

SOFTLOGIC HOLDINGS PLC

INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTHS ENDED
31 DECEMBER 2025

Softlogic Holdings PLC

CONSOLIDATED INCOME STATEMENT

In Rs. '000	Un-audited 9 months to 31-12-2025	Un-audited 9 months to 31-12-2024	Change as a %	Un-audited 3 months to 31-12-2025	Un-audited 3 months to 31-12-2024	Change as a %	Audited 12 months to 31-03-2025
Continuing operations							
Revenue from contract with customers	**63,951,868**	52,341,990	**22**	**22,876,947**	18,284,146	**25**	71,577,809
Revenue from insurance contracts	**29,049,777**	22,536,582	**29**	**10,342,987**	9,043,263	**14**	30,842,349
Interest income	**744,539**	1,003,976	**(26)**	**255,709**	322,583	**(21)**	1,201,987
Total revenue	**93,746,184**	75,882,548	**24**	**33,475,643**	27,649,992	**21**	103,622,145
Cost of sales	**(60,845,864)**	(48,380,023)	**26**	**(21,280,759)**	(16,558,087)	**29**	(65,930,406)
Gross profit	**32,900,320**	**27,502,525**	**20**	**12,194,884**	**11,091,905**	**10**	**37,691,739**
Other operating income	**1,463,096**	901,675	**62**	**538,776**	277,874	**94**	1,232,817
Distribution expenses	**(3,323,339)**	(2,738,616)	**21**	**(1,245,050)**	(924,150)	**35**	(4,216,646)
Administrative expenses	**(23,729,724)**	(20,867,950)	**14**	**(8,562,165)**	(6,921,120)	**24**	(28,357,133)
Results from operating activities	**7,310,353**	**4,797,634**	**52**	**2,926,445**	**3,524,509**	**(17)**	**6,350,777**
Finance income	**6,149,735**	7,592,199	**(19)**	**2,291,817**	1,898,067	**21**	9,121,780
Finance expenses	**(10,156,628)**	(11,851,420)	**(14)**	**(3,403,098)**	(3,706,736)	**(8)**	(16,113,368)
Net finance cost	**(4,006,893)**	**(4,259,221)**	**(6)**	**(1,111,281)**	**(1,808,669)**	**(39)**	**(6,991,588)**
Change in fair value of investment property	**-**	-	**-**	**-**	-	**-**	(768,237)
Share of profit of equity accounted investees	**2,724**	7,873	**(65)**	**-**	5,682	**(100)**	16,759
Change in insurance contract liabilities	**(2,911,691)**	(4,713,478)	**(38)**	**(25,664)**	(2,159,440)	**(99)**	(6,094,342)
Profit/ (loss) before tax	**394,493**	**(4,167,192)**	**(109)**	**1,789,500**	**(437,918)**	**(509)**	**(7,486,631)**
Tax expense	**(3,281,800)**	(3,526,362)	**(7)**	**(1,517,691)**	(1,175,764)	**29**	(3,598,547)
Profit/ (loss) for the period	**(2,887,307)**	(7,693,554)	**(62)**	**271,809**	(1,613,682)	**(117)**	(11,085,178)
Attributable to:							
Equity holders of the parent	**(7,085,874)**	(10,462,835)	**(32)**	**(1,984,683)**	(2,725,096)	**(27)**	(15,051,608)
Non-controlling interest	**4,198,567**	2,769,281	**52**	**2,256,492**	1,111,414	**103**	3,966,430
	(2,887,307)	**(7,693,554)**	**(62)**	**271,809**	**(1,613,682)**	**(117)**	**(11,085,178)**
Loss per share							
Basic - Rs.	**(5.08)**	(8.18)	**(38)**	**(1.42)**	(1.95)	**(27)**	(11.19)
Earnings Before Interest, Tax, Depreciation & Amortisation of Intangible Assets (EBITDA)	**10,363,340**	7,840,985	**32**	**4,119,544**	4,518,041	**(9)**	**10,347,841**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

In Rs. '000	Un-audited 9 months to 31-12-2025	Un-audited 9 months to 31-12-2024	Change as a %	Un-audited 3 months to 31-12-2025	Un-audited 3 months to 31-12-2024	Change as a %	Audited 12 months to 31-03-2025
Profit/ (loss) for the period	**(2,887,307)**	**(7,693,554)**	**(62)**	**271,809**	**(1,613,682)**	**(117)**	**(11,085,178)**
Other comprehensive income							
Continuing operations							
Other comprehensive income to be reclassified to income statement in subsequent periods							
Currency translation of foreign operations	**(6,831)**	9,848	**(169)**	**1,222**	13,332	**(91)**	2,505
Net change in fair value on derivative financial instruments	**(213,530)**	(119,541)	**79**	**(133,006)**	(235,554)	**(44)**	723,559
Net profit/ (loss) on financial instruments at fair value through other comprehensive income	**(42,932)**	331,681	**(113)**	**(204,066)**	224,550	**(191)**	(541,406)
Net other comprehensive income/ (loss) to be reclassified to income statement in subsequent periods	**(263,293)**	**221,988**	**(219)**	**(335,850)**	**2,328**	**(14,527)**	**184,658**
Other comprehensive income not to be reclassified to income statement in subsequent periods							
Revaluation of land and buildings	**47,591**	-	**-**	**47,591**	-	**-**	1,084,504
Re-measurement loss on employee benefit liabilities	**(102,004)**	(51,141)	**99**	**(102,004)**	(51,141)	**99**	(70,425)
Share of other comprehensive income of equity accounted investments (net of tax)	**-**	-	**-**	**-**	-	**-**	398
Net profit on equity instruments at fair value through other comprehensive income	**642,868**	1,473,032	**(56)**	**22,136**	1,063,896	**(98)**	1,414,557
Tax on other comprehensive income not to be reclassified to income statement in subsequent periods	**-**	-	**-**	**-**	-	**-**	(238,506)
Net other comprehensive income/ (loss) not to be reclassified to income statement in subsequent periods	**588,455**	**1,421,891**	**(59)**	**(32,277)**	**1,012,755**	**(103)**	**2,190,528**
Other comprehensive income/ (loss) from continuing operations for the period, net of tax	**325,162**	**1,643,879**	**(80)**	**(368,127)**	**1,015,083**	**(136)**	**2,375,186**
Total comprehensive loss for the period, net of tax	**(2,562,145)**	**(6,049,675)**	**(58)**	**(96,318)**	**(598,599)**	**(84)**	**(8,709,992)**
Attributable to:							
Equity holders of the parent	**(7,113,044)**	(9,628,197)	**(26)**	**(2,236,535)**	(2,215,454)	**1**	(13,695,935)
Non-controlling interest	**4,550,899**	3,578,522	**27**	**2,140,217**	1,616,855	**32**	4,985,943
	(2,562,145)	**(6,049,675)**	**(58)**	**(96,318)**	**(598,599)**	**(84)**	**(8,709,992)**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

