

31st Dec 2024

Mr. Renuke Wijayawardhane
Chief Regulatory Officer
Colombo Stock Exchange
#4-01, West Block, World Trade Centre
Echelon Square
Colombo 01

Dear Sir,

TESS AGRO PLC : Disclosure of Related Party Transaction

In compliance with Section 09 of the Listing Rules of the Colombo Stock Exchange, we hereby disclose the following details pertaining to a Related Party Transaction involving TESS AGRO PLC:

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|--|---|
| 1. Nature of the Transaction | Investment Target Loan |
| 2. Date of Transaction | 23rd Dec 2024 |
| 3. Name of the Relevant Related Party | IPEK SA Cyprus / Bris Holdings Ltd (Holding Company of IPEK SA) |
| 4. The Relationship Between the Entity and the Related Party | Major Shareholder of TESS AGRO PLC |
| 5. Terms of the Transaction | LKR 290 million at an interest rate of 9% per annum payable annually from 31 st Dec 2025 |
| 6. Rationale for Entering into the Transaction | To set up an aggregate 2 MW Solar Power project on the company's properties in Kerawalapitiya and Pollonaruwa, which will generate additional income for the company's existing activities. |
| 7. The Related Party Transactions Review Committee of the entity has reviewed the transaction and is of the view that the above transaction is on normal commercial terms and is not prejudicial to the interests of the entity and its minority shareholders. As such, the Committee has decided not to seek an opinion from an independent expert prior to forming its view on this transaction. | |

8. The aggregate value of all non-recurrent Related Party Transactions entered into with IPEK SA or its Holding Company Bris Holdings Ltd during the financial year is LKR 290 million and the aggregate value of all non-recurrent Related Party Transactions for the same financial year is LKR 290 million.

We further confirm that the Board of Directors have approved the aforementioned Related Party Transaction.

Yours truly,
For and on behalf of

TESS AGRO PLC


PRESTIGE SECRETARIES AND CONSULTANTS (PVT) LTD.
LICENSED COMPANY SECRETARIES
SEC/(2)2017/404

Secretaries