

SINGER FINANCE

SINGER FINANCE (LANKA) PLC
Company Reg. PB 813 PQ
No. 498, R. A De Mel Mawatha, Colombo 03

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IF YOU ARE IN DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR
STOCKBROKER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY

CIRCULAR TO SHAREHOLDERS – RIGHTS ISSUE 2025

Dear Shareholder/s,

ISSUE OF UP TO SEVENTY FIVE MILLION SEVEN HUNDRED AND SEVENTY SEVEN THOUSAND SEVEN HUNDRED AND SEVENTY EIGHT (75,777,778) ORDINARY SHARES AT RUPEES TWENTY SIX AND CENTS FIFTY (RS. 26.50) PER SHARE BY WAY OF RIGHTS

1. BACKGROUND

We wish to inform you that the Board of Directors of Singer Finance (Lanka) PLC (“the Company” or “SFIN”) has duly resolved to convene an Extraordinary General Meeting (EGM) of the Company on 29th August 2025 at 3.00 PM, to be held as a Fully Virtual Meeting, for the purpose of enabling its Shareholders to consider and if thought fit, to pass the Resolution set out in the Notice of the Extraordinary General Meeting (Notice of Meeting) pertaining to the Rights Issue of Ordinary Shares of the Company.

The objective of this capital raising initiative is to secure funds amounting to Rs. 2,008 million, aimed at strengthening the company's capital adequacy ratio. The entirety of the funds obtained through this initiative will be allocated to further develop and expand the lending portfolio, thereby supporting the company's growth strategy. In the aforesaid context, the Board of Directors of the Company has decided to issue up to 75,777,778 Ordinary Voting Shares by way of a Rights Issue (“the Rights Issue”) subject to the approval of the Shareholders at an EGM.

2. THE RIGHTS ISSUE - ORDINARY SHARES

At a Board Meeting held on 26th May 2025, the Board of the Company resolved subject to the approval of the Shareholders, to offer up to **Seventy Five Million Seven Hundred and Seventy Seven Thousand Seven Hundred and Seventy Eight (75,777,778) Ordinary Shares at Rupees Twenty Six and Cents Fifty (RS. 26.50) per share** in proportions of **Six (06) new Ordinary Shares for every Sixteen (16) existing Ordinary Shares held**, by way of a Rights Issue via Provisional Letter of Allotment with the right to request for additional shares and the right to renounce only in favor of the Central Depository Systems (Pvt) Limited (CDS) to the registered Ordinary Shareholders of the Company as at the end of trading on 2nd September 2025 (Record Date/Date of Entitlement which is the 2nd market day from and

excluding the EGM date). Accordingly, the Company expects to raise the Tier I Capital by a total sum of **Rupees Two Billion Eight Million One Hundred and Eleven Thousand One Hundred and Seventeen (Rs.2,008,111,117/-)** through the Rights Issue of the Ordinary Voting Shares.

Table 2.1: Rights Issue Price and Ratio

Rights Issue	Number of New Shares by way of Rights	Issue Price (Rs.)	Closing Share Price (Rs.)*	3M VWAP Price (Rs.)**	Ratio
Ordinary Shares	75,777,778	26.50	32.50	30.62	06 for 16

**as at 23rd May 2025 Last Market Day before the Board Resolution*

***VWAP for the 3-months period from 25th February 2025 to 23rd May 2025*

The Board further resolved that in its opinion, the considerations of Rs. 26.50 per Ordinary Share for which the Shares are to be issued are fair and reasonable to the Company and the existing Shareholders as required by the Companies Act No. 07 Of 2007. When considering the Rights Issue price per share, the Board took into consideration the Volume Weighted Average Price (VWAP) over a period of 3 months from 25th February 2025 to 23rd May 2025 and the closing share prices as at 23rd May 2025 (Last Market day before the Board Resolution) as shown in Table 2.1 above.

Further, by letter dated 19th June 2025, the Director Supervision of Non-Bank Financial Institutions (NBFI) of the Central Bank of Sri Lanka (CBSL) has granted the approval to the aforesaid Rights Issue and drawing attention to the provisions of the Finance Business Act (Maximum Percentage Limits of Share Capital of Licensed Finance Companies) Direction No. 08 of 2020 when proceeding with the proposed right issue, subject to compliance with all applicable regulatory and legal requirements of the Colombo Stock Exchange (CSE), Securities and Exchange Commission of Sri Lanka (SEC), and other relevant authorities.