In Rs. '000	Un-audited as at 31-12-2025	Un-audited as at 31-12-2024	Audited as at 31-03-2025
ASSETS			
Non-current assets			
Property, plant and equipment	**59,735,502**	60,366,455	60,608,976
Right of use assets	**8,095,381**	7,338,332	7,863,836
Investment property	**231,700**	2,288,637	1,520,400
Intangible assets	**7,700,132**	7,744,211	7,692,458
Investments in equity accounted investments	**-**	3,885	13,170
Non-current financial assets	**38,608,906**	31,629,786	31,871,109
Rental receivable on lease assets and hire purchase	**291,978**	1,544,721	1,049,363
Other non-current assets	**19,162,858**	16,677,075	18,586,207
Deferred tax assets	**3,962,920**	3,023,722	3,698,724
	137,789,377	**130,616,824**	**132,904,243**
Current assets			
Inventories	**8,773,837**	8,296,436	8,432,620
Trade and other receivables	**12,666,307**	10,963,434	10,118,155
Loans and advances	**4,100,296**	3,439,594	3,944,571
Rental receivable on lease assets and hire purchase	**520,485**	422,765	436,153
Amounts due from related parties	**100,314**	100,498	102,825
Other current assets	**7,462,735**	7,333,131	4,422,867
Short term investments	**19,476,289**	12,651,051	13,325,964
Cash in hand and at bank	**5,573,818**	3,980,236	5,250,765
	58,674,081	**47,187,145**	**46,033,920**
Total assets	**196,463,458**	**177,803,969**	**178,938,163**
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Stated capital	**14,146,383**	14,146,383	14,146,383
Revenue reserves	**(90,937,208)**	(79,520,196)	(84,283,884)
Other components of equity	**10,235,094**	9,498,630	10,617,850
	(66,555,731)	**(55,875,183)**	**(59,519,651)**
Non-controlling interests	**22,758,147**	17,227,931	18,812,703
Total equity	**(43,797,584)**	**(38,647,252)**	**(40,706,948)**
Non-current liabilities			
Insurance contract liabilities	**46,611,447**	32,290,200	33,671,063
Interest bearing borrowings	**44,809,846**	48,250,794	44,345,812
Lease liabilities	**7,439,424**	5,979,547	6,641,441
Public deposits	**1,610,737**	1,872,394	1,892,855
Deferred tax liabilities	**8,081,462**	7,941,449	7,974,765
Employee benefit liabilities	**2,565,822**	2,203,251	2,323,707
Other deferred liabilities	**1,438**	1,886	21,914
Other non-current financial liabilities	**7,416,726**	684,817	7,999,675
	118,536,902	**99,224,338**	**104,871,232**
Current liabilities			
Trade and other payables	**34,401,252**	28,668,846	28,625,446
Amounts due to related parties	**4,031**	28,669	3,361
Income tax liabilities	**4,502,729**	3,093,134	3,624,124
Other current financial liabilities	**40,658,530**	46,397,067	40,042,820
Current portion of interest bearing borrowings	**19,065,519**	16,977,104	21,609,262
Current portion of lease liabilities	**1,398,572**	1,520,677	1,466,036
Other current liabilities	**10,140,893**	8,060,684	7,549,444
Public deposits	**1,775,945**	2,463,019	2,380,177
Bank overdrafts	**9,776,669**	10,017,683	9,473,209
	121,724,140	**117,226,883**	**114,773,879**
Total equity and liabilities	**196,463,458**	**177,803,969**	**178,938,163**

I certify that the financial statements comply with the requirements of the Companies Act No. 7 of 2007.

-sgd-
C K Amarasekara
Head of Finance

The Board of directors is responsible for the preparation and presentation of these financial statements.

