

## HAYLEYS PLC

P O Box 70, 400 Deans Road, Colombo 10, Sri Lanka.  
Company Number : PQ 22  
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E-mail : info@cau.hayleys.com Web : www.hayleys.com



23<sup>rd</sup> December 2024

Mr. Renuke Wijayawardhene,  
Chief Regulatory Officer,  
Colombo Stock Exchange,  
04-01, West Block,  
World Trade Centre,  
Echelon Square,  
Colombo 01.

Dear Sir,

### **HAYLEYS PLC - CORPORATE DISCLOSURE**

We wish to inform you that in compliance with Section 9 of the Listing Rules on Corporate Governance of the Colombo Stock Exchange ('CSE'), the Board of Directors of Hayleys PLC ('the Company') resolved the following by resolutions passed on 23<sup>rd</sup> December 2024, as recommended by the Nominations and Governance Committee of the Company:

- To reclassify Dr. H. Cabral PC, and Mr. K. D. G. Gunaratne as Non Executive Directors of the Company with effect from 23<sup>rd</sup> December 2024. They previously served as Independent Non Executive Directors of the Company.
- To appoint Mr. M. Y. A. Perera as the Senior Independent Director (SID) with effect from 23<sup>rd</sup> December 2024, in place of Dr. H. Cabral, PC who served previously as the SID of the Company.
- To appoint Mr. M. Y. A. Perera, Independent Non Executive Director, as the Chairman of the Nominations and Governance Committee and Remuneration Committee with effect from 23<sup>rd</sup> December 2024.
- To appoint Mr. P. Y. S. Perera, Independent Non Executive Director as the Chairman of the Related Party Transactions Review Committee and as a member of the Nominations and Governance Committee and Remuneration Committee with effect from 23<sup>rd</sup> December 2024.

Accordingly, the composition of the Board Sub Committees of the Company with effect from 23<sup>rd</sup> December 2024 shall be as follows:

#### **Nominations and Governance Committee**

|                                |                                      |
|--------------------------------|--------------------------------------|
| Mr. M. Y. A. Perera (Chairman) | - Independent Non Executive Director |
| Mr. T. A. B. Speldewinde       | - Independent Non Executive Director |
| Mr. P. Y. S. Perera            | - Independent Non Executive Director |
| Dr. H. Cabral, PC              | - Non Executive Director             |
| Mr. K. D. G. Gunaratne         | - Non Executive Director             |

**Remuneration Committee**

Mr. M. Y. A. Perera (Chairman) - Independent Non Executive Director  
Mr. T. A. B. Speldewinde - Independent Non Executive Director  
Mr. P. Y. S. Perera - Independent Non Executive Director  
Dr. H. Cabral, PC - Non Executive Director  
Mr. K. D. G. Gunaratne - Non Executive Director

**Related Party Transactions Review Committee**

Mr. P. Y. S. Perera (Chairman) - Independent Non Executive Director  
Mr. M. Y. A. Perera - Independent Non Executive Director  
Mr. T. A. B. Speldewinde - Independent Non Executive Director  
Dr. H. Cabral, PC - Non Executive Director  
Mr. K. D. G. Gunaratne - Non Executive Director

**Audit Committee**

Mr. M. Y. A. Perera (Chairman) - Independent Non Executive Director  
Mr. T. A. B. Speldewinde - Independent Non Executive Director  
Mr. P. Y. S. Perera - Independent Non Executive Director  
Mr. A. J. Alles - Independent Non Executive Director  
Dr. H. Cabral, PC - Non Executive Director  
Mr. K. D. G. Gunaratne - Non Executive Director

The Chairman of the Audit Committee is a Fellow Member of the Chartered Institute of Management Accountants (CIMA - UK).

Yours faithfully,



**Mohan Pandithage**  
**Chairman & Chief Executive**