SHARE TRADING POLICY

PMF FINANCE PLC

2026

VERSION 1

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1.0 Introduction

PMF Finance PLC is committed to maintaining the highest standards of integrity, transparency, accountability, and corporate governance in all its business activities. As a company listed on the Colombo Stock Exchange (CSE), the Company recognizes the importance of ensuring that dealings in its securities are conducted in a manner that promotes market confidence and protects the interests of shareholders and other stakeholders.

The Share Trading Policy has been established to provide a framework governing the trading of the Company's listed securities by Directors, Key Responsible Persons (KRPs), and other employees involved in the financial reporting process or who may have access to unpublished price-sensitive information. The policy is intended to prevent the misuse of confidential information and to ensure that no individual derives an improper benefit through trading activities based on information that is not publicly available.

This policy aims to promote transparency and accountability in share trading activities and sets out the requirements relating to trading restrictions, Black-out period /Closed period, monitoring arrangements, approval processes, and disclosure obligations applicable to covered persons. It also seeks to safeguard the reputation of the Company by ensuring that transactions in the Company's securities are carried out in compliance with regulatory requirements and ethical standards.

All Directors, KRPs, and other employees covered under this policy are required to comply with its provisions and exercise due care when dealing in the Company's securities.

2.0 Regulatory Framework

This Policy has been established to ensure compliance with the applicable provisions of the Securities and Exchange Commission of Sri Lanka Act No. 19 of 2021 pertaining to Insider Trading, together with the requirements set out in Section 8- Corporate Disclosure and Section 9.2.1 (e) corporate Governance requirements Rules of the Colombo Stock Exchange (CSE).

3.0 Definitions

- **Information means:**

(a) information relating to listed public companies that are not sufficiently definite to warrant being made known to the public;
(b) matters relating to the intended decisions of a person;
(c) matters relating to negotiations or proposals with respect to
(i) commercial dealings;
(ii) dealings in securities;
(d) information relating to the financial performance of a company;
(e) information that a person proposes to enter into or has entered into one or more transactions or agreements in relation to securities or has prepared or proposes to issue a statement relating to such

securities; and

(f) matters related to the listed public company that have been decided to be executed in the future.

- **Insider means** a person, whether or not such person is connected to the respective company, if that person:

(a) possesses information that is not generally available which on becoming generally available a reasonable person would expect it to have a material effect on the price or the value of securities; and
(b) knows or could reasonably be expected to know that the information is not generally available

- **Securities means:**

(a) debentures, stocks, shares, funds, bonds, units in a collective investment scheme or any right, options or interests therein; or
(b) derivatives including futures and options, whatever the nature of the underlying asset relied on; or
(c) notes issued or proposed to be issued by any Government or any other incorporate or unincorporate body,
but does not include bills of exchange or promissory notes or certificates of deposits issued by a bank, securities issued by the Government of Sri Lanka or the Central Bank of Sri Lanka or such other product or class of products are not included under the definition of securities as per the act.

4.0 Insider Trading Prohibitions

The Policy acts as only a guideline and is not an exhaustive statement of all provisions of the law governing insider dealing as set out in the SEC laws. However, as part of continued compliance with the Colombo Stock Exchange rules, as a listed entity, the main provisions of the Act and the CSE rules are applicable to disclosure of price sensitive information and insider dealing.

Chapter 2 of the Securities and Exchange Commission of Sri Lanka Act, No. 19 of 2021 following insider trading have been included.

- An insider shall not (whether as principal or agent) in respect of any securities to which said information relates, sell or buy or enter into an agreement or transaction for the sale or purchase of such securities or procure directly or indirectly, an acquisition or disposal of or enter into an agreement or transaction with a view to the acquisition or disposal of such securities.

- The insider shall not directly or indirectly communicate the information referred above, or cause such information to be communicated to another person if the insider knows or could reasonably be expected to know that the other would or would tend to acquire, dispose of or enter into an agreement with a view to the acquisition or disposal of any securities to which afore stated information relates or procure or direct a third person to acquire, dispose of or enter into an agreement with a view to the acquisition or disposal of securities to which said information related to.

- A company is deemed to possess any information mainly among others which an officer of the Company possesses and came to his/her possession in the course of duties or knows or reasonably be expected know being an officer of the Company.

