

Policy on relations with Shareholders and Investors

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Contents

| | |
|--|---|
| 1. Definitions and Abbreviations | 3 |
| 2. Introduction..... | 4 |
| 3. Scope | 4 |
| 4. Related Policies | 4 |
| 5. Principles of Engagement..... | 4 |
| 6. Communication Practices..... | 5 |
| 7. Material Transactions..... | 6 |
| 8. Relations with Investors | 6 |
| 9. Internal Controls and Training..... | 6 |
| 10. Compliance and Enforcement..... | 7 |
| 11. Reviews | 7 |

1. Definitions and Abbreviations

Unless otherwise defined or the context otherwise requires, all capitalized terms used in this Policy shall have the following meanings.

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| Applicable Laws | means all applicable statutes, laws, ordinances, rules and regulations, including but not limited to the Listing Rules, SEC Act and the Companies Act, in each case as in effect from time to time; |
| Board | means the Board of Directors of the Company; |
| Companies Act | means the Companies Act No. 7 of 2007; |
| Company | means Laugfs Gas PLC and Laugfs Power PLC; |
| Personnel | means all directors, consultants, management, officers and employees (including permanent, probation, temporary or contract staff) of the Company, and individuals (including trainees, seconded staff, casual workers, agency staff, interns); |
| CSE | means the Colombo Stock Exchange; |
| Listing Rules | means the Listing Rules of the Colombo Stock Exchange; |
| Policy | means this Policy on Relations with Investors and Shareholders; |

2. Introduction

This Policy establishes guidelines for the Company to engage effectively with investors and shareholders and outlines the Company's commitment to transparency, fairness, and effective communication in our interactions with stakeholders. By adhering to these principles, the Company aims to build trust, enhance shareholder value, and uphold the highest standards of corporate governance.

3. Scope

This Policy is applicable to all Personnel, involved in shareholder and investor relations activities, irrespective of their seniority or role within the organization. It establishes guidelines for communication, disclosure, and engagement practices that align with regulatory requirements and promote mutual understanding between the Company and its shareholders and investors.

4. Related Policies

This Policy should be read in conjunction with the other policies, key documents, and guidelines of the Company, including the following:

- Policy on Corporate Disclosures;
- Policy on Whistleblowing;

5. Principles of Engagement

- (a) **Transparency and Disclosure:** The Company will provide accurate, timely, and comprehensive information to investors and shareholders, adhering to all Applicable Laws and best practices. Financial and non-financial disclosures will be made in a clear, consistent, and understandable manner.
- (b) **Accessibility and Responsiveness:** The Board of Directors and senior management will be accessible to investors and shareholders. Inquiries and requests for information will be addressed promptly and transparently, with due consideration for confidentiality and legal constraints.
- (c) **Fair Treatment:** All investors and shareholders will be treated fairly and equally, without discrimination or favoritism. Information will be disclosed to all stakeholders simultaneously, except where confidentiality obligations or legal requirements dictate otherwise.

- (d) **Shareholder Rights:** The Company recognizes and respects the rights of shareholders, including the right to participate in meetings, vote on key matters, and receive dividends and other entitlements in a timely manner. The Board will protect and facilitate the exercise of shareholders' rights and ensure the equitable treatment of all shareholders, including minority and foreign shareholders and provide an opportunity to obtain effective redress for violation of their rights.
- (e) **Long-Term Value Creation:** The Company is committed to creating sustainable long-term value for shareholders. Investor communication will focus on articulating the Company's strategy, performance objectives, and governance practices that support value creation.

6. Communication Practices

- (a) **Financial Reporting:** The Company will issue quarterly and annual financial statements, in accordance with Applicable Laws, best practices and accounting standards. These reports will be published promptly and accessible to all stakeholders.
- (b) **Investor Relations:** The investor relations function will be responsible for managing investor communication and relationships. The investor relations team will maintain ongoing dialogue with investors, facilitate meetings with management, and ensure that investor inquiries are addressed effectively.
- (c) **Annual General Meetings (AGMs):** The Company will hold AGMs annually to provide shareholders with updates on corporate performance, strategy, and governance matters in accordance with Applicable Laws and best practices. Shareholders will have the opportunity to ask questions, participate in voting, and engage with Board members and management. The Chairperson of the Board must arrange for the Chairpersons of the Audit, Remuneration, Nomination and Related Party Transactions Review Committees and the Senior Independent Director where such appointment has been made, to be available to answer questions at the AGM, if requested by the Chairperson.

The Company Secretary shall ensure that a summary of the procedures governing voting at General Meetings is circulated along with every Notice of General Meeting. The Company shall ensure that all valid proxy appointments received for general meetings are properly recorded and counted. The Board of Directors will ensure that there will be no impediment to cross border voting.

- (d) Corporate Website and Investor Portal: The Company's corporate website will serve as a central repository for investor information, hosting financial reports, press releases, presentations, and other relevant materials. An investor portal may be established to provide secure access to shareholder-specific information. The Board appoints Company Secretary/other officer as the contact person in relation to shareholder matters.

7. Material Transactions

The Board will seek the assistance of the Chief Financial Officer, the Company Secretary and the designated officer appointed by the Related Party Transaction Review Committee (as applicable) to determine whether a transaction being entered into by the Company amounts to a related party transaction and/or a major transaction, as defined under Applicable Laws and best practices and ensure that related party transactions which are not exempted are duly approved by the Related Party Transaction Review Committee and that shareholder approval requirements and disclosure requirements are met as required under such Applicable Laws and best practices.

8. Relations with Investors

- (a) Institutional Investors: The Company will conduct regular and structured dialogue with shareholders who are institutional investors based on a mutual understanding of objectives. Arising from such dialogue, the Chairperson of the Company will ensure the views of shareholders are communicated to the Board as a whole. When evaluating the Company's governance arrangements, particularly those relating to board structure and composition, institutional investors shall be encouraged to give due weight to all relevant factors drawn to their attention.
- (b) Other Investors: Individual shareholders, investing directly in shares of the Company will be encouraged to carry out adequate analysis or seek independent advice in investing or divesting decisions. Further, individual shareholders will be encouraged to participate in general meetings of companies and exercise their voting rights.

9. Internal Controls and Training

The Company will maintain internal controls and procedures designed to ensure compliance with this Policy, including shareholder/investor communication practices to adhere to regulatory standards and internal policies.

This Policy will be presented to all Personnel, and as needed subsequently. Personnel will receive training or other communication activities on the importance of shareholder/investor relations.

10. Compliance and Enforcement

The Board shall regularly monitor compliance with this Policy and relevant Applicable Laws and best practices.

Non-compliance with this Policy may result in disciplinary action, including termination of employment or other appropriate measures, in accordance with Company policies and Applicable Laws. Personnel who have concerns about potential violations of this Policy or improper disclosure practices are encouraged to report such concerns through established whistleblower channels without fear of retaliation.

11. Reviews

This Policy and related procedures will be reviewed at least annually, or more frequently if required, by the Board to:

- ensure they remain effective and relevant to the Company;
- ensure that they continue to comply with Applicable Laws and industry standards;
- determine if any changes are required.