

Issue Opening Date	23	01	2013
Issue Closing Date	13	02	2013
Earliest Closing Date	23	01	2013
Date		2013

(Please read carefully the instructions on the reverse and use CAPITAL LETTERS)

Offer for Subscription of Two Million Five Hundred Thousand (2,500,000) Unsecured Subordinated Redeemable Five (05) Year Debentures of LKR 100/- each with an option to issue upto a further Two Million Five Hundred Thousand (2,500,000) Debentures in the event of an oversubscription of the initial Two Million Five Hundred Thousand (2,500,000) Debentures.

To: The Board of Directors - Commercial Credit and Finance PLC, No. 106, Yatinuwara Veediya, Kandy.

I/We, the undersigned hereby apply for and request you to allot to me/us the number of Debentures stated below on the above offer. The amount payable on application is enclosed herewith. I/We hereby agree to accept the Debentures applied for or such smaller number as may be allotted to me/us, subject to the terms and conditions contained in the Prospectus dated 03 January 2013. I/We irrevocably give my/our authority and consent to the Deutsche Bank, AG, Colombo Branch to act as my/our Trustee subject to the terms and conditions stipulated in the Trust Deed dated 08 November 2012 entered into between Commercial Credit and Finance PLC (Commercial Credit) and the said Trustee. I/We authorize you to procure my/our name(s) to be placed in the Register of the holders of the above mentioned Debentures of Commercial Credit for such number of Debentures that may be allotted on the basis of acceptance by Commercial Credit.

NUMBER OF DEBENTURES				PRICE (LKR) 100	AMOUNT TO BE PAID @ LKR 100 PER DEBENTURE			

Mode of Payment (Please ✓ as appropriate)

	NAME OF BANK	BRANCH	CHEQUE/DRAFT/GUARANTEE NUMBER
Cheque			
Bank Draft			
Bank Guarantee			

TITLE (Please circle as appropriate) (MR/MRS/MS/OTHER)	SOLE/PRIMARY APPLICANT
SURNAME WITH INITIALS/ NAME OF COMPANY/ CORPORATE BODY	
NAMES DENOTED BY INITIALS	
ADDRESS	
NIC / PASSPORT /COMPANY REG. NO.	CONTACT NO.

TITLE (Please circle as appropriate) (MR/MRS/MS/OTHER)	FIRST JOINT APPLICANT
SURNAME WITH INITIALS/ NAME OF COMPANY/ CORPORATE BODY	
NAMES DENOTED BY INITIALS	
ADDRESS	
NIC / PASSPORT /COMPANY REG. NO.	CONTACT NO.

TITLE (Please circle as appropriate) (MR/MRS/MS/OTHER)	SECOND JOINT APPLICANT
SURNAME WITH INITIALS/ NAME OF COMPANY/ CORPORATE BODY	
NAMES DENOTED BY INITIALS	
ADDRESS	
NIC / PASSPORT /COMPANY REG. NO.	CONTACT NO.

NAME & ADDRESS OF THE FINANCIER (Margin Trading Only)
CDS ACCOUNT NO.

Please provide accurate information to avoid delays in receipt of refund payments

Refund payment instructions – Refer Item 14 of the instruction (Please tick (✓) as appropriate)	Direct Transfer Via SLIP	Crossed Cheque Sent via Registered Post to the Sole/Primary Applicant
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DETAILS FOR TRANSFER VIA SLIPS	BANK NAME	BRANCH	ACCOUNT TYPE
In the event refunds are not to be made via SLIP please indicate "N/A" in the relevant section			

BANK CODE	BRANCH CODE	ACCOUNT NO.

DECLARATION IN TERMS OF THE SECTION 15 OF THE EXCHANGE CONTROL ACT OF SRI LANKA

TICK (✓) ONE BOX ONLY	I/We, the above applicant(s) of the above mentioned Debentures hereby declare that I/We are citizens of Sri Lanka and resident in Sri Lanka and I am/we are not acting as nominee(s) of any person (s) resident outside Sri Lanka.
	I/We, the above applicant(s) of the above mentioned Debentures being non-residents and non citizens, hereby declare that I /we have made the remittances enclosed out of funds authorized by the Controller of Exchange of Sri Lanka. Confirmation from the Bank to such effect is attached to this application.

