



THE SRI LANKA
INSTITUTE OF
DIRECTORS



ANNUAL
REPORT

2023-24

CORPORATE INFORMATION

Registration

The Sri Lanka Institute of Directors (SLID)
A Company Limited by Guarantee
Incorporated under the Companies Act No. 7 of 2007
(Registration Number : GA 2726)

Lawyers

Julius & Creasy
Attorneys-at-Law and Notaries Public
No. 41, Janadhipathi Mawatha,
Colombo 01.

Company Secretary

C G Corporate Consultants (Pvt) Ltd
No. 45, Visakha Road,
Colombo 04.

Auditors

Ernst & Young
Rotunda Towers,
No 109, Galle Road,
Colombo 03.

Bankers

Hatton National Bank PLC
Commercial Bank PLC

Registered Address

No. 46/26, Nawam Mawatha,
Colombo 02.

Business Office

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No. 77, Galle Road,
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About this Report

This Annual Report provides members and stakeholders with an overview of our performance and activities during the financial year ended 31 March 2024.

The activities reported herein are in the context of our strategic areas of focus.

Reference to “we”, “our” and “SLID” in this report are to The Sri Lanka Institute of Directors.

About The Sri Lanka Institute of Directors

The Sri Lanka Institute of Directors (SLID) was established in the year 2000 under the aegis of the Ceylon Chamber of Commerce and subsequently launched as a separate entity with its own Secretariat five years later. The Institute is a not-for-profit member association which was incorporated as a company limited by guarantee in 2012 under the Sri Lanka Companies Act 7 of 2007.

The Institute is a member of the Global Network of Director Institutes and aims to develop and promote best practices in corporate governance and board leadership programs that enhance the capability of directors to drive sustainable performance for the benefit of shareowners, economy and society.

Our vibrant membership includes senior and emerging Directors who currently serve on boards in the private and public sectors, listed and non-listed companies, family-owned companies and not-for-profit entities.

Past Chairpersons

Desh. Ken Balendra	• Founder President (2000-02)
Mr. Ranjit Fernando	• President (2002-04)
Mr. Richard Juriansz	• President (2004-07)
Ms. Marina Tharmaratnam	• President (2007-09)
Mr. Mahen Dayananda	• President (2009-11)
Mr. Ronnie Peiris	• President/Chairman (2011-13)
Mr. Pravir Samarasinghe	• Chairman (2013-15)
Ms. Shiromal Cooray	• Chairperson (2015-17)
Mr. Preethi Jayawardena	• Chairman (2017-19)
Mr. Rasakantha Rasiah	• Chairman (2019-21)
Mr. Faizal Salieh	• Chairman (2021 - 2023)

CHAIRPERSON'S STATEMENT



AROSHI NANAYAKKARA | CHAIRPERSON

It gives me great pleasure to write this Chairperson's Review for the Annual Report 2023/2024 of the Sri Lanka Institute of Directors.

The year 2023/2024 was an year of tremendous growth and achievement for SLID.

For the first time in the Institute's history, we had the honour of having the President of the country attending our Annual Members Meeting as our Chief Guest. It was indeed most opportune that Hon. Ranil Wickremesinghe, the President of Sri Lanka was the Chief Guest at our AMM given that it was the first occasion in which he addressed a gathering after the conclusion of the Domestic Debt Optimisation (DDO) program. Our members were the first to hear from him on what the DDO entailed and the reasoning behind the decisions taken. We were honoured to have Prof. Maithree Wickremesinghe too gracing the occasion along with a host of dignitaries from the diplomatic corps and corporate Sri Lanka.

During the year under review, we launched two key initiatives; the Board Placement Service where SLID supports companies to fill their Board positions with suitable candidates from our database and the Board Evaluation Service where SLID undertakes to conduct the annual Board evaluation survey in a highly confidential manner for corporate entities. The Board Placement Service is governed by a committee of veteran Board members ensuring independence and the best fit for the company. The Board Evaluation Service is conducted in a highly confidential manner with the Institute providing additional support to any organization seeking to enhance corporate governance.

The year under review saw our flagship Board Leadership Program (BLT) being run very effectively with unprecedented

numbers of participation. The Education and Training Committee was also in the process of designing a BLT Refresher program to keep our members abreast of local and global changes in governance, regulation, technology and risk. The Women Directors' Forum had its 2nd intake of leaders attending the "Women in Leadership" program coupled with 6 months of mentoring by renowned chairpersons and members of Boards. SLID's 10 Forums and Committees conducted many evening panel discussions and other training events which looked at topical areas of relevance to its membership.

A key event in the SLID calendar was the "Investment Outlook 2024 and Beyond" sponsored by our Platinum Sponsor, LYNEAR Wealth Management. The event was attended by over 150 members and guests and was extremely well received in the corporate community for the thought provoking ideas and analysis presented. The event allowed members to hear from a luminary such as Dr. Indrajith Coomaraswamy followed by a frank and open discussion with the other panelists.

We are proud to say that all of these initiatives and programs enabled your Institute to record the highest ever revenue and profitability in its history.

We have enhanced the visibility of our members through the SLID Guest Column in the Daily FT and members being featured in the Director Magazine. The Institute will work towards further enhancing this initiative in order to bring recognition to our members, many of who are trail blazers in their industries and spheres of influence.

On the technology front, we enhanced the SLID website with a member portal and the ability to register and pay for events through the website, bringing ease of use to our members. Many other technological initiatives too have been

CHAIRPERSON'S STATEMENT

embraced by the Institute in order to enhance the productivity and efficiency of the Secretariat.

The year under review saw your institute renewing many partnerships with global and local institutes as well as entering into new ones that would bring benefit to our membership.

I would like to take this opportunity to offer a heartfelt thank you to all of our committee chairs and committee members who do so much for the institute. A special thank you to all of the facilitators in our Board Leadership program, Women in Leadership program, the Masterclasses as well as all the panelists on our Panel discussions. You contribute your time, effort and thought leadership so generously in order to uplift and enhance the corporate world of Sri Lanka which in turn brings much benefit to our greater community. Your contribution is truly appreciated.

A special note of thanks to our platinum sponsors, Sampath Bank, Lyneer Wealth Management and Lankem Robbialac as well as our gold sponsor, Bours, HNB Assurance PLC and our event sponsors. Without your support, many of the initiatives we undertake will not come to fruition. Our

gratitude too to our technical partners and media partners for the invaluable support they provide, for flying SLID's flag high and for ensuring our operations run smoothly.

A note of appreciation to my Council for the comraderie, fellowship, wise counsel and the unstinted support you provide. It has been a pleasure serving the Institute with you by my side! And finally, my gratitude to the untiring efforts of the CEO and the SLID secretariat for the tremendous work you do to bring true benefit to our membership.

Looking forward to another year of unprecedented growth,

Yours in governance,

Aroshi Nanayakkara
Chairperson

CEO'S REVIEW OF OPERATIONS



SUBHASHINI MUNASINGHE | CHIEF EXECUTIVE OFFICER

The year under review was one of growth and advancement for the Institute as we expanded our professional development curriculum, initiated new services and enhanced member engagement, whilst maintaining a profitable financial position.

Education and Training

The Institute's flagship Board Leadership Training (BLT) programme continues to increase in participation, reflecting its relevance and impact in building capacity at Board and C-suite level.

