

Balangoda Plantations PLC statement on Relations with Shareholders and Investors

Introduction

The role of the Board of Directors (“Board”) is to provide entrepreneurial leadership of Balangoda Plantations PLC (“Company”) within a framework of prudent and effective controls which enables risks to be assessed and managed. This Policy aims to foster open and effective communication with the Company’s shareholders and investors, ensuring systematic disclosure of comprehensive, transparent, and timely information regarding its business operations and governance.

General Meetings

The Company is committed to conducting general meetings of shareholders in compliance with its Articles of Association and the relevant provisions of the Companies Act, serving as the primary channel for communication between the Company and its shareholders. Notices for these meetings will be dispatched in accordance with the Articles, accompanied by necessary circulars and documents pertinent to the agenda.

Meetings can be held physically, virtually, or in a hybrid format, ensuring accessibility for all shareholders. The Board will determine the appropriate format while adhering to guidelines from the Colombo Stock Exchange. Shareholders are encouraged to attend these meetings or appoint proxies to vote on their behalf. Additionally, all Directors and key executives will be present at the annual general meeting to address any questions or concerns raised by shareholders.

Corporate Disclosures

The Company ensures transparent corporate communications by sending notices of general meetings and annual reports to shareholders through registered post, courier, and electronic mail, while also making these documents accessible on its website at [<https://bgdpl.lk/>]. Additionally, the Company is committed to maintaining transparency by allowing shareholders to inspect Company records upon written request, in accordance with sections 119 and 121 of the Companies Act.

Material Transactions

The Board is responsible for disclosing relevant transactions to the Colombo Stock Exchange in accordance with the Listing Rules. For transactions deemed significant under section 185 of the Companies Act, shareholder approval is mandatory before proceeding. Additionally, any identified transactions with Related Parties require a special resolution from shareholders, as per Rule 9.14.9 of the Listing Rules, before the transaction occurs or, if conditional, before completion. During the approval process, the Company will provide shareholders with comprehensive information regarding the purpose and material facts of the transactions, ensuring that any concerns raised by shareholders are adequately addressed.

Governance and Review

This Policy is governed by the Governance & Nomination Committee. To maintain its effectiveness and ensure compliance with regulatory requirements and governance standards, the Committee will oversee its implementation, conduct periodic reviews, and propose any necessary amendments to the Board for final approval.