-sgd-
A K Pathirage
Chairman

-sgd-
H K Kaimal
Director

13 February 2026
Colombo

Softlogic Holdings PLC

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

GROUP

	Attributable to equity holders of parent											Non-controlling interest	Total equity
In Rs. '000	**Stated capital**	**Restricted regulatory reserve**	**Non-distributable regulatory loss allowance reserve**	**Revaluation reserve**	**Foreign currency translation reserve**	**Fair value reserve of financial assets at FVOCI**	**Statutory reserve fund**	**Other reserves**	**Cash flow hedge reserve**	**Revenue reserve**	**Total**		
As at 01 April 2025	**14,146,383**	**309,613**	**705,310**	**13,714,486**	**(127,943)**	**(661,775)**	**263,436**	**(1,207,775)**	**(2,377,502)**	**(84,283,884)**	**(59,519,651)**	**18,812,703**	**(40,706,948)**
Profit/ (loss) for the period	-	-	-	-	-	-	-	-	-	(7,085,874)	**(7,085,874)**	4,198,567	**(2,887,307)**
Other Comprehensive income/ (loss)	-	-	-	16,854	(6,831)	212,461	-	-	(213,530)	(36,124)	**(27,170)**	352,332	**325,162**
Equity investments at FVOCI reclassified to retained earnings	-	-	-	-	-	(75,925)	-	-	-	75,925	**-**	-	**-**
Total Comprehensive income/ (loss)	-	-	-	16,854	(6,831)	136,536	-	-	(213,530)	(7,046,073)	**(7,113,044)**	4,550,899	**(2,562,145)**
Transfer from non-distributable regulatory loss allowance reserve and statutory reserve fund	-	-	(392,749)	-	-	-	-	-	-	392,749	**-**	-	**-**
Changes in ownership interest in subsidiaries	-	-	-	-	-	-	-	76,964	-	-	**76,964**	91,554	**168,518**
Subsidiary dividend to non-controlling interest	-	-	-	-	-	-	-	-	-	-	**-**	(697,009)	**(697,009)**
As at 31 December 2025	**14,146,383**	**309,613**	**312,561**	**13,731,340**	**(134,774)**	**(525,239)**	**263,436**	**(1,130,811)**	**(2,591,032)**	**(90,937,208)**	**(66,555,731)**	**22,758,147**	**(43,797,584)**
As at 01 April 2024	**12,119,235**	**309,613**	**1,280,511**	**13,397,639**	**(130,448)**	**(1,183,528)**	**263,436**	**(1,636,236)**	**(3,100,577)**	**(69,593,779)**	**(48,274,134)**	**18,074,203**	**(30,199,931)**
Profit/ (loss) for the period	-	-	-	-	-	-	-	-	-	(10,462,835)	**(10,462,835)**	2,769,281	**(7,693,554)**
Other Comprehensive loss	-	-	-	-	9,848	513,873	-	-	331,403	(20,486)	**834,638**	809,241	**1,643,879**
Equity investments at FVOCI reclassified to retained earnings	-	-	-	-	-	123,670	-	-	-	(123,670)	**-**	-	**-**
Total Comprehensive loss	-	-	-	-	9,848	637,543	-	-	331,403	(10,606,991)	**(9,628,197)**	3,578,522	**(6,049,675)**
Issue of shares	2,027,148	-	-	-	-	-	-	-	-	-	**2,027,148**	-	**2,027,148**
Transfer from non-distributable regulatory loss allowance reserve	-	-	(680,574)	-	-	-	-	-	-	680,574	**-**	-	**-**
Changes in ownership interest in subsidiaries	-	-	-	-	-	-	-	-	-	-	**-**	3,445	**3,445**
Subsidiary dividend to non-controlling interest	-	-	-	-	-	-	-	-	-	-	**-**	(4,428,239)	**(4,428,239)**
As at 31 December 2024	**14,146,383**	**309,613**	**599,937**	**13,397,639**	**(120,600)**	**(545,985)**	**263,436**	**(1,636,236)**	**(2,769,174)**	**(79,520,196)**	**(55,875,183)**	**17,227,931**	**(38,647,252)**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

CONSOLIDATED CASH FLOW STATEMENT

In Rs. '000	Un-audited 9 months to 31-12-2025	Un-audited 9 months to 31-12-2024	Audited 12 months to 31-03-2025
CASH FLOWS FROM/ (USED IN) OPERATING ACTIVITIES			
Profit/ (loss) before tax from continuing operations	**394,493**	(4,167,192)	(7,486,631)
Adjustments for:			
Finance income	**(6,149,735)**	(7,628,964)	(9,121,781)
Finance cost	**10,156,628**	11,851,420	16,113,368
Change in fair value of investment property	**-**	-	768,237
Share of results of equity accounted investees	**(2,724)**	(7,873)	(16,758)
Gratuity provision and related cost	**373,091**	279,327	479,008
Provisions for/ write-off of impaired receivables	**96,625**	95,851	525,324
Provision for write-off of inventories	**109,682**	(2,151)	39,591
Provisions for/ write-off of other non current assets	**-**	-	893,829
Provisions for/ write-off of loans and advances	**(61,234)**	91,613	(136,779)
Provisions for/ write-off of investments in lease and hire purchase	**(67,319)**	(140,650)	(155,015)
Depreciation of property, plant and equipment	**2,625,473**	2,834,135	3,713,252
Profit on sale of property, plant and equipment	**(60,704)**	16,709	49,231
Impairment of investments	**1,389**	(3,096,954)	(646,565)
Amortisation/ impairment of intangible assets	**427,675**	209,216	283,812
Amortisation right of use assets	**1,712,406**	1,671,434	2,119,930
Impairment and derecognition of property, plant and equipment, right of use assets and intangible assets	**23,747**	-	13,538
Profit before working capital changes	**9,579,493**	**2,005,921**	**7,435,591**
Increase/ (decrease) in inventories	**(450,898)**	1,614,656	1,436,730
Increase/ (decrease) in trade and other receivables	**(2,573,229)**	(1,599,526)	(1,183,719)
(Increase)/ decrease in loans and advances	**(811,488)**	90,598	(65,808)
(Increase)/ decrease in investments in lease and hire purchase	**740,370**	2,171,704	2,668,039
(Increase)/ decrease in other current assets	**(2,628,634)**	(3,151,691)	(1,799,624)
(Increase)/ decrease in amounts due from related parties	**2,511**	145	(2,182)
Increase/ (decrease) in trade and other payables	**4,991,277**	4,865,677	5,070,504
Increase/ (decrease) in amounts due to related parties	**(1,369)**	(251)	(25,558)
Increase/ (decrease) in other current liabilities	**2,645,553**	3,212,845	2,667,813
Increase/ (decrease) in deferred income	**(65,943)**	(13,480)	40,340
Increase/ (decrease) in public deposits	**(886,350)**	(3,145,958)	(3,208,340)
Increase in insurance contract liabilities	**4,049,824**	4,531,069	5,911,933
Cash generated from operations	**14,591,117**	**10,581,709**	**18,945,719**
Finance income received	**4,738,296**	5,174,701	6,431,231
Finance expenses paid	**(7,290,779)**	(9,940,296)	(12,787,136)
Dividends received	**-**	24,000	24,000
Tax paid	**(2,187,245)**	(2,999,663)	(3,519,751)
Gratuity paid	**(269,767)**	(195,771)	(294,281)
Net cash flow from operating activities	**9,581,622**	**2,644,680**	**8,799,782**
CASH FLOWS FROM/ (USED IN) INVESTING ACTIVITIES			
Purchase and construction of property, plant and equipment	**(1,724,137)**	(1,724,355)	(2,454,804)
Addition to intangible assets	**(68,615)**	(13,404)	(46,529)
Increase in other non-current assets	**(547,138)**	(300,197)	(950,327)
(Purchase)/ disposal of short term investments (net)	**3,672,370**	1,110,379	626,667
Dividends received	**660**	26,802	159,401
Purchase of non-current financial assets	**2,493,193**	7,233,389	4,212,840
Acqusition of business, net of cash acquired	**(1,145,787)**	-	-
Proceeds from disposal of investment properties	**1,288,700**	-	-
Proceeds from sale of property, plant and equipment	**86,800**	90,203	70,534
Net cash flow from/ (used in) investing activities	**4,056,046**	**6,422,817**	**1,617,782**

