

POLICY ON RELATIONS WITH SHAREHOLDERS AND INVESTORS

1. DEFINITIONS:

‘Board’: Board of Directors of Ceylon Tobacco Company PLC

‘Code’: Code of Best Practice on Corporate Governance 2023

‘Company’: Ceylon Tobacco Company PLC

‘Companies Act’: Companies Act No. 07 of 2007 as amended.

‘CSE’: Colombo Stock Exchange

‘SEC Act’: Securities and Exchange Commission Act No. 19 of 2021 as amended

‘Securities’: Securities shall have the same meaning as provided in SEC Act of Sri Lanka.

‘Price Sensitive Information’: Price sensitive information refers to any material information that, if made to the public, would likely influence an investor's decision to buy, sell, or hold the company's securities. Such information includes but is not limited to, information known to the Company, concerning property, assets, business, financial condition and prospects; corporate actions such as mergers and acquisitions; and dealings with employees, suppliers and customers; material contracts or development projects whether entered into in the ordinary course of business or otherwise; ownership changes of the Company's Securities owned by insiders or a change in effective or voting control of the issuer or any other developments that materially affect the present or potential rights or interests of the issuer's shareholders.

2. PURPOSE AND OBJECTIVE

The Company is committed to maintaining open and transparent communication with its shareholders and investors. This policy outlines the principles and practices that the Company will adhere to in order to foster effective relations with its shareholders and investors, in accordance with the Listing Rules, Securities and Exchange Commission (SEC) Regulations, the Code and applicable regulations in Sri Lanka.

This policy aims to achieve several key objectives, including the timely and accurate provision of information to shareholders and investors, establishment of effective two-way communication between the Company and its shareholders and investors, promotion of transparency and accountability in the Company's operational and decision-making practices, and compliance with all pertinent listing regulations and regulatory obligations in Sri Lanka.

3. DISCLOSURE OF INFORMATION

3.1 Timely and Accurate Disclosure

The Company shall ensure that information which would have a material impact on the share price of the Company, is disclosed to shareholders and investors as required under the Listing Rules and SEC Regulations, in a timely and accurate manner. Such material information includes, but is not limited to, financial results and performance, significant corporate actions and events, changes in the Board of Directors or senior management, major investments, acquisitions or disposals.

3.2 Channels of Communication

The Company will use various channels to disseminate information to shareholders and investors, including the CSE announcements, the Company's website, press releases, annual and interim reports, Shareholder meetings and briefings.

4. SHAREHOLDER MEETINGS

4.1 Annual General Meeting (AGM)

The Annual General Meeting (AGM) serves as a vital platform for dialogue between the Company and its shareholders. The Company will ensure that shareholders receive timely notification of the AGM, accompanied by detailed information regarding the topics to be addressed and resolved. Shareholders will be invited to attend the AGM and engage actively in the discussions.

4.2 Extraordinary General Meetings (EGMs)

EGMs may be convened as required to seek shareholder approval on specific matters. The Company will provide shareholders with sufficient notice and relevant information regarding the matters to be considered at the EGM.

5. INVESTOR RELATIONS

The Company will establish and maintain a dedicated Investor Relations (IR) personnel within the Legal Department of the Company to manage communication with investors (contact details of the said IR personnel have been specified at the end of this policy.)

The IR personnel will act as the primary point of contact for investors, organize investor meetings and conference calls when required, and address investor queries and concerns promptly. Further the said IR personnel shall act as the body responsible for ensuring that all Directors are aware of major issues and concerns of shareholders, including but not limited to requisitions made by shareholders for meetings as per the Companies Act No. 07, 2007 (as amended) and major concerns communicated by shareholders directly to such IR personnel or as communicated by the Registrar of the Company.

6. SHAREHOLDER RIGHTS AND PARTICIPATION

6.1 Voting Rights

The Company is committed to guaranteeing that shareholders possess the right to vote on important issues, which require shareholder approval as per the Companies Act and Listing Rules. The procedures for voting, as determined for each meeting, will be explicitly conveyed to shareholders.

6.2 Shareholder Feedback

The Company values feedback from its shareholders. Shareholders are encouraged to provide feedback and raise concerns with the Company's IR personnel whose contact details are available in the CSE and Company websites.

7. CONTACT INFORMATION

For any queries or concerns regarding this policy or other matters related to shareholders and investors relations, please contact the following officer from the Legal Department of the Company:

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