Further, the CSE by the letter dated 6th August 2025, has granted the approval in principle, in terms of Section 5.2 of the CSE Listing Rules, subject to other conditions as set out in the said letter, to issue and list the new securities.

Rights will be issued to the existing shareholders, as at the end of trading on 2nd September 2025 (being the Record Date/Date of Entitlement, which is the 2nd market day from and excluding the EGM date i.e. 29 of August 2025) at the issue prices stated in the table above, provided that no Shareholder shall upon or in consequence of such provisional allotment be entitled to a fraction of a share, such fractional shares to be pooled together and be allotted to the respective holders of shares who applied for additional shares. The fractional entitlement referred to herein shall mean the fractions arising after applying the following formula.

The basis of allotment of new Ordinary Shares shall be as follows:

$$\frac{\text{Number of Ordinary Shares held by a Shareholder as at end of trading on the Record Date} \times 6}{16}$$

Each Shareholder will be entitled, under the Rights Issue, based on the ratio shown in Table 2.1 above, Six (6) new Ordinary Shares for every Sixteen (16) existing Ordinary Shares held (as per the above formula).

Subsequent to the Rights Issue, assuming it's full subscription, the Stated Capital of the Company would be as follows:

	Pre Rights Issue	Proposed Rights Issue	Post Proposed Rights Issue
Number of Ordinary Voting Shares	202,074,075	75,777,778	277,851,853
Stated Capital (Rs.)	1,996,444,457	2,008,111,117	4,004,555,574

The new Ordinary Shares upon due acceptance and payment shall rank *pari passu* in all respects with the existing Ordinary Shares including the right to participate in any dividend declared only after the final allotment which shall be after the last date of acceptance and payment.

3. MINIMUM SUBSCRIPTION / UNDERWRITING ARRANGEMENTS

The Company has not entered into any formal underwriting agreement in connection with the proposed Rights Issue. The Company requires full subscription to meet its growth projections and if the Rights Issue is not fully subscribed, it will still proceed, strengthening the Tier I Capital, while profits from regular business operations will continue to enhance Tier I Capital, and growth projections will be adjusted accordingly. Since the Rights are being offered at a substantial discount, compared to the market price of shares as at 23rd May 2025, which amounted to Rights price of Rs.26.50 for Ordinary Shares, the Board of Directors of the Company is of the view that the proposed Rights Issue will be considered positively by the Shareholders as an attractive investment opportunity. Accordingly, the Company expects full subscription of the Issue.

The major shareholder M/s Singer (Sri Lanka) PLC have expressed their interest in fully subscribing to their entitlement for the Rights Issue, subject to the Company receiving all regulatory approvals and consequently receiving approval from the Board of Directors of M/s Singer (Sri Lanka) PLC.

The Board of Directors have the discretion to allot any remaining shares under the Rights Issue, after fully allotting to all the applicants for additional Rights on a preferential basis to the major shareholder (This can have an impact on the public holding percentage of SFIN (as per Section 7.13 of the CSE Listing Rules). In such an event the major shareholder intends to take the necessary action to rectify the holding to comply with the public holding requirement.) or to any other existing shareholder/s. The objective of the Rights Issue does not amount to a major transaction as per the Companies Act No. 07 of 2007.

4. OBJECTIVES OF THE ISSUE

Pursuant to the Finance Business Act Direction No. 03 of 2018 on Capital Adequacy Requirements, the Company (with assets under Rs. 100 billion) is obligated to maintain Minimum Capital Adequacy Ratios relative to its Total Risk-Weighted Assets, as specified below:

- Tier I Capital Ratio: 8.5%
- Total Capital Ratio: 12.5%

As of 30th June 2025, SFIN's Tier I Capital Ratio was 10.16%, and its Total Capital Ratio was 14.73%. The funds raised through the Rights Issue will enhance the Company's Capital Adequacy by increasing its Tier I Capital, thereby strengthening its Total Capital, as outlined below.

Capital Adequacy Ratio	Regulatory Minimum	Level of Compliance as at 30th June 2025 (Unaudited)	The expected level of Compliance by the Company subsequent to the Rights Issue *
Tier I Ratio	8.5%	10.16%	13.51%
Total Capital Ratio	12.5%	14.73%	18.04%

* Ratios as at 30th Jun 2025 (Unaudited) after including the proceeds of the Rights Issue assuming full subscription.

Note: SFIN's Capital Adequacy Ratios are above the minimum regulatory requirement, therefore there is no deadline set to achieve these ratios.