SIGNATURE(S) OF APPLICANT(S)

SOLE/PRIMARY APPLICANT	FIRST JOINT APPLICANT	SECOND JOINT APPLICANT

INSTRUCTIONS

1. Application must be completed in FULL in CAPITAL LETTERS.
2. Please tick (✓) in the boxes appropriate to you.
3. Applications must be made for a minimum of 100 Debentures. Applications in excess of the minimum subscription shall be in multiples of 100 Debentures. Only one application should be made by any person or entity. Multiple Applications will be rejected.
4. Applications will NOT be accepted from individuals under the age of 18 years, or in the names of sole proprietorships, partnerships or unincorporated trusts.
5. If the ownership of Debentures is desired in the name of one individual, full details should be given only under the heading SOLE/PRIMARY APPLICANT. In the case of joint applicants, the signatures and particulars in respect of all applicants must be given under the relevant headings.
6. Joint Applicants should note that all parties of the Joint Application should either be residents of Sri Lanka or Non-Residents. An applicant of a Joint Application will not be eligible to send a separate Application either individually or jointly.
7. In the case of Applications made under Powers of Attorney a copy of the original Power of Attorney certified as "True Copy" by a Notary Public should be attached with the Application Form. The original Power of Attorney should not be attached.
8. Applications by companies, corporations and other corporate bodies registered/incorporated/ established in Sri Lanka should be made under their common seal or in any other manner as provided by their Articles of Association or such other constitutional documents of such Applicants or as per the statutes governing them. In the case of approved Provident Funds, Trust Funds and approved Contributory Pension Schemes the Application should be in the name of the Trustees/Board of Management.
9. Applicants must state his/her National Identity Card (NIC) Number and in the case of a corporate entity the Company Registration Number must be given in the space provided. Passport Number of a Sri Lankan citizen is acceptable only when the NIC number is not available. Application forms which do not state the NIC, Passport or Company Registration Number, as the case may be, will be rejected.
10. Applicants must state their CDS Account Number correctly in the Application Form. Applicants who do not have a CDS Account are advised to open a CDS Account prior to making the Application in order to facilitate the uploading of allotted Debentures to the CDS. Please note that upon the allotment of Debentures under this issue the allotted Debentures would be credited to the Applicant's CDS Account so indicated. Please note that Debenture certificates shall not be issued. Applications which do not carry the CDS Account Number, which is not opened at the time of the closure of the subscription list or which indicate an incorrect / inaccurate CDS Account Number shall be rejected, and no allotment will be made.
11. It should be noted that in the event the Applicant's CDS Account Number is correctly stated in the Application Form all correspondence with such Applicant will be sent to the address given to the CDS by such Applicant. Further, in the event the name or the address of the Applicant mentioned in the Application Form differ from the name or address given to the CDS by such Applicant in respect of the CDS Account mentioned in the Application Form, the name and the address given to the CDS by such Applicant in respect of the CDS Account mentioned in the Application Form will be considered as the name and Address of such Applicant. Therefore the Applicants who state their CDS Account Number in the Application Form shall ensure that their name and address mentioned in the Application Form tally with the name and address given to the CDS in respect of the CDS Account mentioned in the Application Form.
12. Applicants, who wish to apply through their Margin Trading Accounts, should submit the Application signed by the Margin Provider, requesting a direct upload of shares to the CDS Margin Trading Account. The Margin Provider should indicate the relevant CDS Account Number relating to the Margin Trading Account in the space provided in the Application Form. A true copy of the Margin Trading Agreement should be attached with the Application.
13. Margin Providers can apply under their own name and such Applications will not be construed as multiple Applications.
14. **Refund Payments** - If the Applicant has provided complete details of the Applicant's Bank Account in the Application Form, the refund payment will be made to the Bank Account specified by the Applicant through the Sri Lanka Inter Bank Payment System (SLIPS) provided that the refund amount does not exceed the **maximum limit of LKR 5.0 Million** imposed by the Central Bank of Sri Lanka. In the event the refund payment is made via SLIPS a payment advice shall be issued to the Applicant. If the Applicant has not provided details of the Bank Account in the Application Form or has provided incomplete details of the Bank Account, or if the refund amount exceeds LKR 5.0 Million, the refund payment will be made by a crossed cheque drawn in favour of the Applicant and sent by Registered Post to the registered address of such Applicant. In the case of a joint Application, a crossed cheque will be drawn in favour of the Primary Applicant whose name appears first in the Application Form. Investors are advised to provide accurate details for transfer of refund payments via SLIPS in order to avoid delays.

