

Policy on Internal Code of Business Conduct and Ethics

Co-operative Insurance Company PLC

1. Purpose

This policy establishes the standards of ethical behavior, integrity, and professional conduct expected of all directors and employees of Co-operative Insurance Company PLC. It also outlines specific rules regarding trading in the company's listed securities to ensure compliance with applicable laws and regulations, including the **Listing Rules of the Colombo Stock Exchange (CSE)** and the **Securities and Exchange Commission of Sri Lanka (SEC)**.

2. Scope

This policy applies to:

- All directors (executive and non-executive).
 - All employees at every level, including temporary and contract staff.
 - Any person acting on behalf of the company.
-

3. Core Principles of Business Conduct and Ethics

3.1 Integrity and Honesty

- Conduct business with honesty, integrity, and transparency.
- Avoid any form of dishonesty, fraud, or unethical behavior.

3.2 Compliance with Laws and Regulations

- Comply with all applicable laws, including those of the Insurance Regulatory Commission of Sri Lanka (IRCSL), SEC, and CSE.
- Adhere to internal company policies and industry standards.

3.3 Fairness and Respect

- Treat all colleagues, customers, and stakeholders with respect and fairness.
- Prohibit discrimination, harassment, or any form of abusive behavior.

3.4 Conflict of Interest

- Avoid situations where personal interests conflict with the company's interests.
- Disclose any potential conflicts of interest to the Board or relevant authority.

3.5 Confidentiality

- Protect and maintain the confidentiality of sensitive company, customer, and employee information.
- Refrain from disclosing confidential information without proper authorization, even after leaving the company.

3.6 Corporate Responsibility

- Conduct business responsibly and sustainably, respecting the environment and contributing positively to the community.
-

4. Policy on Trading in the Company's Listed Securities

4.1 Insider Trading Prohibition

- Directors and employees are prohibited from trading in the company's securities while in possession of material, non-public information (inside information).
- Examples of inside information include:
 - Financial performance or earnings forecasts.
 - Significant business transactions, mergers, or acquisitions.
 - Changes in senior management or board composition.
 - Regulatory actions or investigations.

4.2 Trading Blackout Periods

- A trading blackout period applies during:
 - The preparation of quarterly and annual financial statements, until such results are publicly disclosed.
 - Any period where significant, material information has not yet been disclosed to the public.
- Directors and employees will be notified of specific blackout periods by the Compliance Officer.

4.3 Pre-Approval for Trading

- Directors, senior management, and designated employees must seek written pre-approval from the Compliance Officer before trading in the company's securities.
- Approval is valid for a limited period and does not absolve individuals of their legal and ethical obligations.

4.4 Disclosure of Trades

- Directors and senior management must disclose all trades in the company's securities within the timelines specified by the SEC and CSE rules.
-

5. Responsibilities

5.1 Directors and Senior Management

- Uphold the highest standards of ethical behavior and act as role models for employees.
- Ensure compliance with this policy and related laws.

5.2 Employees

- Familiarize themselves with and adhere to the provisions of this policy.
- Report any suspected violations promptly.

5.3 Compliance Officer

- Monitor compliance with insider trading rules and blackout periods.
 - Provide training and updates on changes to relevant laws and regulations.
 - Maintain records of pre-approvals, disclosures, and reported violations.
-

6. Reporting Violations

6.1 Reporting Channels

- Employees and directors are encouraged to report violations of this policy through the designated whistleblowing mechanism.
- Reports can be made anonymously and will be treated with confidentiality.

6.2 Investigation

- All reported violations will be promptly investigated.
 - Disciplinary action, up to and including termination, will be taken against those found to have violated the policy.
-

7. Training and Awareness

- Regular training sessions shall be conducted to educate directors and employees on ethical behavior, insider trading laws, and this policy.
 - Employees and directors shall acknowledge their understanding and commitment to the policy annually.
-

8. Compliance and Review

- The company shall conduct periodic audits to ensure adherence to this policy.
 - This policy shall be reviewed annually or as required by changes in regulatory requirements.
-

Approved by the Board of Directors