This year, we expanded our training offerings by launching our Masterclass series. Our first Masterclass focused on IT governance and providing Board level oversight to handling risks and opportunities related to disruptive technologies. Its success generated significant market demand resulting in a second intake during the year.

With the growing Board room attention being placed on the ESG agenda, our next masterclass centred around understanding the evolving EGS landscape, integrating ESG considerations into core strategy and the Board's role in creating sustainable businesses.

Driving Gender Diversity on Boards

The Women Directors Forum (WDF) conducted the Women in Leadership programme for the second consecutive year. This unique training includes a 6-month mentoring program with veteran Board Directors from many prominent blue-chip companies in Sri Lanka who have all generously dedicated their time to the advancement of the next generation of women leaders. The programme is dedicated to building a strong female leadership talent pipeline ensuring board diversity, a key component of governance. The year saw growth in the number of female members joining the institute as we close the year with 20% female members.

SLID also makes a concerted effort to ensure there is gender diversity in our panels and candidates proposed for board placements.

Knowledge sharing events

Our forums and committees continued to organise and curate insightful panel discussions and invite subject matter experts to evening forums, where discussions were lively, dynamic and engaging. This year we completed 22 evening events with the participation of 76 speakers and panellists.

The Independent Non-Executive Directors (INED) Forum delved into discussions on the rights and obligations of an Independent Director and examined the implications of the amended listing rules.

The Family Business Forum (FBF) and the Young Directors Forum (YDF) held many programmes to address the unique challenges specific to family businesses by inviting successful family business owners to share their best practices and explored the board dynamics of a new generation taking the mantle of leadership.

The Innovation & Technology committee hosted many programmes on staying vigilant on privacy, data protection and explored the role of the Board in championing innovation to stay agile in a rapidly evolving world.

The introduction of mandatory ESG reporting for listed companies by 2025 was a key focus of the Institute's Education and Training Committee (ETC) with it organising many ESG focused events to strengthen the Directors' competence on the subject.

Transforming our offerings through collaboration

We collaborated with our partners and regulators to create a host of new offerings to support Director learning and networking.

CEO'S REVIEW OF OPERATIONS

The Investment Outlook 2024 and Beyond, organised together with Lyncer Wealth Management, was a key event in the SLID events calendar. It featured Dr. Indrajith Coomaraswamy, former Central Bank Governor as well as other leading economists and industry experts to demystify future economic uncertainties in Sri Lanka. The discussion also provided perspectives on the role of private sector leaders in pursuing good governance as an endeavour of national importance vital for lasting economic growth.

With KPMG as its knowledge partner, the Audit Committee Forum (ACF) discussed the Audit Committee's oversight role related to managing risks with a focus on risks arising from the domestic debt restructuring process.

The Board Secretaries Forum (BSF) together with the Colombo Stock Exchange and the Institute of Chartered Corporate Secretaries of Sri Lanka organised a session to provide insight to the updated corporate governance rules for listed companies.

Financial Highlights

We are pleased to report that for the first time in our history, the surplus after tax from operations and before interest income, has reached Rs. 5 mln. Further, The Institute has secured more than Rs. 4 mln in corporate sponsorships during the year and have built up cash reserves of Rs. 52.9 mln at the close of the year. This will allow us to continue to provide value to our members and work to accelerate the growth of SLID.

Value to members

The Sri Lanka Institute of Directors launched the Board Placement Service to support companies in sourcing qualified independent Directors for their Boards.

Since launching the service, SLID has successfully placed its members on the boards of a range of organisations in the capacity of Independent Non-Executive Directors.

Providing networking opportunities has been a cornerstone of all SLID events which has fostered interaction and collaboration among our members.

The quarterly Director Magazine has been revamped with it now being published digitally.

We have also successfully structured our member database to interface with the website, so that each member now has their own online profile from which they can connect with SLID for inquiries as well as easily update changes to their profile.

We are determined to maintain the momentum gained in the year and to create more value to our members. In the next year, we hope to drive growth in the board evaluation service as well as promote SLID at a regional level through our planned initiatives.

In conclusion, we would like to thank the governing council, all the members involved in our committees and forums for their immense effort to make this year a success. Despite the uncertain times ahead, we will stay focused to empower today's Directors with insights and skills while preparing a new generation of boardroom leaders for the challenges of tomorrow.

YEAR IN FOCUS

Date	Event
May	
29th May 2023	BLT Intake 14 Part 3 - Strategic Leadership (Day 1)
30th May 2023	BLT Intake 14 Part 3 - Strategic Leadership (Day 2)
June	
6th June 2023	IT Governance Masterclass Intake 1 (Day 1)
7th June 2023	IT Governance Masterclass Intake 1 (Day 2)
29th June 2023	Annual Members Meeting
July	
18th July 2023	BLT Intake 14 Part 4 - Financial Stewardship and Accountability (Day 1)
19th July 2023	BLT Intake 14 Part 4 - Financial Stewardship and Accountability (Day 2)
24th July 2023	Passing The Torch - Intergenerational Success of the Hirdarmani Family
26th July 2023	Seize Your Own ESG Opportunities
August	
17th August 2023	BLT Intake 15 Part 1 - Corporate Governance (Day 1)
18th August 2023	BLT Intake 15 Part 1 - Corporate Governance (Day 2)
19th August 2023	BLT Graduation Ceremony
23rd August 2023	Recent Developments in Reporting, ESG and Finance and its impact to businesses
24th August 2023	Is Your Board Future Ready? Emerging Global Trends and Building Agile Businesses. Harsha Basnayake in Conversation with Shamindra Kulamannage
25th August 2023	DDO and new ESG Reporting - Audit Committee Oversight and Responsibilities
September	
6th September 2023	Staying Vigilant about Privacy Compliance Through Oversight & Governance
11th September 2023	How to Convince Your Board - Getting the Dynamics Right
20th September 2023	BLT Intake 15 Part 2 - The Board (Day 1)
21st September 2023	BLT Intake 15 Part 2 - The Board (Day 2)
October	
5th October 2023	An Explosion of Fraud: Responsibility of the Board
11th October 2023	BLT Intake 15 Part 3 - Strategic Leadership (Day 1)
12th October 2023	BLT Intake 15 Part 3 - Strategic Leadership (Day 2)
16th October 2023	Good Governance: Rights and Obligations of an Independent Director & New CSE Listing Requirements
24th October 2023	Microsoft 365 Training for Boards

YEAR IN FOCUS

November	
8th November 2023	Digital Imperatives for Boards in 2024
10th November 2023	New Corporate Governance rules: what Boards and Company Secretaries should know
15th November 2023	BLT Intake 15 Part 4 - Financial Stewardship and Accountability (Day 1)
16th November 2023	BLT Intake 15 Part 4 - Financial Stewardship and Accountability (Day 2)
16th November 2023	The Impact of the Budget Proposals 2023 on the Financial Services Industry
21st November 2023	Audit Committee Responsibility for Risk Oversight
December	
6th December 2023	IT Governance Masterclass Intake 2
January	
17th January 2024	BLT Intake 16 Part 1 - Corporate Governance (Day 1)
18th January 2024	BLT Intake 16 Part 1 - Corporate Governance (Day 2)
18th January 2024	BLT Graduation Ceremony
20th January 2024	Customized BLT for CIPM - Day 1
21st January 2024	Customized BLT for CIPM - Day 2
30th January 2024	Enterprise Leadership: Catalyzing Value through Innovation
February	
6th February 2024	Women in Leadership Intake 2
14th February 2024	Investment Outlook 2024 and Beyond
14th February 2024	BLT Intake 16 Part 2 - The Board (Day 1)
15th February 2024	BLT Intake 16 Part 2 - The Board (Day 2)
29th February 2024	Young Directors Forum Meet & Greet
March	
13th March 2024	BLT Intake 16 Part 3 - Strategic Leadership (Day 1)
14th March 2024	BLT Intake 16 Part 3 - Strategic Leadership (Day 2)
19th March 2024	ESG Masterclass
25th March 2024	Next Generation Leadership
27th March 2024	Women in Leadership Mentor and Mentee Meetup/Women in Leadership Intake 1 Awarding Ceremony

SLID AT A GLANCE

Training and Development

SLID launched the ESG masterclass in March 2024 aimed at equipping board directors with the skills to seamlessly integrate ESG considerations into the governance framework. The Institute also successfully has concluded the second intake of the IT Governance masterclass in December ensuring the boards of Sri Lanka are future ready.



