

# Policy On Corporate Disclosures

Board : Board of Directors of Gestetner of Ceylon PLC

Company: Gestetner of Ceylon PLC

Version: 01

Listing Rules': Listing Rule 9.2.1 (J)

## 1. INTRODUCTION

Gestetner of Ceylon PLC (hereinafter referred to as "the Company") is dedicated to maintaining the utmost standards of corporate disclosure. As a diversified conglomerate listed on the Colombo Stock Exchange, the Company acknowledges the significance of delivering precise, timely, and transparent information to all stakeholders. This Corporate Disclosure Policy outlines the framework for the Company's information disclosure practices, ensuring adherence to legal and regulatory obligations while fostering investor confidence.

## 2. OBJECTIVES

The objectives of this Corporate Disclosure Policy are to ensure accuracy, promote transparency, and ensure compliance. The policy aims to guarantee that all disclosed information is precise, complete, and accurately reflects the Company's financial and operational performance. Additionally, it seeks to foster openness in communications with stakeholders to maintain trust and facilitate informed decision-making. Finally, the policy underscores the importance of adhering to legal and regulatory requirements governing corporate disclosure, including those established by the Colombo Stock Exchange and other relevant authorities.

## 3. AUTHORITY FOR INFORMATION DISCLOSURE

- Oversight: The Board is responsible for overseeing the Company's disclosure practices and ensuring alignment with regulatory requirements and best practices.
- Approval: Approve major disclosures, including annual reports and significant press releases, before they are made public.

## 4. PROCEDURES ON CORPORATE DISCLOSURE

### 4.1 Preparing Disclosure

Collect and validate pertinent information from different departments, including finance, operations, and legal, to ensure both accuracy and completeness. Prepare disclosures in alignment with regulatory requirements and Company policies, ensuring clarity and thoroughness in the communication.

## **4.2 Approval Process**

Submit draft disclosures to the Board of Directors or the appointed review committee for their approval. Ensure that all required approvals are secured prior to finalizing the disclosure. Obtain the final sign-off from authorized personnel, including senior management and the Company Secretary, before publicly releasing the disclosures.

## **4.3 Dissemination of Information**

Distribute information via suitable channels, including the Company's website, regulatory submissions, and press releases. Ensure that the information is accessible to all stakeholders. Internally convey significant information to employees and other pertinent parties to promote alignment and readiness

# **5. HANDLING CONFIDENTIAL INFORMATION**

## **5.1 PRICE SENSITIVE INFORMATION**

Price-sensitive information refers to any significant information that, if disclosed to the public, could likely affect an investor's decision to buy, sell, or hold the company's securities. This includes, but is not limited to, information known to the Company regarding its properties, assets, business operations, financial status, and future prospects; corporate actions such as mergers and acquisitions; interactions with employees, suppliers, and customers; material contracts or development projects, whether conducted in the normal course of business or not; changes in the ownership of the Company's securities held by insiders or alterations in effective or voting control of the issuer; as well as any other events that could significantly impact the current or future rights or interests of the issuer's shareholders.

## **5.2 Announcements to the Exchange**

The Company shall promptly disclose price-sensitive information to the Exchange, ensuring that all investors receive timely access to information that may significantly impact their investment decisions. The Company is required to utilize the Exchange's electronic disclosure system for this purpose, guaranteeing that the information is disseminated to all investors at the same time and is publicly accessible. Any announcements regarding 'price-sensitive' information uploaded to the Exchange's electronic disclosure system must be executed in writing by an authorized officer of the Company and bear the signature of another authorized officer.

Price-sensitive information may be shared on an individual or selective basis with analysts, shareholders, or other parties, as long as such information has already been disclosed and distributed to the Exchange.

## **6. MONITORING AND COMPLIANCE**

- Perform audits of disclosure practices to verify adherence to this policy and regulatory standards. Identify and rectify any discrepancies or concerns. Establish internal controls to oversee and enforce compliance with disclosure procedures and practices.
- Set up mechanisms for reporting any breaches of disclosure policies or procedures, and motivate employees and stakeholders to raise concerns or highlight discrepancies. Conduct timely and comprehensive investigations into reported violations, and implement suitable corrective measures to resolve issues and prevent future occurrences.

## **7. WITHHOLDING CONFIDENTIAL INFORMATION**

In the following circumstances disclosures may be withheld for bona fide purposes. However, such situations constitute an infrequent exception to the normal requirement of immediate public disclosure. Hence, in cases of doubt, the presumption must always be in favour of disclosure

- when immediate disclosure could prejudice the ability of the company to pursue its corporate objectives or a bona fide transaction that is contemplated.
- When the facts are in a state of flux (constantly changing) and a disclosure could be counterproductive and could mislead the public and the market.
- When the company is holding negotiations with a third party and has not reached an agreement in-principle on the relevant transaction.

If material information is being withheld, the Company must uphold the highest level of confidentiality by restricting access to such information to a limited number of individuals and safeguarding all confidential documents, while ensuring that anyone with access to unpublished price-sensitive information refrains from trading in the Company's securities or those of connected companies that may be impacted by this information

## **8. POLICY REVIEW AND UPDATES**

This Policy will be periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have an impact on Corporate Disclosures Policy Updates.