The Company expects to use the entire proceeds to expand the loans and advances portfolio of the Company by building a high-quality loan portfolio. However, the allocation of funds among the lending products will be decided at the discretion of the Management after considering the diversification of the lending portfolio, regulatory requirements, market conditions and other risk factors. The approximate monthly average disbursements over the last 3 months were Rs. 7.8 Bn. Considering the cashflow forecasts, the Company intends to make use of the proceeds during the first three months from the date of the allotment of Shares. However, the funds raised from the Rights Issue will be invested in other financial instruments such as investing in Money Market Accounts, Government Securities (including Re-Purchase Agreements) and placements with Licensed Commercial Banks until being utilized for the lending purpose. The Company expects to maintain a Weighted Average Lending rate of 17 % p.a. and investment in other financial instruments is expected to generate an approximate return of 7.50 % p.a., depending upon the prevailing interest rates, at the time of investment.

The Board of Directors does not foresee any internal or external factors that will prevent the Company from achieving the aforesaid objectives, provided there are no significant changes in economic or tax policies during the period.

The funds raised through the Rights Issue will not be given to related parties, except in the course of normal business. Any such related party transaction will be carried out in line with the rules set out in the CSE Listing Rules and in conformity with prudential directions issued by the Central Bank of Sri Lanka.

4.1. Specific Risks associated with the Objectives

Given the nature of the business, the Company does not foresee any deviations from its objectives or delays in deploying the funds raised via the Rights Issue as mentioned above during the stipulated time frames. However, if the funds raised via the Rights Issue are utilized for any purpose, other than the purposes mentioned above, or if the time frames vary from those mentioned above, SFIN will make necessary disclosures to the Shareholders via the CSE and take necessary steps to obtain prior approvals of the relevant parties including the Shareholders as appropriate at that point in time.

5. DISCLOSURES IN THE INTERIM FINANCIAL STATEMENTS AND THE ANNUAL REPORT

Information as per the template below will be disclosed in the Interim Financial Statements and the Annual Report/s from the date of raising funds until objectives are achieved, and funds are fully utilized by the Company.

Continuous Disclosures regarding status of utilization of funds raised via Rights Issue

Rights Issue proceeds utilization as at (dd-mm-yyyy)

Objective number	Objective as per circular	Amount allocated as per Circular in Rs.	Proposed date of utilization as per Circular	Amount allocated upon the receipt of proceeds in Rs. (A)	As a % of total proceeds	Amount utilized in the objective Rs. (B)	% of utilize against allocation (B)/(A)	Clarification if not fully utilized including where the funds are invested (e.g., whether lent to related party/s etc.)

- (i) The Company would disclose in the Annual Report or in the Interim Financial Statements, whichever is published first, the manner in which the funds have been utilized in the above format.
- (ii) The number, class and consideration received for Shares issued through this Rights Issue and the reason for the issue
- (iii) The Company would disclose any material change to the use of funds raised in terms of this Rights Issue.
- (iv) If the funds raised through this Rights Issue is fully utilized by the entity as disclosed in the Circular to Shareholders between two financial periods, the Company would disclose in the immediate succeeding Annual Report or the Interim Financial Statements, whichever is published first.

6. ADDITIONAL INFORMATION

6.1. Shareholding

The Top 20 Ordinary Shareholders as of 30th June 2025

	Name	Shares	%
1	Singer (Sri Lanka) PLC	161,513,035	79.93
2	Mr. A. M. Weerasinghe	3,687,019	1.82
3	Seylan Bank PLC / A. C.Senanka	1,554,968	0.77
4	Deutsche Bank AG / National Equity Fund	1,455,969	0.72
5	Assetline Finance Limited / S. K.Wijekoon	1,293,251	0.64
6	People's Leasing & Finance PLC / L. P. Hapangama	961,899	0.48
7	Seylan Bank PLC / Mr. Sarath Kumara Wijekoon	943,469	0.47
8	Mr. M. L. Ajit Benedict	926,509	0.46
9	Mr. Shanmugan Senthilnathan	828,770	0.41
10	Mr. B. W. Risijaya Srikantha	750,409	0.37