- Information that is not “generally available” which if becoming available to a reasonable person would expect it to have a material effect on the price or the value of the securities; and knows or could reasonably be expected to know that the information is not generally available has also been

referred to as 'unpublished price sensitive information' in certain regulations and codes of best practices and such term may be referred from time to time in this policy too.

- Therefore in terms of above provisions of the act if a Director, Officer or any employee of the Company or any agent or advisor of the Company is aware of/is in possession of 'information' as specified in terms of the Act or unpublished price sensitive information relating to the Company, neither that person nor any related person as specified in the Act, should sell or buy or enter into an agreement or transaction for the sale or purchase of such securities or procure directly or indirectly, an acquisition or disposal of or enter into an agreement or transaction with a view to the acquisition or disposal of such securities.

- In addition, a person can be liable for disclosing this type of information to third parties who then trade in the securities, even though the disclosing person does not engage in any securities transaction or profit from the third party's trade.

5.0 Closed Period / Black Out Period

Directors, Key Responsible Persons ("KRPs"), employees, and their immediate family members (including spouses) shall not trade in the Company's securities during a Blackout Period (Closed Period) or while in possession of any unpublished price-sensitive information.

The Company Secretary shall notify the Board of Directors, KRPs, and employees of the commencement and duration of each Blackout Period (Closed Period).

A Blackout Period (Closed Period) shall commence fifteen (15) business days prior to the end of each quarterly, semi-annual, or annual reporting period and shall remain in effect until two (2) market days following the public release of the relevant financial results through the Colombo Stock Exchange.

In addition, where a Director, KRP, or employee is aware of any material unpublished price-sensitive information, including but not limited to information relating to dividends, mergers, acquisitions, or other significant corporate events, such person shall not trade in the Company's securities until two (2) market days after such information has been publicly disclosed through the CSE. Where there is any uncertainty regarding a proposed transaction, the individual shall seek guidance from the Company Secretary or refrain from trading until clarification is obtained.

Trading in the Company's securities during a Blackout Period (Closed Period) may be permitted only in exceptional circumstances. Directors shall obtain prior written approval from the Chairman, while KRPs and employees shall obtain prior written approval from the Chief Executive Officer. Exceptional circumstances may include severe financial hardship or situations where the timing of the transaction is critical for significant tax planning purposes.

6.0 Monitoring

The company will monitor all purchases of listed securities by Directors, KRPs and employees in the company. The monitoring process will include the following steps:

a) KRPs and employees must notify the company secretary of any intention to purchase listed securities from the company.
b) The company secretary will monitor all listed security purchases by KRPs and employees and maintain a record of all purchases.

c) The company secretary will report any significant listed security purchases to the board of directors.
d) The board of directors will review the listed security purchases and determine whether the purchases made contravene the rules, regulations and guidelines of the CSE, SEC, CBSL and or The Code of Best Practice of Corporate Governance 2023 issued by CA Sri Lanka.

7.0 Disclosure

Directors, KRPs and employees must disclose all purchases of listed securities in the company to the Company Secretary immediately up on completion of the transaction. The disclosure must include the following information:

- The date of purchase
- The number of securities purchased
- The price paid for the securities
- The method of payment
- The source of funds used to purchase the securities

The Company Secretary will maintain a register of all listed security purchases by directors, KRPs, and employees, which will be available for inspection by shareholders upon request.

8.0 Potential Criminal /Civil Liability and Disciplinary Action for Breaches of this Policy

Possible Liability on Insider Dealing/Trading

A person who violates the provisions of the Policy hereof commits an offence (including any person assisting or conspires to commit the offence) and shall be liable;

a) To a fine not less than Ten Million Rupees (LKR 10 Mn) or to imprisonment for a term not exceeding 10 Years or to both such fine and imprisonment.
b) An offence committed in terms of this Act shall be triable upon indictment by the High Court
c) Where the SEC considers it as appropriate, it may institute Civil Proceedings in court against the person/s.

Possible Disciplinary Action

Any KRP or employee who breaches this Policy may be subject to disciplinary action by the Company. Disciplinary measures may include warning letters, temporary disqualification from promotions, suspension, or termination of employment.

9.0 Communication of this Policy

Copy of this policy document will be made available to all employees will also be accessible on the MintHR system. It is the responsibility of each individual to comply with this policy.

10.0 Policy Review

This policy is subject to review once in every two years or if deemed necessary prior to the expiry of the said period, upon any update/change requirements of the regulator/s in respect of the subject matter.