SLID Board Placement Service

SLID supports companies in sourcing directors for listed and private company Boards. The selection process is overseen by an independent committee of senior board directors. The Institute is pleased to have supported companies from diverse industries with successful director placements in the year.

Board Evaluation Service

The SLID's board evaluation service provides an independent and comprehensive assessment with data driven recommendations. With this service we support companies to strengthen their governance processes and board effectiveness.

Networking

The Institute of Directors offers unparalleled high-level networking opportunities at its events, bringing together industry leaders, seasoned executives, and influential policymakers. These gatherings provide a platform for members to engage in meaningful discussions, share insights, and forge strategic partnerships. Attendees benefit from exclusive access to thought leaders and decision-makers, enhancing their professional network and fostering valuable connections.

Branding and Communications

SLID enhances its brand through strategic branding and communication initiatives, establishing itself as a leader in corporate governance and leadership. By leveraging high-quality publications such as the quarterly Director Magazine, SLID guest column in the Daily FT, and digital platforms such as the SLID website and social media SLID ensures consistent and impactful communication with its members and stakeholders.



589 Ordinary | **196** Associate | **140** Life | **7** Affiliate | **2** Retired

SLIDEVENTS AT A GLANCE

Board Leadership Training Program

The BLT program continues to run successfully, with two new intakes concluding throughout the year. The program is supported by veteran directors and knowledge partners whose expertise and insights ensure that the program maintains its strong performance and impact.



Investment Outlook 2024 and Beyond

The Investment Outlook 2024 and Beyond economic conference, a collaborative effort between The Sri Lanka Institute of Directors and LYNEAR Wealth Management, was successfully conducted on the 14th of February 2024. The event, which was by invitation only, received the esteemed presence of Dr. Indrajit Coomaraswamy, the Former Governor of the Central Bank and Chairman of LYNEAR Wealth.



SLIDEVENTS AT A GLANCE

Women in Leadership Intake II

The Women Directors Forum successfully conducted the 2nd intake of its much sought after Women in Leadership Program on 6th February 2024 at the Galle Face Hotel. The training program was a full day workshop tackling issues that women in senior leadership roles need to work through to ensure career progression. The program embodied highly interactive sessions using adult learning techniques, skillfully led by trained and experienced Board Directors.

Following the workshop, the participants have embarked on a transformative six-month mentorship program, with renowned corporate leaders from prominent companies in Sri Lanka.



ESG Masterclass

The ESG masterclass was piloted this year in March 2024 aimed at driving the sustainability agenda at Board level. The session outlined the need for Board level commitment, trends in the global landscape and how local organizations are implementing the learnings.



SLIDEVENTS AT A GLANCE

IT Governance Masterclass

The Institute successfully completed the second intake of the IT Governance Masterclass in December. This session provided in-depth insights into IT strategy, digital transformations, risk management and data compliance. By enhancing directors' understanding of these critical areas, the Masterclass empowers organizations to leverage IT governance for improved operational efficiency and strategic alignment.



GOVERNING COUNCIL

BOARD MEMBERS 2023-2024



AROSHI NANAYAKKARA | CHAIRPERSON

Ms. Nanayakkara is a distinguished leader with over 25 years of experience in strategic planning, HR, and risk management, having worked with multinationals and leading Sri Lankan blue-chip companies. She currently serves as the CEO of the Global Consulting Company.

She began her career in corporate banking, transitioned to HR, and then to risk management as the Chief Risk Officer of the Brandix Group, ultimately becoming the CEO of Brandix Hangers (Pvt) Ltd. Her consulting expertise includes designing and implementing merger strategies in financial services, HR, and risk management.

Ms. Nanayakkara holds key positions including Independent Non-Executive Director at Sampath Bank PLC and Asian Hotels & Properties PLC (John Keells Group), member of the Strategy Committee at the Global Network of Director Institutes (GNDI), and Advisory Board Director at the National Agency for Public-Private Partnership (NAPPP).

She is the Founding Chairperson of the Women Corporate Directors Chapter and Women Directors' Forum in Sri Lanka and has served as the President of the Rotary Club of Colombo. With academic credentials from MIT, the London School of Economics, and the Chartered Institute of Management Accountants, she has been recognized by APAC Insider Magazine, LMD's Women in Business "A List," and received multiple awards for leadership. She is also an IFC-certified corporate trainer and an ICF-certified executive coach.



DINESH WEERAKKODY | SENIOR VICE CHAIRMAN

Mr. Weerakkody (D.BA) serves as a Director of several companies and is the advisor on Treasury Affairs to the President and serves as the Chairman of the Board of Investment of Sri Lanka and the Chairman of the Colombo Port City Economic Commission.

He currently holds the position of Vice Chairman at the Employers' Federation of Ceylon and is the Immediate Past Chairman of the International Chamber of Commerce Sri Lanka. Mr. Weerakkody is a former Chairman of Hatton National Bank PLC and Commercial Bank of Ceylon PLC.

Mr. Weerakkody had previously held key positions, including Chairman of the Employees' Trust Fund Board of Sri Lanka, the National Human Resource Development Council of Sri Lanka, and the International Chamber of Commerce Sri Lanka. Furthermore, he has served as an advisor to the Prime Minister of Sri Lanka, the Ministry of National Policies and Economic Affairs, and the Minister of Tourism Development.



DILSHAN RODRIGO | VICE CHAIRMAN

Mr. Rodrigo is a banking professional with an impressive track record with over two decades of Banking experience. He last served as the Executive Director/ Chief Operating Officer at Hatton National Bank (HNB) and has held many senior positions in multiple industries ranging from banking, insurance, investment banking and apparel. He is currently the Deputy Chief Executive Officer Union Bank of Colombo PLC.

He presently functions as a Director of the Credit Information Bureau of Sri Lanka and has served as Chairman of HNB Finance PLC and Lanka Financial Services Bureau. He has held many Directorships at recognized corporates including HNB Assurance PLC and Guardian Acuity Management Ltd. Mr. Rodrigo is the Chairman Policy Advocacy Committee of Asian Bankers Association (Taiwan) during 2011/12 and 2019/20. He has also served on the local

GOVERNING COUNCIL

BOARD MEMBERS 2023-2024

councils of CIMA, ACCA and Risk Professional Forum, the latter two as President for two terms. He has taught on various undergraduate and postgraduate programmes (CIMA, ACCA, PIM MBA) for over a decade. Mr. Rodrigo holds an MBA from Cranfield University UK, FCMA UK and FCCA UK.