11	Citizens Development Business Finance PLC / S. Vasudevan	700,000	0.35
12	Mrs. Y. K. P. N. Kumari Kasiwatte	623,435	0.31
13	Mr. Ram Pritamdas, Mr. D. Pritamdas & Miss. L.P. Hathiramani	601,455	0.30
14	Mr. L. C. Danuka Peiris	591,376	0.29
15	People's Leasing & Finance PLC / Mr. H. A. D. U. G. Gunasekera	525,000	0.26
16	Seylan Bank PLC / Mr. K. L. G. Udayananda	521,000	0.26
17	Mrs. S. Vasudevan & Mr. S. Vasudevan	500,000	0.25
18	Mr. D. C. P. De Silva Siriwardane	466,063	0.23
19	Hatton National Bank PLC / Mr. Arunasalam Sithampalam	420,944	0.21
20	J.B. Cocoshell (Pvt) Ltd	418,515	0.21
	Total of top 20 shareholders	179,283,086	88.74
	Others	22,790,989	11.26
	Total of all shareholders	202,074,075	100.00

Public Holding as of 30 th June 2025	Percentage
Ordinary Shares	20.05%

6.2. Ordinary Share Prices for the Preceding 3 months

Month	High (Rs.)	Low (Rs.)	Closing price (Rs.)	Last Traded Price (Rs.)	Volume of Shares Traded	No. of Trades
April 2025	32.00	24.00	32.00	31.50	10,815,906	2,198
May 2025	34.00	31.00	32.00	31.90	16,384,956	2,926
Jun 2025	40.00	31.00	39.00	39.20	22,306,048	4,697

6.3. Dividend History

The dividends declared and paid to the Ordinary Shareholders during the last 05 financial years is as follows.

FYE Mar - in Rs.	2025	2024	2023	2022	2021
Interim Dividend	-	161,659,260	161,659,260	161,659,260	-
Dividend Per Share	-	0.8	0.8	0.8	-

6.4. Financial Statements

Shareholders' attention is drawn to the Annual Report of the Company for the FY 2024/25 which consists of the audited financial statements and unaudited interim financials for the quarter ended 30th June 2025. The Annual Report is hosted on company's website (www.singerfinance.com) as well as on CSE (www.cse.lk).

There were no subsequent adjustments made to the aforesaid financial statements.

6.5. Composition of the Related Party Transaction Review Committee (RPTRC)

Name	Category
Ms. Hiranthi De Silva –(<i>Chairman of the Committee</i>)	Independent Non-Executive Director
Mr. Ranil De Silva	Independent Non-Executive Director
Mr. Dhammika Siriwardene	Independent Non-Executive Director

6.6. Contingent Liabilities & Litigations

There were no material changes to the contingent liabilities and litigations from the position disclosed in the Unaudited Interim Financial Statements as of 30th June 2025.

7. BENEFITS OF INVESTING IN RIGHTS ISSUE

The Rights Issue is anticipated to strengthen the Company's capital adequacy and enhance its operational stability. It will also enable the expansion of its loans and advances portfolio. This initiative not only strengthens the Company's financial foundation but also offers Shareholders the opportunity to participate in the Company's growth and benefit from increased profitability in the future. By boosting Capital Adequacy, the Company's stability is further reinforced, supporting business expansion and providing Shareholders with a chance to share in the returns generated by this growth.

8. APPLICATION FOR RIGHTS AND PROVISIONAL ALLOTMENT

Upon the Shareholders approving the requisite Resolution giving effect to the Rights Issue set out in the "Notice of Meeting".

- i. Up to 75,777,778 Ordinary Shares will be provisionally allotted to the shareholders in the proportions of Six (06) new Ordinary Shares for every Sixteen (16) existing Ordinary Shares held by such Shareholders as at the end of the Trading on 2nd September 2025 (being the Record Date/ Date of Provisional Allotment, which is the 2nd market day from and excluding the EGM date, i.e. 29th August 2025).
- ii. In the allotment of the Ordinary Shares, the shareholding of each Shareholder, as appearing in the CDS and the Share Ledger maintained by the Company's Registrar, will be processed separately and for identification purposes the CDS number and ledger number will be used.
- iii. Based on the proportion of the Rights Issue, no Shareholder shall upon or in consequence of such provisional allotment be entitled to a fraction of a Share.
- iv. The Letters of Provisional Allotment, in respect of the new Rights provisionally allotted to Shareholders under the Rights Issue with provision for renouncing in favor of the CDS, will be dispatched to the Shareholders on 10th September 2025 by post, , and Ordinary Shares provisionally allotted to them directly deposit to their accounts with the CDS, within three (03) Market Days from and excluding the Record Date. (i.e. 8th September 2025).