Softlogic Holdings PLC

CONSOLIDATED CASH FLOW STATEMENT

In Rs. '000	Un-audited 9 months to 31-12-2025	Un-audited 9 months to 31-12-2024	Audited 12 months to 31-03-2025
CASH FLOWS FROM/ (USED IN) FINANCING ACTIVITIES			
Proceeds from issue of shares	**-**	2,027,148	2,027,148
Proceeds from shareholders with non-controlling interest on issue of equity shares in subsidiaries	**-**	3,884	3,884
Direct cost on issue of shares	**-**	-	(5,191)
Dividend paid to non-controlling interest	**(678,375)**	(4,426,932)	(4,458,761)
Increase in interest in subsidiaries	**-**	(439)	(439)
Proceeds from disposal of controlling interest in subsidiaries	**366,690**	281,768	659,184
Proceeds from long term borrowings	**105,212**	1,950,312	2,088,229
Repayment of long term borrowings	**(7,027,635)**	(8,648,246)	(10,251,922)
Repayment of lease liabilities	**(1,403,524)**	(2,362,816)	(2,867,952)
Increase/ (decrease) in other non-current financial liabilities	**(582,949)**	(68,069)	(123,886)
Proceeds from/ (repayment of) other current financial liabilities (net)	**2,165,711**	2,141,744	4,377,152
Net cash flow from financing activities	**(7,054,870)**	**(9,101,646)**	**(8,552,554)**
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS	**6,582,798**	**(34,149)**	**1,865,010**
CASH AND CASH EQUIVALENTS AT THE BEGINNING	**4,623,645**	**2,757,208**	**2,757,208**
Effect of exchange rate changes	**2,881**	(1,391)	1,427
CASH AND CASH EQUIVALENTS AT THE END	**11,209,324**	**2,721,668**	**4,623,645**
ANALYSIS OF CASH AND CASH EQUIVALENTS			
Favourable balances			
Cash in hand and at Bank	**5,573,818**	3,980,236	5,250,765
Short term investments	**15,412,175**	8,759,115	8,846,089
Unfavourable balances			
Bank overdrafts	**(9,776,669)**	(10,017,683)	(9,473,209)
Cash and cash equivalents	**11,209,324**	**2,721,668**	**4,623,645**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

COMPANY INCOME STATEMENT

In Rs. '000	Un-audited 9 months to 31-12-2025	Un-audited 9 months to 31-12-2024	Change as a %	Un-audited 3 months to 31-12-2025	Un-audited 3 months to 31-12-2024	Change as a %	Audited 12 months to 31-03-2025
Revenue from contract with customers	**633,017**	1,136,474	**(44)**	**70,503**	375,380	**(81)**	1,824,860
Cost of sales	**(134,836)**	(275,723)	**(51)**	**(53,983)**	(95,112)	**(43)**	(342,235)
Gross profit	**498,181**	**860,751**	**(42)**	**16,520**	**280,268**	**(94)**	**1,482,625**
Dividend income	**995**	964,499	**(100)**	**-**	20,975	**(100)**	963,901
Other operating income	**70,598**	18,080	**290**	**8,664**	6,000	**44**	29,774
Administrative expenses	**(753,540)**	(966,270)	**(22)**	**(336,639)**	(679,386)	**(50)**	639,812
Results from operating activities	**(183,766)**	**877,060**	**(121)**	**(311,455)**	**(372,143)**	**(16)**	**3,116,112**
Finance income	**1,221,888**	2,160,779	**(43)**	**405,803**	742,296	**(45)**	2,969,759
Finance expenses	**(2,696,927)**	(4,254,749)	**(37)**	**(827,657)**	(1,249,692)	**(34)**	(5,559,778)
Net finance cost	**(1,475,039)**	**(2,093,970)**	**(30)**	**(421,854)**	**(507,396)**	**(17)**	**(2,590,019)**
Change in fair value of investment property	**-**	-	**-**	**-**	-	**-**	90,401
Profit/ (loss) before tax	**(1,658,805)**	**(1,216,910)**	**36**	**(733,309)**	**(879,539)**	**(17)**	**616,494**
Tax expense	**-**	-	**-**	**-**	-	**-**	(31,861)
Profit/ (loss) for the period	**(1,658,805)**	**(1,216,910)**	**36**	**(733,309)**	**(879,539)**	**(17)**	**584,633**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

STATEMENT OF COMPREHENSIVE INCOME

In Rs. '000	Un-audited 9 months to 31-12-2025	Un-audited 9 months to 31-12-2024	Change as a %	Un-audited 3 months to 31-12-2025	Un-audited 3 months to 31-12-2024	Change as a %	Audited 12 months to 31-03-2025
Profit/ (loss) for the period	**(1,658,805)**	**(1,216,910)**	**36**	**(733,309)**	**(879,539)**	**(17)**	**584,633**
Other comprehensive income							
Other comprehensive income not to be reclassified to income statement in subsequent periods							
Actuarial gain on retirement benefits	**-**	-	**-**	**-**	-	**-**	7,202
Net profit/ (loss) on equity instruments at fair value through other comprehensive income	**-**	(156,385)	**(100)**	**-**	(130,535)	**(100)**	25,701,604
Tax on other comprehensive income	**-**	-	**-**	**-**	-	**-**	(8,404,672)
Other comprehensive income/ (loss) for the period, net of tax	**-**	**(156,385)**	**(100)**	**-**	**(130,535)**	**(100)**	**17,304,134**
Total comprehensive income/ (loss) for the period, net of tax	**(1,658,805)**	**(1,373,295)**	**21**	**(733,309)**	**(1,010,074)**	**(27)**	**17,888,767**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