FAIZAL SALIEH | IMMEDIATE PAST CHAIRMAN

Mr. Salieh is currently the Chairman of The Securities and Exchange Commission of Sri Lanka. He is a veteran retired banker with long and extensive experience in commercial and development banking both in Sri Lanka and overseas. He has held top management positions in global and local banks such as Grindlays Bank, ANZ Bank, NDB and Amana Bank. His diverse experience as a Board director includes several companies in the business of banking, finance, insurance, fund management, stockbroking, manufacturing, trading and education.

He has served on State University Boards, and several Government and Non-Governmental Committees in the fields of finance, economic affairs, housing development, construction and tertiary education; and on the Board of Directors of the Ceylon Chamber of Commerce, the Institute of Bankers of Sri Lanka, and Lanka Clear (Pvt) Limited.

Mr. Salieh is a First-Class Honours University Graduate in Economics with specialization in Banking & Finance, MBA and FCPM.

He played an outstanding strategic and operational leadership role in initiating, developing and furthering the practice of interest-free banking in Sri Lanka based on the profit and loss sharing banking model and establishing Amana Bank, as the first interest-free licensed commercial bank in Sri Lanka, in which he was the founding Managing Director and CEO.

He is an IFC certified trainer in Board Leadership and Governance and has extensive experience in teaching business strategy at State Universities at the Postgraduate level.



ARUNI RAJAKARIER | COUNCIL MEMBER

Ms. Rajakarier is the Founder Director, SheConsults (Pvt) Ltd., an ESG Consultancy that has supported corporates through their ESG Reporting journeys for almost a decade. A Fellow Member of the Institute of Chartered Accountants of Sri Lanka, she serves as an Independent Director of John Keells PLC and Chairs the Audit Committee.

She has also served on the Boards of NDB Capital Holdings, NDB Stockbrokers and Morisons. Ms. Rajakarier counts nearly 20 years of experience in capacity building and promoting ESG in Sri Lanka, starting from her tenure as Country Head of ACCA. She has served as a Consultant to The World Bank and GRI. She served in senior management roles at NDB Bank, Lanka Cellular Services and Ernst & Young prior to this in a career spanning over 30 years.

GOVERNING COUNCIL

BOARD MEMBERS 2023-2024



MANOHARI ABEYSEKERA | COUNCIL MEMBER

Ms. Abeysekera is a Fellow Member of the Institute of Chartered Accountants Sri Lanka as well of the Chartered Institute of Management Accountants UK, having 20 plus years serving in leadership positions in both private and state sector in Sri Lanka.

She holds a Bachelor of Science Degree (Biological Sciences) with First Class Honours from the University of Colombo and a Masters in Business Administration also from University of Colombo. She also holds a Post-Graduate Diploma in International Relations conducted by the Bandaranaike International Diplomatic Training Institute. She is a Graduate Member of the Sri Lanka Institute of Directors.

Ms. Abeysekera currently serves as an Independent Non-Executive Director of Kapruka Holdings PLC, Orient Finance PLC and Acuity Stockbrokers (Pvt.) Ltd. She also serves as a Council Member of Chartered Institute of Management Accountants (CIMA UK).

Previously, she served as an Independent Non-Executive Director/ Chairperson -Audit Committee of the National Savings Bank, and its subsidiary, NSB Fund Management. She also served as a Director Sri Lanka Accounting and Auditing Standards Monitoring Board for two years (2022-2024). Further, she has held multiple leadership roles during her 18-year stint with the Hayles Group until 2020.

She was selected to represent Sri Lanka by the US State Department in the Fortune Mentoring Program and for the prestigious International Visitor Leadership Program (IVLP). She had executive education at ISB Hyderabad, ADB Manila and BHF Bank Germany and is a recipient of the AOTS Scholarship Japan in 2015.



CHARAKA PERERA | COUNCIL MEMBER

Mr. Perera has a career spanning over 27 years in automotive, lubricants, spare parts, construction and pharmaceutical industries. He has management experience in diverse areas including sales & marketing, distribution, dealer management and supply chain, with hands-on management exposure to finance, HR, legal & IT. He is skilled in building brands to reach market leadership with a proven track record in achieving exponential business growth. Mr. Perera is currently a Board Director and the Chief Operating Officer of Stafford Motor Co. (Pvt) Ltd.

He is a Fellow Member of CIM UK, a Chartered Marketer and has an MBA, from the ICAI University, India. He holds a Diploma in Finance Management from the University of Wigan & Leigh U.K. & he is a Graduate of the Sri Lanka Institute of Directors.

Mr. Perera is the Chairman of the Ceylon Motor Traders' Association. and he is the Vice Chairman of the Automobile Industry Council, which is a public-private organization formed by the government. He is a committee member of the Ceylon Chamber of Commerce and a Member of the Sector Committee on logistics and transport of the Chamber. He was a Board Director of the Chartered Institute of Marketing, Sri Lanka Region from 2014 to 2019. He is a past president of Leo Club Leo District. He is the past President and a Past Cabinet Member of the Lions Clubs International.

GOVERNING COUNCIL

BOARD MEMBERS 2023-2024



ROLF BLASER | COUNCIL MEMBER

Mr. Blaser is an experienced leader in a variety of industries such as healthcare, retail, FMCG and consumer electronics. His accumulated work experience in Switzerland, Germany, France, Benelux and since 2008 in Asia, makes him an expert in cultural diversity. Routed in sales, marketing and retail he has become a successful leader with proven track record.

After his extraordinary track record for 10 years in India, he joined A. Baur & Co. (Pvt) Ltd as Group Managing Director / CEO.

He serves on the Advisory Board of the Luxury Connect Business School India and the International Advisory Board of the Genesis Foundation India. In early 2021 he was elected to the Council of the Swiss Abroad (CSA), as one of 140 delegates of the Organization of the Swiss Abroad (OSA), the “Parliament” of the “Fifth Switzerland” and is representing 24 countries in the OSA. Mr. Blaser is a Board Member of the Rotary Club and has been appointed as and Chair of Vocational Services for 2023/2024. In March 2023 he became President of the Swiss Circle Sri Lanka, the only Swiss Government accredited Swiss Club in Southern Asia.

Mr. Blaser went through the traditional Swiss apprenticeship education system and achieved an Economist SEBA from the Zurich University of Applied Sciences (Switzerland) and an Executive MBA from University of St. Gallen (Switzerland). Recently he concluded the High-Performance Boards program from IMD Lausanne that brings together world-class thought leadership and global best practices in a systematic way to help boards reach their full potential.

CHATHURI MUNAWEERA | COUNCIL MEMBER



Ms. Munaweera is currently the Chief Executive Officer / Executive Director / Principal Officer of AIA Insurance Lanka Limited (AIA Sri Lanka). Prior to her appointment as CEO, she was the Director Legal & Chief of Operations of AIA Sri Lanka responsible for Operations, Corporate Law, and External Relations.

She is a lawyer with bachelor’s and master’s Degrees in law and holds, ‘ICA International Diploma in Compliance (Graduate)’¹ from the International Compliance Association, Manchester Business School, United Kingdom and also a HR and Compliance professional. Chathuri was recently recognised by the International Finance Corporation (IFC) as one of 16 trailblazers who are driving gender equality in Sri Lanka.