The manner in which the Letter of Provisional Allotment should be dealt with will be fully set out therein. The Shareholders must strictly adhere to the instructions therein in respect of acceptance, renunciation and when applying for additional shares.

- v. Applications for additional Ordinary Shares, respectively, will also be permitted. However, such additional shares will be available for due allotment only in the event of any Existing Shareholder/s not taking up their Rights Entitlement either in part or in full in addition to fractional shares and if the Forms of Acceptance and Registration of the Rights are rejected by the Company as being invalid.

- vi. In the event of an over-subscription, the Board of Directors of the Company reserves the absolute right to accept or reject any application for additional Shares in whole or in part.
- vii. Further, Ordinary Shares that are not subscribed as at the last date of acceptance, new Ordinary Shares for which payments have not been duly and validly received by the Company and Ordinary Shares representing fractional entitlements would be treated as declined shares and they will be pooled together and will be allotted at the same price, and the Board of Directors have the discretion to allot any remaining unsubscribed shares under the Rights Issue, to the major shareholder (This can have an impact on the public holding percentage of SFIN (as per Section 7.13 of the CSE Listing Rules). In such an event the major shareholder intends to take the necessary action to rectify the holding to comply with the public holding requirement.) or to any other existing shareholder/s after fully allotting to all the applicants for additional Rights, on a preferential basis, so that it is fully subscribed.
- viii. The new Ordinary Shares provisionally allotted will, upon due acceptance and payment, rank pari passu in all respects, with the Company's existing issued Ordinary Shares respectively and will qualify for all dividends declared only after the final allotment, which shall be after the last date of acceptance and payment.
- ix. Pursuant to a Direction issued by the SEC pertaining to the de-materialization of listed securities, the Shareholders who hold Shares in Scrip Form (i.e., Share Certificates) as per the Register maintained by the Registrars to the Company, will not be issued Share Certificates in their favor.

Shareholders who do not have CDS Accounts are advised to open a CDS Account. Shareholders who have CDS Accounts but whose existing Ordinary Shares are not lodged in the said CDS Accounts, are advised to lodge the Company shares in CDS Accounts prior to the date of EGM, to facilitate the direct lodgment of Rights to your CDS Account.

- x. All Ordinary Shares allotted shall be directly deposited to the respective Shareholders' CDS Accounts within Ten (10) market days from the last date of acceptance and payment as per the CSE Listing Rules and the relevant Shareholders will be notified of such direct deposits within two (2) Market Days of the direct deposit.

As such all Shareholders having CDS Accounts who accept Rights, should indicate their CDS Account Number in "Form 'A' - Letter of Acceptance and Registration and Form 'C' – Form of Application for Additional Shares".

Form 'A' and Form 'C' which does not carry a valid CDS Account Number, or which indicates an incorrect/inaccurate CDS Account Number will not be uploaded on the date specified for uploading in the Listing Rules of CSE. They will only be registered in the Share Ledger maintained by the Registrar and will not be issued a Share Certificate but will be issued an acknowledgment that the New Ordinary Shares are registered in the Share Ledger. Such shareholders would not be able to trade in the new Ordinary Shares until such time the same has been deposited with the CDS. Subsequent to opening a CDS account, the Shareholders should inform the Registrars of the Company their CDS account numbers in writing to which accounts the shares will then be uploaded and such requests will be processed on a weekly basis. Therefore, please ensure strict adherence to the Directive issued by the SEC.

Shareholders have the option of having their Ordinary Shares "Locked" in the CDS. Ordinary Shares that are locked would not be available for trading purposes and would not be visible to the participants. Shareholders who wish to lock their Ordinary Shares allotted in this Issue

should indicate such preference in the section provided in the Provisional Letter of Allotment (Form 'A' and Form 'C'). Ordinary Shares of Shareholders, who do not request to lock their Ordinary Shares, would be deposited to their "trading balance" in the CDS Account. However, at the option and request of the accountholder, the CDS would transfer a named quantity of Ordinary Shares from the locked balance to the trading balance of the CDS Account and/or from the trading balance to the locked balance of the CDS Account.

