency in the appropriate cages provided in the Application Form.
- The passport number will be accepted only when the NIC number is not available. If such applicants directly lodge their shares with the CDS, the CDS account must be for the same passport number.
- Foreign citizens must state the passport number in the space provided.
- Corporate entities must provide the company registration number.
- **ANY APPLICATION FORM WHICH DOES NOT STATE NIC, PASSPORT OR COMPANY REGISTRATION NUMBER AS THE CASE MAY BE, WILL BE STRICTLY REJECTED.**
- In the event of **Joint Applicants**, the signatures and particulars in respect of both applicants must be given under the relevant headings.
- Please note that both parties should either be residents of Sri Lanka or non-residents in the event of joint applicants.
- An applicant of a joint Application may not apply through a separate Application Form either individually or jointly.
- Applicants who wish to apply through their **Margin Trading Account**, should submit the Application in the name of the "Margin Provider / Applicant's Name" signed by the Margin Provider. An applicant under a Margin Trading Account should state their relevant identification number as applicable. The applicants should state the relevant CDS account number relating to the Margin Trading Account in the space provided for the CDS account number in the Application Form. A copy of the Margin Trading Agreement must be submitted along with the Application.
- Please note that the Margin Provider can apply under its own name and such Applications will not be construed as multiple Applications.

### Mode of Remittance

- Payments should be made separately in respect of each Application by way of cheque or bank draft or bank guarantee. Each Application should be accompanied by only one cheque or bank draft or bank guarantee and should be issued for the full amount indicated in the Application Form.
- Anyone wishing to pay cash may obtain a bank draft at a nominal fee from any commercial bank providing such facility.
- Cheques or bank drafts should be drawn on any commercial bank in Sri Lanka and crossed "Account Payee Only" and made payable to "Free Lanka Capital Holdings Limited – Initial Public Offering".

- The bank guarantee should be payable on demand, issued in favour of "Free Lanka Capital Holdings Limited – Initial Public Offering" by a Licensed Commercial Bank in Sri Lanka and should be in a form acceptable to the Company and the Registrars to the offering.
- Payment for Applications for values above and inclusive of Rupees One Hundred Million (Rs. 100,000,000/-) should only be supported by a bank guarantee.
- Investors residing in outstation areas from which cheque clearance may take over two (02) days are advised to pay via bank drafts to avoid delays. An Application with two or more cheques or bank drafts or bank guarantees will be rejected. **Cash will not be accepted.**
- Please refer to Annexure A of the Prospectus for further details on Mode of Remittance.

### Refund Payments

- In the event of rejection of application or where an application is accepted only in part, the total or the balance of the application monies will be refunded by a crossed cheque in favour of the Sole / Primary Applicant and will be sent via ordinary post at the risk of the Applicant to the address mentioned under Sole / Primary Applicant. .
- If the Applicant has provided accurate and complete details of his / her bank account in the Application Form, the refund will be made via the Sri Lanka Inter Bank Payment System (SLIPS) for values of Rs. 5 million or less and a payment advice shall be issued to the Applicant. In the event of refunds over Rs. 5 million or details provided under SLIPS being inaccurate or incomplete, refund payments will be made by a crossed cheque in favour of the Sole / Primary Applicant and will be sent via ordinary post at the risk of the Applicant to the address mentioned under Sole / Primary Applicant.

### Forwarding Completed Application Forms

The Application Form duly completed together with the remittance for the full amount payable should be dispatched by post or delivered by hand in an envelope addressed to **REGISTRARS TO THE OFFER, S S P CORPORATE SERVICES (PRIVATE) LIMITED, NO. 101, INNER FLOWER ROAD, COLOMBO 03** and marked "FREE LANKA CAPITAL HOLDINGS LIMITED – INITIAL PUBLIC OFFERING" on the top left hand corner. Completed Applications could also be handed over to the collection points given below.

### Application Collection Points

#### Managers to the Offering

- Taprobane Holdings Limited, No. 10, Gothami Road, Colombo 08.

#### Bankers to the Offering

- Seylan Bank PLC and its designated branches.

Please refer Annex C of the Prospectus on further details of Seylan Bank PLC branches.

#### Member Firms of the CSE

- Acuity Stockbrokers (Pvt) Limited
- Asha Phillip Securities Limited
- Asia Securities (Pvt) Limited
- Assetline Securities (Pvt) Limited
- Bartleet Mallory Stockbrokers (Pvt) Limited
- Capital TRUST Securities (Pvt) Limited
- Ceylinco Stockbrokers (Pvt) Limited
- CT Smith Stockbrokers (Pvt) Limited
- DNH Financial (Pvt) Limited
- J B Securities (Pvt) Limited
- John Keells Stockbrokers (Pvt) Limited
- Lanka Securities (Pvt) Limited
- NDB Stockbrokers (Pvt) Limited
- S C Securities (Pvt) Limited
- Somerville Stockbrokers (Pvt) Limited

#### Trading Members of the CSE

- Capital Alliance Securities (Pvt) Limited
- Claridge Stockbrokers (Pvt) Limited
- First Guardian Equities (Pvt) Limited
- Heraymila Securities Limited
- IIFL Securities Ceylon (Pvt) Limited
- Richard Pieris Securities (Pvt) Limited
- SKM Lanka Holdings (Pvt) Limited
- SMB Securities (Pvt) Limited
- Taprobane Securities (Pvt) Limited
- TKS Securities (Pvt) Limited

**PLEASE REFER PROSPECTUS FOR FURTHER DETAILS. APPLICATIONS NOT MADE IN LINE WITH INSTRUCTIONS WILL BE REJECTED.**