



POLICY ON CORPORATE GOVERNANCE, NOMINATIONS AND RE-ELECTION

SOFTLOGIC FINANCE PLC

2024

Version 1.0

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1. PURPOSE AND SCOPE

The Corporate Governance, Nominations and Re-election Policy outlines the principles, procedures, and responsibilities governing the corporate governance practices within Softlogic Finance PLC ("the Company"), nomination and re-election of directors. This policy aims to uphold the highest standards of transparency, integrity, and accountability in corporate decision-making.

2. CORPORATE GOVERNANCE PRACTICES

The Company must adhere to the Corporate Governance regulations outlined in the listing rules of the Colombo Stock Exchange, Code of best practice on Corporate Governance 2023 issued by CA Srilanka, Finance Business Act No. 42 of 2011 and the Finance Leasing Act, No 56 of 2000.

- 2.1 The Company must adhere to the Corporate Governance regulations outlined in the Terms of Reference of the Nominations and Governance Committee.
- 2.2 To ensure the ongoing enhancement of Corporate Governance framework of the Company, governance initiatives outlined in various voluntary governance codes shall be annually presented to the Company's Board of Directors for consideration.
- 2.3 The disclosures required in the Annual Report, as mandated by the Corporate Governance regulations specified in the listing rules of the Colombo Stock Exchange shall be disclosed accordingly.

3. NOMINATIONS APPOINTMENTS AND RE-ELECTION OF DIRECTORS

- 3.1 Appointments and re-election of the Directors to the Board should be done through the Nominations and Governance Committee
- 3.2 Appointments and re-election of the Directors should be in line with the rules stipulated in the Articles of Association of the Company.

4. AMENDMENTS AND REVIEW

- 4.1 This policy should undergo an annual review at minimum, and amendments may be made before the scheduled annual review if deemed necessary.