AMBEON

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17th July 2026

The Colombo Stock Exchange,
No. 4-1, West Block,
World Trade Centre,
Echelon Square,
Colombo 01.

Attn: Ms. Nilupa Perera
Chief Regulatory Officer

Dear Sirs,

AMBEON CAPITAL PLC – PRIVATE PLACEMENT OF SHARES

In terms of Rule 5.4 (e) of the Listing Rules of the Colombo Stock Exchange (the "**CSE**"), we wish to inform you that the Board of Directors of Ambeon Capital PLC (the "**Company**") resolved on 16th July 2026 to issue by way of a private placement, at the option of the Board of Directors, Twenty Five Million (25,000,000) ordinary voting shares of the Company (the "**Private Placement Shares**"), in the event the proposed rights issue by the Company, as referred to in the market announcement made by the Company on 17th July 2026, to raise a Sri Lankan Rupees Three Billion Two Hundred Million (LKR 3,200,000,000) (that was also resolved by the Board of Directors on 16th July 2026) is fully subscribed and the persons who subscribe for shares under the said rights issue specifically apply and pay for the Private Placement Shares.

The Private Placement Shares will accordingly be issued to the persons who subscribe for the said rights issue (existing shareholders of the Company as well as persons who subscribe to the rights issue pursuant to purchasing rights on the CSE during the rights trading period) and specifically apply for the Private Placement Shares, by (i) completing the application form that will be shared with shareholders along with the provisional letter of allotment for the rights issue and (ii) submitting the duly completed form to the Company together with the subscription amount on or before the date specified by the Company.

A further market announcement will be made specifying the date on which the application forms will be made available and as at when the duly completed forms will be required to be submitted to the Company.

The details of the private placement are as set forth below.

Maximum Number of shares to be issued under the private placement	Twenty Five Million (25,000,000) ordinary voting shares of the Company.

The party/parties to whom the shares are to be allotted	Persons who subscribe for the said rights issue (existing shareholders of the Company as well as persons who subscribe to the rights issue pursuant to purchasing rights during the rights trading period) and specifically apply for the Private Placement Shares.
Price at which the shares are to be issued in the private placement	Sri Lankan Rupees Thirty Two (LKR 32/-) per share.
Total funds to be raised	A sum of Sri Lankan Rupees Eight Hundred Million (LKR 800,000,000).
The current Stated Capital of the Company	Sri Lankan Rupees One Billion Nine Hundred and Fifteen Million Three Hundred and Fourteen Thousand Seven Hundred and Twelve (LKR 1,915,314,712/-) constituting of monies received by the Company by the issue of One Billion Twenty Two Million Three Hundred and Fifty Two Thousand Eight Hundred and Sixty Three (1,022,352,863) ordinary voting shares.
The purpose for which the proceeds of the issue will be used	To strengthen capital structure of the Company by reducing the gearing ratio and make new equity investments in high growth future focused ventures in sectors such as financial services, technology, real estate and fast moving consumer goods (FMCG).

The level of subscription to the Private Placement Shares along with other details required in terms of Rule 5.4(e) of the Listing Rules (including the names of the subscribers and the number of shares with percentages) will be notified to the market via a further market announcement no sooner the Company is privy to such information. Such market announcement shall also include, without limitation, the following:

(i) The impact on the minimum public holding of the Company;

(ii) Whether the persons who are to receive shares under the private placement, are existing shareholders to whom provisional letters of allotment were issue or persons who purchased rights during the rights trading period;

(iii) Increase in the effective control in the major shareholder and the persons who are acting in concert with such major shareholder, subsequent to the allotment of Private Placement Shares;

(iv) Any other information that may warrant disclosure being made to the market.

In the event the total number of Private Placement Shares applied for by the applicants is more than Twenty Five Million (25,000,000), the Private Placement Shares will be allotted to the applicants, proportionate to the number of shares applied for.

The issue of the Private Placement Shares will be at the option of the Board of Directors and contingent on the full subscription of the aforesaid rights issue and the receipt of applications together with payment for the Private Placement Shares. If the rights issue is undersubscribed or no applications are received for Private Placement Shares, then no Private Placement Shares will be issued.

The Board of Directors has resolved on 16th July 2026 that, in its opinion, the said price per share of Sri Lankan Rupees Thirty Two (LKR 32/-) is fair and reasonable to the Company and the existing shareholders of the Company. The Board is of the view that the Private Placement Shares should be issued at the same price as in the rights issue, to allow the shareholders who subscribe to the rights issue, thereby supporting the fund raising exercise of the Company, to subscribe to additional shares under the private placement at the same price.

The issue of shares by way of this private placement is subject to the CSE approving in principle the issue and listing of shares and obtaining shareholder approval by way of a special resolution at a General Meeting.

Yours faithfully,
AMBEON CAPITAL PLC

Giyanie Fernando
Senior Manager – Group Corporate Affairs