Policy on Relations with Shareholders and Investors

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SIGIRIYA VILLAGE HOTELS PLC
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SIGIRIYA VILLAGE HOTELS PLC: Policy on Relations with Shareholders and Investors

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1 Introduction

This policy outlines the principles, guidelines and procedures of providing information to the Company's shareholders, stakeholders and the public. The Shareholder and Investor Relations Policy will:

A. Serve as a statement to the Company's shareholders and other stakeholders of how SIGIRIYA VILLAGE HOTELS PLC ("SIGIRIYA") intends to keep them informed of material developments and maintain effective communications with them.

B. Provide a framework of processes and procedures upon which SIGIRIYA can successfully implement its Shareholder and Investor Relations programme.

2 The Shareholder and Investor Relations programme

A. SIGIRIYA is committed to reporting its financial results and material developments to the Colombo Stock Exchange, ensuring its shareholders and other stakeholders receive price sensitive information in a timely manner. SIGIRIYA will endeavour to ensure that such information is complete.

B. All public communications will be conducted only through its designated spokespersons.

C. Such information will proactively address reports and rumours, so as to avoid unnecessary speculation in its securities.

D. SIGIRIYA will provide reasonable access to analysts and the media to help them have information of the company but not influence any opinion.

E. The SIGIRIYA website also will have a regularly updated investor relations page which will be an additional source of information for investors.

3 Communication and Dissemination of Information

The Company strives to establish and maintain regular interaction and dialogue with retail and institutional shareholders and the stakeholders to generate awareness and understanding of the Company's business model, competitive strengths, growth strategy, and investment. The information shall be:

A. **Transparent:** material information will be released, whether it is favourable or not, in a balanced and fair manner that is not misleading.

B. **Consistent:** all stakeholders will receive the same information.

C. **Accurate:** information will be complete and accurate when released.

D. **On Time:** material information will be released as soon as it is known, unless there are exceptional legitimate reasons to withhold.

E. **Non-selective:** equality of access to material information will be achieved through broad public dissemination; no stakeholder will be given undisclosed material information in any form.

4 Spokespersons

A. The Company secretary plays a key role in implementing the disclosure policy and will obtain the necessary Board and Board Committee authorisations for disclosure.

B. The Chairman, Chief Executive Officer and the Company Secretary or their designees are responsible for ensuring that the company's disclosure obligations are met.

C. The Company secretary in coordination with the CEO shall ensure

   a) Timely disclosure of information ; quarterly reports and material events affecting the company's business and financial operations.

   b) Safekeeping of the Company's documents that are subject to mandatory storage , control access and providing of certified copies.

D. The designated Spokespersons shall be:

   a) Chairman

   b) Chief Executive Officer (CEO)

   c) Such other person appointed by either the Board, Chairman, or Chief Executive Officer

E. Designated officials in category a) b)and c) may communicate with all audiences providing information, data and analysis and responding to questions concerning all aspects of the company's operations and financial condition, its future prospects and its strategies. They may also discuss matters relating to the company's governance and management, as well as its products and services, and initiatives.

F. Where the information is material information that is price sensitive, the designated spokespersons must follow the procedures set out in the Policy on Corporate Disclosures.

5 Material Information

A. Material information is any information about the Company which might reasonably be expected to have a material effect on:

   a) the market price or value of the Company's securities, or activity in the trading of its securities or

   b) a decision to buy, sell or continue holding the Company's securities which is made by an existing holder of those securities, or someone considering an investment in those securities.

B. Material information, such as financial results, mergers and acquisitions, changes in management, and other significant developments, will be promptly disclosed and communicated in accordance with CSE regulations.

6 Confidential Information

A. All information regarding SIGIRIYA and its operations, financials and future prospects, shall be regarded as material and price-sensitive and must be treated as confidential unless it is already public.

B. Employees, Company Secretaries and third parties, such as the auditors, bankers, lawyers or other professional advisors who require such information to properly execute their duties, are to protect the confidentiality of such information. Confidentiality of third parties may be secured through Non-Disclosure Agreements.

7 Reports and Events

The following reports and events are part of the Company's normal communications.

A. Quarterly Financial Reports

The Quarterly Financial Reports will be issued to the CSE. Thereafter, a copy of the quarterly report will be posted on SIGIRIYA's website.

B. Annual Report

The Annual Report will be published will be available on SIGIRIYA's website and on the website of the Colombo Stock Exchange. The complete Annual Report in a printed format will be delivered only to persons who notify the Company that they would like to receive the annual report in printed format.

C. The Annual General Meeting

The Annual General Meeting is an important forum that provides an opportunity for shareholders to engage with the Board and senior management, and to gain a fuller understanding of the Company's affairs. The Company will endeavour to provide shareholders with all relevant information.

D. Briefings and Press Conferences

Briefings and Press Conferences will be held for the announcement of major corporate developments. The Chairman, CEO or such other person appointed either by the Board or the Chairman will conduct the press conference/briefing, with assistance from other company heads where necessary.

E. Meetings and Interviews with Investors, Analysts and the Media.

On all these occasions, care will be taken to ensure only information already in the public domain is discussed.

8 Analysts Reports and Rumors

A. Analysts Reports

The Company will give reasonable access to analysts to help them formulate their opinions on the Company, only verbal guidance will be given and the company will point out factual errors or assumptions which are inconsistent with previously announced information. It will not provide any forecast, or influence the recommendation, opinions and conclusions of the analyst.

B. Rumors

The company will not respond to rumours unless they appear to contain material information or may be expected to affect the price of the company's shares. When a report or rumour about the company contains material errors, the company will issue an

announcement to the CSE to deny or clarify the report or rumour and provide sufficient supporting information.

6 Approval, Revision s Dissemination of the Policy

The policy should be revised as deemed necessary, particularly in the event of changes in law and authoritative sources of best practice in corporate governance. However, it will be reviewed and revised at least every two years to ensure that it is updated to reflect developments in relation to the subject.

The Nominations and Corporate Governance Committee has reviewed and recommended this policy which has been approved by the Board.

The Policy uploaded on the website of the Company in accordance with the CSE Listing Rules.