COMPANY STATEMENT OF FINANCIAL POSITION

In Rs. '000	Un-audited as at 31-12-2025	Un-audited as at 31-12-2024	Audited as at 31-03-2025
ASSETS			
Non-current assets			
Property, plant and equipment	**34,493**	54,791	46,847
Right of use assets	**7,391**	6,951	4,066
Investment property	**1,149,800**	1,053,200	1,149,800
Intangible assets	**-**	1,593	720
Investments in subsidiaries	**109,997,148**	84,453,251	109,984,030
Investments in associates	**-**	9,750	9,750
Other non current financial assets	**14,479**	-	14,479
	111,203,311	**85,579,536**	**111,209,692**
Current assets			
Trade and other receivables	**1,732,896**	561,801	1,660,261
Amounts due from related parties	**17,982,235**	16,100,386	17,812,418
Other current assets	**406,906**	190,972	360,543
Short term investments	**20,263**	17,431	17,663
Cash in hand and at bank	**10,561**	8,518	9,937
	20,152,861	**16,879,108**	**19,860,822**
Total assets	**131,356,172**	**102,458,644**	**131,070,514**
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Stated capital	**14,146,383**	14,146,383	14,146,383
Revenue reserves	**(14,726,237)**	(14,950,934)	(13,067,432)
Other components of equity	**62,640,387**	45,256,526	62,640,387
Total equity	**62,060,533**	**44,451,975**	**63,719,338**
Non-current liabilities			
Interest bearing borrowings	**15,602,139**	15,172,299	16,720,649
Lease liabilities	**1,049**	-	1,369
Deferred tax liabilities	**14,516,724**	6,080,191	14,516,724
Employee benefit liabilities	**121,487**	147,650	151,984
Other deferred liabilities	**-**	-	21,622
Other non-current financial liabilities	**1,819,986**	-	1,795,972
	32,061,385	**21,400,140**	**33,208,320**
Current liabilities			
Trade and other payables	**6,251,665**	3,789,440	6,080,476
Amounts due to related parties	**297,295**	585,068	239,927
Other current financial liabilities	**22,732,635**	25,474,359	20,287,220
Current portion of interest bearing borrowings	**5,132,934**	4,779,855	3,745,548
Current portion of lease liabilities	**6,694**	7,818	2,610
Other current liabilities	**2,768,007**	1,926,336	3,703,697
Bank overdrafts	**45,024**	43,653	83,378
	37,234,254	**36,606,529**	**34,142,856**
Total equity and liabilities	**131,356,172**	**102,458,644**	**131,070,514**

I certify that the financial statements comply with the requirements of the Companies Act No. 7 of 2007.

-sgd-
C K Amarasekara
Head of Finance

The Board of directors is responsible for the preparation and presentation of these financial statements.

-sgd-
A K Pathirage
Chairman

-sgd-
H K Kaimal
Director

13 February 2026
Colombo

Softlogic Holdings PLC

COMPANY STATEMENT OF CHANGES IN EQUITY

COMPANY

In Rs. '000	Stated capital	Fair value reserve of financial assets at FVOCI	Accumulated losses	Total
As at 01 April 2025	**14,146,383**	**62,640,387**	**(13,067,432)**	**63,719,338**
Loss for the period	-	-	(1,658,805)	**(1,658,805)**
Other comprehensive loss	-	-	-	**-**
Total comprehensive loss	-	-	(1,658,805)	**(1,658,805)**
As at 31 December 2025	**14,146,383**	**62,640,387**	**(14,726,237)**	**62,060,533**
As at 01 April 2024	**12,119,235**	**45,412,911**	**(13,723,532)**	**43,808,614**
Loss for the period	-	-	(1,216,910)	**(1,216,910)**
Other comprehensive loss	-	(166,877)	-	**(166,877)**
Equity investments at FVOCI reclassified to retained earnings	-	10,492	(10,492)	**-**
Total comprehensive loss	-	(156,385)	(1,227,402)	**(1,383,787)**
Issue of shares	2,027,148	-	-	**2,027,148**
As at 31 December 2024	**14,146,383**	**45,256,526**	**(14,950,934)**	**44,451,975**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

COMPANY STATEMENT OF CASH FLOW

In Rs. '000	Un-audited 9 months to 31-12-2025	Un-audited 9 months to 31-12-2024	Audited 12 months to 31-03-2025
CASH FLOWS FROM/ (USED IN) OPERATING ACTIVITIES			
Profit/ (loss) before tax	**(1,658,805)**	(1,216,910)	616,494
Adjustments for:			
Finance income	**(1,221,888)**	(2,160,779)	(2,969,759)
Dividend income	**(995)**	(964,499)	(963,901)
Finance cost	**2,696,927**	4,254,749	5,559,778
Change in fair value of investment property	**-**	-	(90,401)
Provisions for/ write-off of impaired receivables	**-**	559,328	(1,402,955)
Gratuity provision and related costs	**17,539**	11,172	27,944
Depreciation of property, plant and equipment	**11,216**	16,700	21,450
Amortisation right of use assets	**20,519**	3,221	11,616
(Profit)/ loss on sale of property, plant and equipment	**(47,414)**	(5)	1,032
Impairment of investments			(30,000)
(profit)/ loss on disposal of investment property	**-**	-	-
Amortisation/ impairment of intangible assets	**720**	158	1,031
Profit/ (loss) before working capital changes	**(182,181)**	**503,135**	**782,329**
(Increase)/ decrease in trade and other receivable	**(205,209)**	265,748	(567,030)
(Increase)/ decrease in other current assets	**(46,363)**	21,515	(148,056)
(Increase)/ decrease in amount due from related parties	**1,049,438**	(1,297,220)	(583,336)
Increase in trade and other payables	**152,071**	439,037	118,203
Increase in amount due to related parties	**36,243**	372,542	42,574
Increase/ (decrease) in other current liabilities	**(336,321)**	950,772	2,827,551
Cash from operations	**467,678**	**1,255,529**	**2,472,235**
Finance income received	**32**	1,793	2,859
Finance expenses paid	**(772,060)**	(2,959,671)	(2,641,555)
Dividend received	**995**	963,924	963,901
Gratuity paid	**(26,911)**	(11,177)	(16,064)
Net cash flow from/ (used in) operating activities	**(330,266)**	**(749,602)**	**781,376**
CASH FLOWS FROM/ (USED IN) INVESTING ACTIVITIES			
Purchase and construction of property, plant and equipment	**-**	-	(1,082)
Additions to investment property	**-**	-	(6,199)
Additions to intangible assets	**-**	-	(1,751)
(Purchase)/ disposal of short term investments (net)	**-**	77,677	77,677
(Increase)/ decrease in interest in subsidiaries	**(3,367)**	143,001	-
Proceeds from disposal of controlling interest in subsidiaries			480,700
Proceeds from sale of property, plant and equipment and investment property	**48,814**	-	3,290
Net cash flow from investing activities	**45,447**	**220,678**	**552,635**
CASH FLOWS FROM/ (USED IN) FINANCING ACTIVITIES			
Proceeds from issue of shares	**-**	2,027,148	2,027,148
Direct cost on issue of shares	**-**	-	(5,191)
Proceeds from long term borrowings	**595,170**	1,932,931	1,006,067
Repayment of long term borrowings	**(835,785)**	(2,040,060)	(2,513,439)
Repayment of lease liabilities	**(2,645)**	(3,123)	(52,567)
Proceeds from/ (repayment of) short term borrowings (net)	**567,057**	(1,359,713)	(1,806,076)
Net cash flow from/ (used in) financing activities	**323,797**	**557,183**	**(1,344,058)**
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS	**38,978**	28,259	(10,047)
CASH AND CASH EQUIVALENTS AT THE BEGINNING	**(73,441)**	(63,394)	(63,394)
CASH AND CASH EQUIVALENTS AT THE END	**(34,463)**	**(35,135)**	**(73,441)**
ANALYSIS OF CASH AND CASH EQUIVALENTS			
Favourable balances			
Cash in hand and at bank	**10,561**	8,518	9,937
Unfavourable balances			
Bank overdrafts	**(45,024)**	(43,653)	(83,378)
Cash and cash equivalents	**(34,463)**	**(35,135)**	**(73,441)**