Ms. Munaweera is the first Sri Lankan CEO appointed by AIA Group Hong Kong to lead its Sri Lankan operations and is also the Company’s first female CEO.

GOVERNING COUNCIL

BOARD MEMBERS 2023-2024



GIHAN COORAY | COUNCIL MEMBER

Mr. Cooray currently serves as the Deputy Chairperson/Group Finance Director of John Keells Group PLC and has overall responsibility of the Group's Finance and Accounting, Taxation, Corporate Finance and Strategy, Treasury, Information Technology and Corporate Communications functions. He serves as a committee member of The Ceylon Chamber of Commerce and is a former Chairman of Nations Trust Bank PLC.

He holds an MBA from the Jesse H. Jones Graduate School of Management at Rice University, Houston, Texas. Mr. Cooray is also a Fellow Member of the Chartered Institute of Management Accountants, UK, a certified management accountant of the Institute of Certified Management Accountants, Australia and has a Diploma in Marketing from the Chartered Institute of Marketing, UK.



ARJUNA HERATH | COUNCIL MEMBER

Mr. Herath recently retired from Ernst & Young where he was a Senior Partner and Head of Consulting for Sri Lanka and Maldives.

He served as a Board member of the Sri Lanka Accounting and Auditing Standards Monitoring Board, as a Commissioner of the Securities and Exchange Commission of Sri Lanka and as a member of the Company Law Advisory Commission. At present, he is a Director of the Colombo Stock Exchange and several other public listed and private companies.

Mr. Herath is a distinguished senior chartered accountant and is a past president of The Institute of Chartered Accountants of Sri Lanka. He was actively involved in the international fora in the field of accounting and is a past president of the South Asian Federation of Accountants and was a Board Member of the Confederation of Asia Pacific Accountants.

He is a fellow member of the Institute of Chartered Accountants of Sri Lanka and is a Chartered Global Management Accountant with a Bachelor of Science degree from the University of Colombo, MBA from the University of Strathclyde in the United Kingdom and a Master of Arts in Financial Economics from the University of Colombo

THE GOVERNANCE STRUCTURE

OFFICE BEARERS AND COUNCIL 2023/2024

CHAIRPERSON

Aroshi Nanayakkara

SENIOR VICE CHAIRPERSON

Dinesh Weerakkody

VICE CHAIRPERSON

Dilshan Rodrigo

IMMEDIATE PAST CHAIRPERSON

Faizal Salieh

COUNCIL

Aruni Rajakarier

Manohari Abeyesekera

Charaka Perera

Chathuri Munaweera

Rolf Blaser

Gihan Cooray

Arjuna Herath

CHIEF EXECUTIVE OFFICER

Subhashini Munasinghe

SECRETARIAT

Priyangi Abeywickrama- Manager Operations

Hafsah Muheed- Manager Policy, Programmes & Communications

Shiny Dickson- Executive Marketing

FORUMS

▶ **AUDIT COMMITTEE FORUM (ACF)**

Suren Rajakarier (Chair)
Shaktha Amaratunga
Lalith Withana
Aruni Siriwardena
Pyumi Sumanasekara

▶ **CEO FORUM**

Rolf Blaser (Chair)
Dinesh Weerakkody (Council Representative)

▶ **INDEPENDENT NON-EXECUTIVE DIRECTORS FORUM (INED)**

Hiranthi Fonseka (Chair)
D. Soosaipillai
Manil Jayasinghe
Rachini Rajapaksa

▶ **YOUNG DIRECTORS FORUM (YDF)**

Ameena Ziauddin (Chair)
Charaka Perera (Council Representative)
Navam Hapangama
Hashindra Silva
Annika Senanayake
Sanjay Jayawardena
Andrew Perera
Anushka Wijesinha

▶ **BOARD SECRETARIES FORUM (BSF)**

S. Sudarshan (Chair)
Dalrene Thirukumar
Hemali Ellawala
Kishan Kuruppu
Sitari Jayasundara
Arosha Berugoda
Saraswathie Poulraj
Yamuna Peiris

▶ **FAMILY BUSINESS FORUM (FBF)**

Imtiaz Esufally (Chair)
Thamali Rodrigo
Eshan Tudawe
Fazal Fausz

▶ **WOMEN DIRECTORS FORUM (WDF)**

Nadija Tambiah (Chair)
Aroshi Nanayakkara (Council Representative)
Aruni Rajakarier
Malika Wijeratne
Manohari Abeysekera
Sandra de Zoysa
Nisreen Rehmanjee
Aruni Goonetilleke
Ashani Jayasinghe
Roshini Fernando
Urshella Hishaam

COMMITTEES

▶ EDUCATION & TRAINING COMMITTEE

Aruni Rajakarier (Chair/Council Representative)

Richard Ebell

Natalie Warawita

Himali Mudadeniya

Ranil De Silva

Chiranthi Cooray

Dusty Alahakoon

Prashani Illangasekera

Pyumi Sumanasekara

▶ INNOVATION & TECHNOLOGY COMMITTEE

Arjuna Herath(Chair)

Dilshan Rodrigo (Council Representative)

Dhanusha Muthukumarana

Conrad Dias

Eshan Dias

Madu Ratnayake

Shanka De Silva

Anoja Basnayake

FINANCIAL STATEMENTS
for the year ended 31st March 2024



NYR/DSM/DRM

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF THE SRI LANKA INSTITUTE OF DIRECTORS (GUARANTEE) LIMITED**

Report on the audit of the financial statements

Opinion

We have audited the financial statements of the Sri Lanka Institute of Directors (Guarantee) Limited ("Company"), which comprise the statement of financial position as at 31 March 2024, and the statement of comprehensive income, statement of changes in funds and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2024, and of its financial performance and cash flows for the year then ended in accordance with Sri Lanka Financial Reporting Standards for Small and Medium-sized Entities (SLFRS for SMEs).

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 for Professional Accountants 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.

Other information

Other information consists of the information included in the annual report, other than the financial statements and our auditor's report thereon. Management is responsible for the other information.

Our opinion on the financial statements does not cover the other information and we do 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 Financial Reporting Standards for Small and Medium-sized Entities (SLFRS for SMEs), 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.

(Contd...2/-)

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.

(Contd...3/-)



**Building a better
working world**

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.

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.

27 June 2024
Colombo



STATEMENT OF FINANCIAL POSITION

As at 31 March 2024

	Notes	2024 Rs.	2023 Rs.
Assets			
Non Current Assets			
Property, Plant and Equipment	4	647,029	612,139
Intangible Assets	5	124,855	-
Total Non Current Assets		771,885	612,139
Current Assets			
Inventories	6	103,981	198,154
Other Receivables	7	1,493,400	2,055,700
Prepayments	8	69,974	80,090
Short Term Investments	9	52,916,610	39,180,562
Cash and Cash Equivalents	10	2,676,413	2,051,731
Total Current Assets		57,260,379	43,566,237
Total Assets		58,032,265	44,178,376
Funds and Liabilities			
Funds			
Accumulated Fund		48,305,271	39,496,409
		48,305,271	39,496,409
Non Current Liabilities			
Deferred Tax Liability	14.3	89,786	42,876
Sponsorship Received In Advance		250,000	-
		339,786	42,876
Current Liabilities			
Accrued Expenses and Other Payables	11	1,297,033	1,350,906
Income Tax Payable		2,888,330	276,032
Subscription Received in Advance		417,668	527,501
Educational Income Received in Advance		203,700	488,700
Sponsorship Received in Advance		1,958,332	979,167
Director Magazine Income Received in Advance		38,650	118,650
Event Income Received in Advance		107,000	2,500
WHT Payable		83,332	109,028
Bank Over Draft	10.1	2,393,162	786,607
Total Current Liabilities		9,387,207	4,639,091
Total Liabilities		9,726,993	4,681,967
Total Funds and Liabilities		58,032,265	44,178,376

The financial statements are to be read in conjunction with the related notes, which form an integral part of these financial statements of the Company.