For further clarification, you may contact the Registrars to the Issue M/s. S S P Corporate Services (Private) Ltd, 101, Inner Flower Road, Colombo 03 on Telephone +94 112 573 894

9. DATES FOR THE RIGHTS ISSUE

- i. Subject to Shareholder approval being obtained as aforementioned, the date of provisional allotment shall be the same date as the Record Date, i.e. 2nd September 2025 (which is 2nd market date from and excluding the said EGM date). In allotting the shares provisionally, the shareholding as appearing in the CDS and the share ledger maintained by the Company Registrar, as at end of trading on the Record Date will be processed separately.
- ii. The Company's Ordinary Shares shall trade ex-rights (XR) from the Market Day immediately following the date on which the related resolution is passed by the Shareholders at the EGM, i.e. 1st September 2025.
- iii. The Rights entitlement of the shareholders whose shares are held in CDS will be directly deposited to their CDS accounts within three (03) Market Days from and excluding the Record Date i.e. 8th September 2025.
- iv. The Provisional Letters of Allotment, together with the Acceptance and Registration Form and Form of Application for Additional Shares, will be dispatched to Shareholders on 10th September 2025 (within 05 Market Days from and excluding the Record Date) by post, together with clear instructions for returning the completed applications together with the payment therefore.
- v. Rights trading period shall commence on the fourth (4th) market day from and excluding the date of making available the Provisional Letter of Allotment and shall continue throughout the period of renunciation.
- vi. The Rights Shares may be renounced to the CDS only. The period of renunciation shall not exceed Nine (09) Market Days and excluding the date of making available the Provisional Letters of Allotment.
- vii. The last date for acceptance and payment for Rights shall be 26th September 2025 being the twelfth (12th) Market Day from and excluding the date of making available the Letters of Provisional Allotment, i.e. 10th September 2025.
- viii. All incomplete application/s with incorrect details will be rejected.
- ix. Refunds in respect of rejected/partly rejected applications for Rights shall be paid as expeditiously as possible but not exceeding ten (10) Market Days from the last date of acceptance and payment. Applicants will be entitled to Interest (the last quoted Average Weighted Prime Lending Rate (AWPLR) published by the Central Bank of Sri Lanka plus 5%.) on refunds not made within this period. Refunds will be made by way of cheque, unless the applicant has provided accurate and complete details of his/her bank account

in the application, in which event the Company shall make such payment thereto, SLIPS and a payment advice shall be issued to the applicant. Cheque payments will be dispatched to Shareholders by ordinary mail.

10. DECLARATIONS IN RESPECT OF THE PROPOSED RIGHTS ISSUE

1. By the letter dated 19th June 2025, the Director of Department of Supervision of Non-Bank Financial Institution of the Central Bank of Sri Lanka has granted the approval to the aforesaid Rights Issue, subject to compliance with all applicable regulatory and legal requirements of the CSE, SEC and other relevant authorities.
2. The CSE by the letter dated 6th August 2025, has granted the approval in principle, in terms of Section 5.2 of the Listing Rules of the CSE, subject to other conditions as set out in the said letter, to issue and list the new securities.
3. Further, the Company confirms that no other regulatory approval is required for the proposed Rights Issue and its objectives, other than the approval of its Shareholders.
4. The listing of the new securities by the CSE will in no way be reflective of the merits of the issue. The CSE assumes no responsibility for the correctness of any of the statements made, or reports included and nor any responsibility of omitted statements, information and reports.
5. The Board of Directors of the Company collectively and individually accept full responsibility for the accuracy of the information given herein and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief that there are no other facts, and/or omission, which would render any statement in the Circular misleading.

11. NON -RESIDENT SHAREHOLDERS

Non-Resident Shareholders are required to make payments for Rights through their Inward Investment Account (IIA). More details will be set out in the Provisional Letter of Allotment which will be printed and dispatched to the Shareholders by the Registrar to the Issue upon the approval of the Rights Issue by the Shareholders at the EGM.

12. DIRECTORS' RECOMMENDATION

The Board of Directors of the Company recommends the Rights Issue in the manner aforesaid, for approval by the Shareholders at an EGM convened on 29th August 2025.

13. THE EGM

The EGM, in order to obtain approval of the Shareholders in respect of the proposed Rights Issue of Shares will be held as a Fully Virtual Meeting on 29th August 2025 at 3.00 PM. The Notice convening the EGM will set out the requisite Resolution to be passed by the Shareholders in order to give effect to the Rights Issue.

**BY ORDER OF THE BOARD OF
SINGER FINANCE (LANKA) PLC**

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Lasitha Dias
Company Secretary

7th August 2025

**Manager & Financial Advisor to the Rights Issue
HNB Investment Bank (Pvt) Ltd
53, Dharmapala Mawatha,
Colombo 03**