Mode of Remittance

Remittances should be made separately in respect of each Application only by way of a Cheque, Bank Draft or Bank Guarantee, as the case may be. Each Application Form should be accompanied by no more than one Cheque, Bank Draft or Bank Guarantee as the case may be for the aggregate amount payable on such Application. Applications with two or more Cheques, Bank Drafts or Bank Guarantees will be rejected. Payments for Applications for values above and inclusive of Sri Lankan Rupees One Hundred Million (LKR 100,000,000) should be supported by a Bank Guarantee.

Cheques and Bank Drafts should be drawn upon a Licensed Commercial Bank in Sri Lanka and crossed "Account Payee Only" and made payable to "COMMERCIAL CREDIT AND FINANCE PLC - DEBENTURE ISSUE ACCOUNT". The Bank Guarantees should be in a form acceptable to the Company and the Managers and Registrars to the Issue and should be issued by a Licensed Commercial Bank in Sri Lanka, payable on demand unconditionally to "COMMERCIAL CREDIT AND FINANCE PLC - DEBENTURE ISSUE ACCOUNT". The formats of the Bank Guarantees could be obtained from the office of the Managers and Registrars to the Issue.

CASH WILL NOT BE ACCEPTED

Remittances in respect of Applications made by foreign citizens, non resident Sri Lankan citizens, Foreign Institutional Investors and Corporate Bodies incorporated or established outside Sri Lanka should be in accordance with the instructions contained in Section 2.5 of the Prospectus.

Forwarding of Completed Applications

The Application Forms duly completed together with the remittances for the full amount payable should be dispatched by post or delivered by hand in an envelope addressed to:

**Managers and Registrars to the Issue
Merchant Bank of Sri Lanka PLC
Corporate Advisory and Capital Markets Division
Level 18, Bank of Ceylon Merchant Tower, 28, St. Michael's Road, Colombo 3.**

and marked "COMMERCIAL CREDIT AND FINANCE PLC – DEBENTURE ISSUE" on the top left hand corner of the envelope.

Applications could also be handed over to any Branch/Service Centre of MBSL, member firm or trading member of the Colombo Stock Exchange or Branch/Service Centre of COMMERCIAL CREDIT AND FINANCE PLC set out in Annexure – V (Collection Points) of the Prospectus.

Applications sent by post or delivered to any Collection Point should reach the office of the Managers/Registrars to the Issue at least by 1630 hrs (4.30 p.m.) on the **third (03rd) Market Day** immediately upon the closure of the Subscription List. Applications received after the said time period may be rejected even though they have been delivered to any Collection Point prior to the closing date or carry a post mark dated prior to the closing date.

**PLEASE REFER PROSPECTUS FOR DETAILS
APPLICATION FORMS AND ACCOMPANYING CHEQUES/BANK DRAFTS OR BANK GUARANTEES WHICH ARE ILLEGIBLE OR INCOMPLETE OR
NOT IN ACCORDANCE WITH PROVISIONS SETOUT IN THE PROSPECTUS OR THE ABOVE INSTRUCTIONS MAY BE REJECTED**