I certify that these financial statements are prepared in compliance with the requirements of the Companies Act No.07 of 2007.


.....
Chief Executive Officer

The Board of Directors is responsible for the preparation and presentation of these financial statements in accordance with SLFRS for SMEs.

Approved and signed for and on behalf of the Board of Directors:


.....
Director


.....
Director

The accounting policies and notes on pages 08 to 19 form an integral part of the Financial Statements.



27 June 2024

STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 March 2024

Income	Note	2024 Rs.	2023 Rs.
Membership Income	12	10,471,832	5,143,000
Entrance Fee Income		1,857,500	1,084,000
Interest Income		7,571,280	6,179,328
Event Income	13	20,024,700	9,755,050
Corporate Sponsorship Income		3,270,835	2,035,533
Other Income		734,397	455,748
		43,930,543	24,652,659
Less: Expenses			
Salaries		8,723,333	8,228,822
Temporary Staff Salaries		325,000	-
Office Assistant/Contract Payments		231,150	-
External Staff Engagement		-	50,000
Bonus Provision		296,506	262,000
Ex-Gratia Payments		-	50,000
Staff Recruitment Expenses		28,800	27,800
EPF and ETF Contribution		1,241,650	1,102,448
Expenses on Events		10,230,243	4,598,300
Meeting Expenses		209,223	127,622
Audit Fee Provision		265,300	160,784
Tax Advisory Services		36,000	36,000
Accounting Fees		1,170,000	1,012,900
Secretarial Fees		125,206	70,551
Travelling Expenses		85,751	37,230
Medical Expenses		3,716	-
Postage and Courier		237	34,322
Printing and Stationery		273,200	270,045
GNDI Subscription		349,682	-
Office Expenses		49,732	22,557
Depreciation		343,215	185,957
Rent and Electricity		2,400,000	2,300,000
Computer Maintenance		33,605	3,000
Advertising		-	55,758
Bank Charges and Credit Card Commission		84,320	46,716
Telephone & Internet		202,200	189,654
Uncollected Subscription		2,102,000	812,000
Provision/ (Reversal) for Doubtful Subscriptions		-	(7,500)
Newspaper		26,733	12,530
IT Expenses		419,406	489,381
Water Charges		3,574	14,304
Annual Report Printing Expenses		122,750	272,000
Annual Member Meeting Expenses		1,543,464	776,966
Online QB Setup & Migration Fees		-	20,000
Overdraft Interest		20,399	64,213
Credit Card Interest Expenses		-	13,537
Loss on Disposal of Assets		-	12,865
Website Development Expenses		288,503	169,632
Inventory Write-off		-	23,215
Total Expenses		31,234,897	21,545,610
Surplus Before Tax		12,695,648	3,107,049
Income Tax Expense	14	(3,886,785)	(878,810)
Surplus After Tax		8,808,862	2,228,239

The accounting policies and notes on pages 08 to 19 form an integral part of the Financial Statements.



STATEMENT OF CHANGES IN FUNDS

Year ended 31 March 2024

	Accumulated Fund Rs.	Total Rs.
Balance as at 01 April 2022	37,268,170	37,268,170
Surplus after tax for the Year	2,228,239	2,228,239
Balance as at 31 March 2023	39,496,409	39,496,409
Balance as at 01 April 2023	39,496,409	39,496,409
Surplus after tax for the Year	8,808,862	8,808,862
Balance as at 31 March 2024	48,305,271	48,305,271

The financial Statements are to be read in conjunction with the related notes, which form an integral part of these financial statements of the Company.

The accounting policies and notes on pages 08 to 19 form an integral part of the Financial Statements.



STATEMENT OF CASH FLOWS

Year ended 31 March 2024

	2024 Rs.	2023 Rs.
Cash Flows From Operating Activities		
Income over Expenditure Before Tax	12,695,648	3,107,049
Adjustments for:		
Interest Income	(7,571,280)	(6,179,328)
Depreciation on Property, Plant and Equipment	343,215	185,957
Provision for Bad Debts/(Reversal)	47,000	(7,500)
Asset Disposal	-	12,865
Surplus/(Deficit) Before Working Capital Changes	5,514,582	(2,880,956)
Changes in Receivables		
Decrease/(Increase) in Inventories	94,172	(135,409)
Decrease/(Increase) in Other Receivable	515,300	(1,282,700)
Decrease/(Increase) in Deposits and Prepayments	10,116	(57,923)
Changes in Payables		
(Decrease)/Increase in Creditors and Accrued Expenses	(53,874)	(62,125)
(Decrease)/Increase in Subscription Received In Advance	(109,833)	339,752
Decrease in Educational Income Received in Advance	(285,000)	(118,800)
(Decrease)/Increase in Director Magazine Income Received in Advance	(80,000)	15,150
Increase in Event Income Received in Advance	104,500	2,500
(Decrease)/Increase in WHT Payable	(25,696)	109,028
Increase in Corporate Sponsorship Invoiced in Advance	979,165	229,167
Increase in Sponsorship Received in Advance	250,000	-
Total Changes in Working Capital	6,913,432	(3,842,319)
Income Tax /WHT Paid	(1,227,576)	(947,019)
Net Cash Flows from Operating Activities	5,685,856	(4,789,338)
Cash Flows from Investing Activities		
Interest Received	7,571,280	6,179,328
Increase in Fixed Deposits	(13,736,048)	(1,973,958)
Additions of Property, Plant and Equipment	(253,249)	(83,940)
Additions of Intangible Assets	(249,711)	-
Net Cash Generated from Investing Activities	(6,667,728)	4,121,430
Net Decrease in Cash and Cash Equivalents	(981,872)	(667,908)
Cash and Cash Equivalents at the Beginning of the Year	1,265,123	1,933,030
Cash and Cash Equivalents at the End of the Period	283,252	1,265,123
Analysis of Cash and Cash Equivalents at the End of the Year		
Cash and Cash Equivalents	10.1	283,252
Cash and Cash Equivalents for Cash Flow Purposes		1,265,123

The accounting policies and notes on pages 08 to 19 form an integral part of the Financial Statements.



1. CORPORATE INFORMATION

1.1 General

The Sri Lanka Institute of Directors is a Company Limited by Guarantee and domiciled in Sri Lanka on 30 July 2012. The registered office of the Company is located at Jetwing House, No 46/26, Nawam Mawatha, Colombo 02, and the business place is located at Room 166, Cinnamon Grand Colombo, No 77, Galle Road, Colombo 03.