Note : Figures in brackets indicate deductions.
The above figures are not audited unless otherwise stated.

Softlogic Holdings PLC

NOTES TO THE FINANCIAL STATEMENTS

OPERATING SEGMENT INFORMATION

The following tables present revenue, profit information and other disclosures regarding Group's business segments.

REVENUE AND PROFIT In Rs. '000 For the nine months ended 31 December	Information Technology		Leisure & Property		Retail & Telecommunication		Automobiles		Financial Services		Healthcare Services		Others		Total		Eliminations/ Consolidation adjustments		Group	
	2025	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024
Continuing operations																				
Revenue																				
Total revenue	**5,522,257**	5,451,757	**2,143,102**	2,027,420	**28,494,559**	23,331,450	**2,725,297**	339,354	**30,563,444**	23,933,464	**26,771,816**	23,350,144	**654,960**	1,164,562	**96,875,435**	79,598,151	**-**	-	**96,875,435**	79,598,151
Inter group	**(525,215)**	(915,596)	**(132,587)**	(71,213)	**(973,861)**	(876,230)	**(45,244)**	(37,847)	**(207,228)**	(138,861)	**(592,134)**	(517,226)	**(652,982)**	(1,158,630)	**(3,129,251)**	(3,715,603)	**-**	-	**(3,129,251)**	(3,715,603)
Total external revenue	**4,997,042**	**4,536,161**	**2,010,515**	**1,956,207**	**27,520,698**	**22,455,220**	**2,680,053**	**301,507**	**30,356,216**	**23,794,603**	**26,179,682**	**22,832,918**	**1,978**	**5,932**	**93,746,184**	**75,882,548**	**-**	**-**	**93,746,184**	**75,882,548**
Operating profit/ (loss)	**(197,610)**	309,964	**(345,342)**	(560,593)	**(990,096)**	(2,543,987)	**262,711**	37,998	**3,197,453**	3,073,575	**5,714,389**	3,752,390	**(200,011)**	386,258	**7,441,494**	4,455,605	**(131,141)**	342,029	**7,310,353**	4,797,634
Finance income	**125,368**	175,542	**4,560**	1,843	**635,388**	946,628	**-**	28	**6,418,819**	7,853,463	**1,012,944**	726,644	**1,222,301**	2,161,378	**9,419,380**	11,865,526	**(3,269,645)**	(4,273,327)	**6,149,735**	7,592,199
Finance expenses	**(224,702)**	(233,384)	**(1,770,490)**	(1,325,630)	**(5,393,396)**	(6,281,321)	**(134,599)**	(133,469)	**(1,705,346)**	(2,360,921)	**(1,522,863)**	(1,507,229)	**(2,696,312)**	(4,250,704)	**(13,447,708)**	(16,092,658)	**3,291,080**	4,241,238	**(10,156,628)**	(11,851,420)
Share of profit of equity accounted investees	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-	**2,724**	7,873	**2,724**	7,873	**-**	-	**2,724**	7,873
Change in insurance contract liabilities	**-**	-	**-**	-	**-**	-	**-**	-	**(2,911,691)**	(4,713,478)	**-**	-	**-**	-	**(2,911,691)**	(4,713,478)	**-**	-	**(2,911,691)**	(4,713,478)
Profit/ (loss) before taxation	**(296,944)**	**252,122**	**(2,111,272)**	**(1,884,380)**	**(5,748,104)**	**(7,878,680)**	**128,112**	**(95,443)**	**4,999,235**	**3,852,639**	**5,204,470**	**2,971,805**	**(1,671,298)**	**(1,695,195)**	**504,199**	**(4,477,132)**	**(109,706)**	**309,940**	**394,493**	**(4,167,192)**
Tax expense	**229**	(1,281)	**(2,801)**	-	**(6,511)**	(157,299)	**-**	-	**(1,823,952)**	(1,482,551)	**(1,361,479)**	(1,039,114)	**237**	3	**(3,194,277)**	(2,680,242)	**(87,523)**	(846,120)	**(3,281,800)**	(3,526,362)
Profit/ (loss) after taxation	**(296,715)**	**250,841**	**(2,114,073)**	**(1,884,380)**	**(5,754,615)**	**(8,035,979)**	**128,112**	**(95,443)**	**3,175,283**	**2,370,088**	**3,842,991**	**1,932,691**	**(1,671,061)**	**(1,695,192)**	**(2,690,078)**	**(7,157,374)**	**(197,229)**	**(536,180)**	**(2,887,307)**	**(7,693,554)**
Depreciation of property, plant & equipment (PPE)	**29,363**	28,818	**330,297**	417,181	**722,706**	909,647	**33,212**	13,731	**124,177**	118,843	**1,374,369**	1,329,069	**11,348**	16,846	**2,625,472**	2,834,135	**-**	-	**2,625,472**	2,834,135
Amortisation of ROU assets	**22,885**	21,032	**-**	-	**1,140,895**	1,169,841	**28,388**	10,209	**384,658**	318,606	**147,664**	135,749	**2,554**	15,997	**1,727,044**	1,671,434	**-**	-	**1,727,044**	1,671,434
Amortisation/ impairment of intangible assets	**72,285**	44,818	**247**	218	**32,434**	33,199	**-**	-	**211,717**	21,119	**408**	-	**720**	158	**317,811**	99,512	**109,704**	109,704	**427,515**	209,216
Retirement benefit obligations and related cost	**25,397**	19,669	**7,226**	10,037	**55,741**	64,938	**1,617**	1,664	**98,907**	79,219	**164,697**	91,871	**18,291**	11,929	**371,876**	279,327	**-**	-	**371,876**	279,327
Purchase and construction of PPE	**36,658**	19,345	**47,775**	26,017	**315,982**	504,847	**829**	702	**222,004**	90,238	**1,100,629**	1,082,260	**260**	946	**1,724,137**	1,724,355	**-**	-	**1,724,137**	1,724,355
Additions to intangible assets	**-**	3,540	**-**	-	**10,930**	2,220	**-**	-	**57,285**	5,893	**-**	-	**-**	1,751	**68,215**	13,404	**-**	-	**68,215**	13,404
																				7,840,985
																				10%

