

# Policy on Relations with Shareholders and Investors

Co-operative Insurance Company PLC

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## 1. Purpose

This policy establishes a framework for engaging with shareholders and investors in a manner that ensures transparency, accountability, and mutual trust. It aligns with the requirements of the **Colombo Stock Exchange (CSE)**, the **Securities and Exchange Commission of Sri Lanka (SEC)**, and global best practices in corporate governance.

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## 2. Scope

This policy applies to all interactions with shareholders (institutional and retail) and investors, including:

- Communication of financial and operational performance.
  - Engagement at Annual General Meetings (AGMs) and Extraordinary General Meetings (EGMs).
  - Disclosure of material information.
  - Addressing shareholder concerns and feedback.
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## 3. Objectives

- To build and maintain trust and confidence among shareholders and investors.
  - To ensure timely, accurate, and transparent communication of material information.
  - To protect shareholder rights and promote active participation in corporate governance.
  - To comply with all legal and regulatory requirements regarding shareholder relations.
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## 4. Shareholder Rights

### 4.1 Equal Treatment of Shareholders

- All shareholders shall be treated equitably, regardless of shareholding size or type.
- Shareholders shall have equal access to information that affects their investment decisions.

### 4.2 Participation in Governance

- Shareholders have the right to participate and vote at AGMs and EGMs.
- Shareholders shall have access to company policies, reports, and financial statements.

### 4.3 Dividend Policy

- Shareholders have the right to receive dividends in accordance with the company's dividend policy, subject to Board approval and financial performance.
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## 5. Communication and Engagement

### 5.1 Annual General Meeting (AGM)

- The AGM serves as a primary platform for shareholder engagement.
- Shareholders shall receive the notice, agenda, and supporting documents at least 21 days prior to the AGM, as required by the **Companies Act No. 7 of 2007**.
- Shareholders shall have the opportunity to ask questions and provide feedback during the meeting.

### 5.2 Financial Reporting and Disclosures

- The company shall publish its Annual Report, quarterly financial statements, and any material disclosures on its website and to the CSE.
- Reports shall adhere to the International Financial Reporting Standards (IFRS) and local regulatory requirements.

### 5.3 Investor Communication Channels

- The company shall maintain open communication channels with shareholders, including:
  - Dedicated email and contact details for investor relations.
  - Regular updates via the corporate website.
  - Press releases and public announcements.

## **5.4 Meetings with Investors and Analysts**

- The company may hold meetings with institutional investors and analysts to discuss financial performance, strategy, and governance practices, ensuring compliance with insider trading laws.

## **5.5 Addressing Shareholder Inquiries**

- The company shall promptly respond to shareholder inquiries through its Investor Relations team.
  - FAQs and other resources shall be made available on the company's website to address common queries.
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# **6. Disclosure of Material Information**

## **6.1 Regulatory Compliance**

- The company shall disclose material information promptly to the CSE, SEC, and shareholders, in line with listing rules and regulations.

## **6.2 Types of Disclosures**

- Financial performance, significant business developments, changes in Board composition, dividend declarations, and any other material events.

## **6.3 Insider Information and Confidentiality**

- Directors and employees are prohibited from disclosing or acting on material non-public information until it is made public, ensuring compliance with insider trading laws.
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# **7. Shareholder Engagement Policies**

## **7.1 Institutional Shareholders**

- The company encourages institutional shareholders to engage constructively on corporate governance and long-term strategies.

## **7.2 Minority Shareholders**

- The company protects the rights of minority shareholders and ensures their voices are heard in decision-making processes.

## **7.3 Shareholder Activism**

- The company respects shareholders' rights to express their views and propose resolutions, provided they align with legal and governance frameworks.
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# **8. Dividend and Capital Allocation Policy**

The company shall balance dividend payments with reinvestment needs to ensure sustainable growth. Dividend payments shall be:

- Transparent and predictable.
  - Based on profitability, liquidity, and regulatory capital requirements.
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# **9. Corporate Social Responsibility and ESG Reporting**

- The company shall engage shareholders on its sustainability initiatives, including Environmental, Social, and Governance (ESG) metrics.
  - ESG performance shall be reported annually to promote transparency and accountability.
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# **10. Grievance Mechanism**

## **10.1 Shareholder Complaints**

- Shareholders can lodge complaints through designated channels (Shareholder complaints portal in our web site).
- Complaints shall be acknowledged and resolved promptly by the Investor Relations team.

## **10.2 Mediation and Arbitration**

- Disputes that cannot be resolved internally may be referred to mediation or arbitration as per applicable laws.
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## **11. Investor Relations Team**

- The company shall establish a dedicated Investor Relations (IR) team responsible for:
    - Managing communications with shareholders and investors.
    - Ensuring compliance with disclosure requirements.
    - Preparing investor presentations and reports.
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## **12. Monitoring and Review**

- The Board shall monitor the effectiveness of this policy and shareholder engagement practices.
  - This policy shall be reviewed annually and updated to reflect changes in laws, regulations, and best practices.
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**Approved by the Board of Directors**