The members to the Company have guaranteed that, in the event of the Company being wound up, they will contribute to the assets of the Company, an amount not exceeding Rs. 5,000/-

1.2 Principal Activities and Nature of Operations

The principal activity of the Company is to promote good corporate governance practices among Directors. Further, the Institute aims to build capacity at Board level through training and development programs and evening forums. It also serves as a forum for Directors and C-suite executives to network for collaboration, exchanging ideas and best practices.

1.3 Date of Authorization for Issue

The Financial Statements of the Sri Lanka Institute of Directors for the year ended 31 March 2024 were authorized for issue in accordance with a resolution of the Board of Directors on 27 June 2024.





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

2. BASIS OF PREPARATION

a) Statement of Compliance

The financial statements of the company comprise the statement of financial position, statement of comprehensive income, statement of changes in funds, statement of cash flows, and notes comprising other explanatory information. These financial statements are prepared in accordance with the Sri Lanka Accounting Standards for Small and Medium-sized Entities (SLFRS for SMEs) laid down by the Institute of Chartered Accountants of Sri Lanka.

The preparation and presentation of these Financial Statements is in compliance with the Companies Act. No. 07 of 2007.

b) Basis of Measurement

The financial statements have been prepared under the historical cost conversion basis.

c) Functional and Presentation Currency

The Financial Statements are presented in Sri Lanka Rupees, which is the Company's functional and presentation currency.

d) Going Concern

The Directors have made an assessment of the Company's ability to continue as a going concern and are satisfied that it has the resources to continue in business for the foreseeable future. Furthermore, Directors are not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern and they do not intend either to liquidate or to cease operations of the Company. Therefore, the Financial Statements continue to be prepared on the going concern basis.

e) Comparative Information

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year. Comparative information is reclassified wherever necessary to comply with the current presentation.

2.1 SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

In preparing these financial statements, the management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively. Information about judgments, estimates and assumptions uncertainties that have significant risk of resulting in a material adjustment in the year ending 31 March 2024 are disclosed:





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

a) Impairment of Property, Plant and Equipment

The carrying value of equipment is reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indications exists and where the carrying value exceed the estimated recoverable amount the assets are written down to their recoverable amount. Impairment losses are recognised in the statement of comprehensive income unless it reverses a previous revaluation surplus for the same asset.

b) Useful Lives of Property, Plant and Equipment

The Company reviews the assets' residual values, useful lives and methods of depreciation or amortization at each reporting date; judgment by management is exercised in the estimation of these values, rates and methods.

c) Impairment of Receivables

The Company reviews at each Statement of Financial Position date all receivables to assess whether impairment should be recorded in the Statement of Comprehensive Income. The Management uses judgement in estimating such amounts in the light of the duration of outstanding and any other factors management is aware of that indicate uncertainty in recovery.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Property, Plant and Equipment

Recognition and measurement

Items of equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset and bringing the assets to its working condition.

An item of equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Gains / losses on disposal of equipment are determined by comparing the proceeds from disposal with the carrying amount of equipment and are recognised net within profit or loss.

Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that future economic benefits associated with the expenditure will flow to the Company.

Depreciation

Depreciation is calculated to write off the cost of items of equipment less their estimated residual values using the straight - line method over their estimated useful lives, and is recognised in profit or loss.

The estimated useful lives of equipment for the current period are as follows:

Description	Years
Furniture and fittings	5
Computer and office equipment	5

Depreciation methods, useful lives and residual values are reviewed at each reporting date.



3.2 Intangible assets

Basis of recognition

An intangible asset is recognised if it is probable that future economic benefits that are attributable to the assets can be measured reliably in accordance with SLFRS for SMEs on Intangible Assets. Accordingly, these assets are stated in the statement of financial position at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets comprise of computer software.

Subsequent expenditure

Subsequent expenditure on intangible assets is capitalized only when it increases the future economic benefits embodying in these assets. All other expenditure is expensed as incurred.

Amortisation

The useful lives of intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with finite useful life are reviewed at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the assets are accounted for by adjusting or changing the amortisation period or method, as appropriate and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of comprehensive income.

Intangible assets are stated at cost less accumulated amortisation. Amortization is done as follows;

Description	Years
Computer software	5

Amortisation methods, useful lives and residual values are reviewed at each reporting date.

3.3 Impairment of Non-Financial Assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

Impairment losses of continuing operations are recognised in the statement of comprehensive income in those expense categories consistent with the function of the impaired asset, except for property previously revalued where the revaluation was taken to equity. In this case the impairment is also recognised in equity up to the amount of any previous revaluation.

For assets, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Company makes an estimate of recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of comprehensive income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

3.4 Cash and Cash Equivalents

Cash and cash equivalents are defined as cash in hand, demand deposits and short term highly liquid investments, readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

For the purpose of presentation in the Cash Flow Statement, cash and cash equivalents consist of cash in hand and deposits at banks net of outstanding bank overdrafts. Investments with short maturities i.e. three months or less from the date of acquisition are also treated as cash equivalents.

The statement of cash flows has been prepared using the indirect method.

3.5 Investments

Investments consist of investments made fixed deposits that will mature within one year or less, and are stated at the amounts they are estimated to realize net of impairment for investment (if any).

3.6 Receivables

Receivables are stated at the amounts they are estimated to realise net of impairment for receivables (if any).

3.7 Inventories

Inventories are valued at the lower of cost and estimated net realizable value, after making allowances for obsolete and slow-moving items. Net realizable value is the price at which inventories can be sold in the ordinary course of business less the estimated cost of completion and the estimated cost necessary to make the sale.





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

3.8 Liabilities and Provisions

Liabilities are recognised in the statement of financial position when there is a present obligation as a result of past events, the settlement of which is expected to result in an outflow of resources embodying economic benefits. Obligations payable at the demand of the creditors or within one year of the reporting date are treated as current liabilities in the statement of financial position.

Provisions are recognised 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.

3.9 Taxation

a) Current Taxes

The provision for income tax will be based on the elements of income and expenses reported in the financial statements and computed in accordance with the provision of the Inland Revenue Act No.24 of 2017 and its amendments thereto Inland Revenue Act No. 10 of 2021.

b) Deferred Taxation

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the tax rate enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority of the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

3.10 Borrowing Costs

Borrowing costs are recognised as an expense in the period in which they are incurred.

3.11 Retirement Benefit Obligations

a) Defined Contribution Plans – Employees’ Provident Fund & Employees’ Trust Fund

Obligations to defined contribution plans are recognised as an expense in the statement of comprehensive income as incurred. The Company contributes 12 % and 3 % of gross emoluments of employees as Provident Fund and Trust Fund contribution respectively.



3.12 Income Recognition

Revenue from services rendered is recognised to the extent that it is probable that the economic benefits will flow to the Company and the Income and associated costs incurred or to be incurred can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable net of trade discounts and sales taxes. All income is recognised on accrual basis.

Subscription income is recognized over the 12 months period. subscription payment that to future periods are shown in the statement of financial position as subscription received in advance under current liabilities.

Interest income is reconised on accrual basis.

3.13 Expenditure Recognition

All expenditure incurred in the operations of the business and in maintaining the capital assets in a state of efficiency have been charged to profit or loss in arriving at the Company's profit or loss for the year.

3.14 Events occurring after the reporting date

All material post reporting date events have been considered and where appropriate adjustments or disclosures have been made in respective notes to the financial statements.

3.15 Commitments and contingencies

Contingencies are possible assets or obligations that arise from a past event and would be confirmed only on the occurrence or non - occurrence of uncertain future events, which are beyond the Company's control.