REVENUE AND PROFIT In Rs. '000 For the three months ended 31 December	Information Technology		Leisure & Property		Retail & Telecommunication		Automobiles		Financial Services		Healthcare Services		Others		Total		Eliminations/ Consolidation adjustments		Group	
	2025	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024	**2025**	2024
Continuing operations																				
Revenue																				
Total revenue	**1,844,779**	1,812,659	**890,207**	907,997	**10,617,169**	8,785,383	**1,047,835**	112,444	**10,868,030**	9,553,111	**9,088,796**	7,998,559	**76,092**	384,760	**34,432,908**	29,554,913	**-**	-	**34,432,908**	29,554,913
Inter group	**(171,859)**	(152,188)	**(9,641)**	(7,819)	**(406,449)**	(1,124,713)	**(21,465)**	(10,332)	**(72,108)**	(47,563)	**(199,645)**	(179,523)	**(76,098)**	(382,783)	**(957,265)**	(1,904,921)	**-**	-	**(957,265)**	(1,904,921)
Total external revenue	**1,672,920**	**1,660,471**	**880,566**	**900,178**	**10,210,720**	**7,660,670**	**1,026,370**	**102,112**	**10,795,922**	**9,505,548**	**8,889,151**	**7,819,036**	**(6)**	**1,977**	**33,475,643**	**27,649,992**	**-**	**-**	**33,475,643**	**27,649,992**
Operating profit/ (loss)	**(66,809)**	16,120	**(10,009)**	(339,529)	**81,230**	(770,474)	**129,169**	14,115	**1,170,692**	2,908,455	**1,984,877**	1,123,099	**(317,900)**	172,710	**2,971,250**	3,124,496	**(44,805)**	400,013	**2,926,445**	3,524,509
Finance income	**40,576**	65,041	**1,534**	153	**223,394**	318,067	**-**	-	**2,361,466**	2,011,134	**600,158**	206,606	**405,804**	742,296	**3,632,932**	3,343,297	**(1,341,115)**	(1,445,230)	**2,291,817**	1,898,067
Finance expenses	**(97,789)**	(93,544)	**(616,893)**	(354,496)	**(2,102,560)**	(2,042,483)	**(47,448)**	(56,999)	**(475,188)**	(829,312)	**(524,927)**	(509,854)	**(827,451)**	(1,248,339)	**(4,692,256)**	(5,135,027)	**1,289,158**	1,428,291	**(3,403,098)**	(3,706,736)
Share of profit of equity accounted investees	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-	**-**	-	**-**	5,682	**-**	5,682	**-**	-	**-**	5,682
Change in insurance contract liabilities	**-**	-	**-**	-	**-**	-	**-**	-	**(25,664)**	(2,159,440)	**-**	-	**-**	-	**(25,664)**	(2,159,440)	**-**	-	**(25,664)**	(2,159,440)
Profit/ (loss) before taxation	**(124,022)**	**(12,383)**	**(625,368)**	**(693,872)**	**(1,797,936)**	**(2,494,890)**	**81,721**	**(42,884)**	**3,031,306**	**1,930,837**	**2,060,108**	**819,851**	**(739,547)**	**(327,651)**	**1,886,262**	**(820,992)**	**(96,762)**	**383,074**	**1,789,500**	**(437,918)**
Tax expense	**1,340**	1,373	**(3,274)**	3,115	**19,638**	(97,032)	**-**	-	**(976,209)**	(639,085)	**(562,798)**	(325,468)	**82**	82	**(1,521,221)**	(1,057,015)	**3,530**	(118,749)	**(1,517,691)**	(1,175,764)
Profit/ (loss) after taxation	**(122,682)**	**(11,010)**	**(628,642)**	**(690,757)**	**(1,778,298)**	**(2,591,922)**	**81,721**	**(42,884)**	**2,055,097**	**1,291,752**	**1,497,310**	**494,383**	**(739,465)**	**(327,569)**	**365,041**	**(1,878,007)**	**(93,232)**	**264,325**	**271,809**	**(1,613,682)**
Depreciation of property, plant & equipment (PPE)	**7,503**	9,608	**110,999**	126,231	**269,102**	300,463	**11,104**	4,427	**42,857**	39,051	**460,743**	438,020	**2,739**	6,123	**905,047**	923,923	**-**	-	**905,047**	923,923
Amortisation of ROU assets	**11,651**	10,047	**-**	-	**504,172**	510,583	**10,242**	3,415	**142,206**	138,024	**54,327**	50,053	**778**	2,344	**723,376**	714,466	**-**	-	**723,376**	714,466
Amortisation/ impairment of intangible assets	**42,584**	15,082	**82**	218	**10,766**	10,168	**-**	-	**197,643**	7,415	**408**	-	**1**	158	**251,484**	33,041	**36,568**	36,568	**288,052**	69,609
Retirement benefit obligations and related cost	**8,466**	5,071	**3,291**	3,349	**17,552**	20,281	**539**	560	**58,500**	44,638	**55,170**	(522)	**6,097**	3,976	**149,615**	77,353	**-**	-	**149,615**	77,353
Purchase and construction of PPE	**11,040**	12,357	**13,702**	10,895	**146,231**	247,907	**415**	455	**142,514**	30,835	**433,501**	587,303	**260**	1	**747,663**	889,753	**-**	-	**747,663**	889,753
Additions to intangible assets	**-**	-	**-**	-	**-**	-	**-**	-	**54,939**	1,579	**-**	-	**-**	1,751	**54,939**	3,330	**-**	-	**54,939**	3,330