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

4. PROPERTY, PLANT AND EQUIPMENT

	Computer and Office Equipment Rs.	Furniture and Fittings Rs.	Total Rs.
Cost			
Balance as at 01 April 2023	1,188,709	244,115	1,432,824
Additions During the Year	253,249	-	253,249
Disposal During the Year	-	-	-
Balance as at 31 March 2024	1,441,958	244,115	1,686,073
Accumulated Depreciation			
Balance as at 01 April 2023	633,476	187,209	820,685
Charge for the Year	205,893	12,466	218,359
Disposal During the Year	-	-	-
Balance as at 31 March 2024	839,369	199,675	1,039,044
Carrying Amount as at 31 March 2024	602,589	44,440	647,029
Carrying Amount as at 31 March 2023	555,233	56,906	612,139

5. INTANGIBLE ASSETS

	Software Rs.	Total Rs.
Cost		
Balance as at 01 April 2023	52,032	52,032
Additions During the Year	249,711	249,711
Disposal During the Year	-	-
Balance as at 31 March 2024	301,743	301,743
Accumulated Amortization		
Balance as at 01 April 2023	52,032	52,032
Charge for the Year	124,856	124,856
Disposal During the Year	-	-
Balance as at 31 March 2024	176,888	176,888
Carrying Amount as at 31 March 2024	124,855	124,855

6. INVENTORIES

	2024 Rs.	2023 Rs.
Consumables	103,981	198,154
	103,981	198,154

7. OTHER RECEIVABLES

	2024 Rs.	2023 Rs.
Subscription Receivables (Note 7.1)	179,000	308,500
Educational Income Receivables	472,400	200,000
Director Magazine Receivables	19,000	315,700
Corporate Sponsorship Receivables	200,000	750,000
Event Income Receivables	173,000	31,500
Refundable Deposits	450,000	450,000
	1,493,400	2,055,700

7.1 Subscription Receivables

Subscription Receivables	179,000	308,500
	179,000	308,500





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

8. PREPAYMENTS	2024 Rs.	2023 Rs.
Other Prepayments	69,974	80,090
	69,974	80,090
9. SHORT TERM INVESTMENTS	2024 Rs.	2023 Rs.
Investment in Fixed Deposits	51,250,000	37,000,000
Interest Income Receivable	1,666,610	2,180,562
	52,916,610	39,180,562
10. CASH AND CASH EQUIVALENTS	2024 Rs.	2023 Rs.
Commercial Money Market	1,698,434	473,004
HNB Money Market	852,984	1,476,604
HNB Current Account	100,000	100,000
Cash in Hand	24,995	2,123
	2,676,413	2,051,731
10.1 Bank Overdraft	2024 Rs.	2023 Rs.
Commercial Bank PLC	(2,364,711)	(749,996)
HNB - Corporate Credit Card	(28,451)	(36,612)
	(2,393,162)	(786,607)
Cash and cash equivalents for the purpose of statements of cash flows	283,252	1,265,123
11. ACCRUED EXPENSES	2024 Rs.	2023 Rs.
Audit Fee Payable	232,000	130,000
Accounting Fee Payable	183,500	163,000
Other Accrued Expenses	881,533	1,057,906
	1,297,033	1,350,906
12. MEMBERSHIP SUBSCRIPTION	2024 Rs.	2023 Rs.
Ordinary Subscription	8,585,000	4,552,500
Associate Subscription	1,825,832	569,500
Affiliate Subscription	56,000	16,000
Retired Members Subscription	5,000	5,000
	10,471,832	5,143,000





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

13. EVENT INCOME	2024 Rs.	2023 Rs.
Educational Income	14,368,700	5,944,500
Directors Magazine Income	210,500	628,550
Forums/Webinar Event Income	5,445,500	3,182,000
	20,024,700	9,755,050
14. INCOME TAX EXPENSES	2024 Rs.	2023 Rs.
Current Income Tax (Note 14.1)	3,839,875	842,658
Under/(Over) Provision in Respect of Previous Year	-	(6,724)
Deferred Tax Expenses on Temporary Differences (Note 14.3)	46,910	42,876
	3,886,785	878,810
14.1 Income tax expenses	2024 Rs.	2023 Rs.
Tax Reconciliation Statement		
Surplus Before Tax	12,695,648	3,107,049
Less : Investment Income	(7,571,280)	(6,179,328)
Less : Allowable Expenses	(239,278)	(200,632)
Add : Disallowable Expenses	343,215	214,537
Assessable Income from Business	5,228,305	(3,058,374)
Assessable Income from Investments	7,571,280	6,179,328
Taxable Income	12,799,585	3,120,954
Income Tax Expenses @ 24% (2023 @ 14%)	-	374,515
Income Tax Expenses @ 30% (2023 @ 24%)	3,839,875	468,143
	3,839,875	842,658
14.2 Deferred Tax (Assets) /Liability	2024 Rs.	2023 Rs.
Deferred Tax Liability Arising On		
Property, Plant and Equipment and Intangible Assets	89,786	42,876
	89,786	42,876
Net Deferred Tax (Asset)/ Liability	89,786	42,876
14.3 Deferred Tax Liabilities Movement	2024 Rs.	2023 Rs.
Balance as at the Beginning of the Year	42,876	-
Deferred Income Tax Expenses	46,910	42,876
Balance as at the End of the Year	89,786	42,876



NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

15. EMPLOYEE BENEFITS

15.1 Defined Contribution Plan

Following contributions have been made to Employees' Provident Fund and Employees' Trust Fund during the period.

	2024	2023
	Rs.	Rs.
Employees' Provident Fund		
Employer's contribution	993,320	881,959
Employees' contribution	662,213	587,972
Employees' Trust Fund	248,330	220,490
	<u>1,903,863</u>	<u>1,690,420</u>

15.2 Defined Benefit Obligation

The provisions of the payment of Gratuity Act, No. 12 of 1983, does not apply to the company as it has been less than 15 employees. Number of employees of the Company as at 31 March 2024 is 4 (2023 : 4)

16. RELATED PARTY TRANSACTIONS

16.1 Transactions with Key Management Personnel

The key management personnel of the company are the Board of Directors of the company.

Name of the Key Management Personnel	Nature of the Transaction	Transaction Amount	
		2024 Rs.	2023 Rs.
Mr. Dilshan Rodrigo - Board of Director	Lecture Fees	105,000	50,000
Ms. Arundathi Rajakarier - Board of Director	Lecture Fees	175,000	75,000

17. COMMITMENTS AND CONTINGENT LIABILITIES

17.1 Commitments

The Company has no significant commitments and contingent liabilities as at 31st March 2024 which require adjustments to or disclosure in the Financials Statement.





NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2024

18. LITIGATION AND CLAIMS

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

19. EVENTS OCCURRING AFTER THE REPORTING DATE

There have been no material events after the reporting date that require adjustments to or disclosure in the financial statements.

20. RESPONSIBILITY OF THE BOARD OF DIRECTORS FOR FINANCIAL STATEMENTS

The Board of directors is responsible for the preparation of these financial statements in accordance with Sri Lanka Accounting Standards for Small and Medium Sized Entities (SLFRS for SMEs).

21. APPROVAL OF FINANCIAL STATEMENTS

These financial statements were approved by the Board of Directors and authorized for issue on 27 June 2024.



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