Note : Figures in brackets indicate deductions.

Softlogic Holdings PLC

NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Softlogic Holdings PLC, is a public limited company incorporated and domiciled in Sri Lanka and listed on the Colombo Stock Exchange.

The interim financial statements of the Group and the Company for the nine months ended 31 December 2025 were authorised for issue by the Board of Directors on 13 February 2026.

2. BASIS OF PREPARATION

The interim condensed financial statements have been prepared in compliance with Sri Lanka Accounting Standard LKAS 34 - Interim Financial Reporting.

The presentation and classification of the financial statements of the previous period have been amended, where relevant, for better presentation and to be comparable with those of the current period.

The interim financial statements are presented in Sri Lankan Rupees (Rs.) and all values are rounded to the nearest thousand except when otherwise indicated.

3. FAIR VALUE MEASUREMENT AND RELATED FAIR VALUE DISCLOSURES

During the quarter, there were no transfers between Level 1 and Level 2 and no transfers into or out of Level 3 categories as per the fair value hierarchy. The fair value changes on financial instruments in Level 3 category was properly recorded in the statement of other comprehensive income.

Fair valuation was done as of 31 December 2025 for all unquoted equity shares classified as Level 3 within the fair value hierarchy according to fair valuation methodology. Fair value would not significantly vary if one or more of the inputs were changed.

Investments in subsidiaries are initially recognised at cost in the financial statements of the Company. Any transaction cost relating to acquisition of investment in subsidiaries is immediately recognised in the income statement. Following initial recognition, investments in subsidiaries are accounted in accordance with SLFRS 9 - Financial Instruments.

The Company measures the investment in subsidiaries at fair value at each balance sheet date using Discounted Cash Flow Methodology (DCF) and Net Assets Methodology (NAV).

4. CHANGE IN LIFE INSURANCE CONTRACT LIABILITIES

4.1 Valuation of Life Insurance Fund (Zeroed Basis of Negative Liabilities at Product Level)

The valuation of life insurance fund as at 31 December 2025 was made by Appointed Actuary Mr. Kunj Behari Maheshwari, FIA, FIAI, of Messrs. Willis Towers Watson India Private Limited, who approved to transfer from Non-Participating Life Insurance Fund/ insurance contract liabilities to the Shareholders Fund as surplus transfer as disclosed below.☐

For the nine months ended 31 December 2025 - Rs. 3,968.00 Mn (2024 - Rs. 3,355 Mn)
For the quarter ended 31 December 2025 - Rs. 1,800.00 Mn (2024 - Rs. 870.00 Mn).

4.2 Transfer of One-off Surplus from Policyholder Fund to Shareholder Fund

The Insurance Regulatory Commission of Sri Lanka (IRCSL) has issued a Direction No 16 on 20 March 2018 on "Guidelines/ directions for Identification and Treatment of One-off Surplus" and has instructed all life insurance companies to comply with the new direction. Based on the new guidelines life insurance companies are directed to transfer the one-off surplus attributable to policyholder non-participating fund to shareholder fund in the reporting period ended 31 December 2017. The transfer has been presented as a separate line item in the Income Statement as "change in contract liability due to transfer of one-off surplus" and as a separate reserve in the Statement of Financial Position as "Restricted Regulatory Reserve" under equity in accordance with above Direction. As required by the said direction, the Company received approval for this transfer on 29 March 2018.

Further distribution of one-off surplus to shareholders, held as part of the "Restricted Regulatory Reserve", is subject to meeting governance requirements stipulated by the IRCSL and can only be released as dividends upon receiving approval from the IRCSL. The one-off surplus in the shareholder fund will remain invested in government debt securities and deposits as disclosed in Note 4.3 as per the directions of the IRCSL.

One-off surplus in respect of participating business is held within the participating fund as part of the unallocated valuation surplus and may only be transferred to the shareholder fund by means of bonuses to policyholders in line with Section 38 of the "Regulation of Insurance Industry, Act No. 43 of 2000". Please refer Note 4.3 for details of assets supporting the restricted regulatory reserve as at 31 December 2025.

Movement in One-off Surplus Transfer In Rs. '000	**Participating fund**	**Non-participating fund**	**Total**
Value of insurance contract liability based on Independent Actuary - NPV as at 31 December 2015	3,866,780	2,472,575	**6,339,355**
Value of insurance contract liability based on Independent Actuary - GPV as at 31 December 2015	2,810,245	1,674,571	**4,484,816**
Surplus created due to change in valuation method from NPV to GPV One off surplus as at 01 January 2016	**1,056,535**	**798,004**	**1,854,539**
Transfer of one off surplus from long term fund to Restricted Regulatory Reserve	-	(798,004)	**(798,004)**
Surplus created due to change in valuation method - One off surplus as at 31 December 2025	**1,056,535**	**-**	**1,056,535**

The distribution of one-off surplus to shareholders as dividends shall remain restricted until company develops appropriate policies and procedures for effective management of its business

4.3 Composition of investments supporting the Restricted Regulatory Reserve as at 31 December 2025

Asset Category	**ISIN No.**	**Face value**	**Market value as at 31 December 2025 Rs. '000**
Government Securities			
Treasury Bonds	LKJ01236C152	240,920,679	**190,093**
	LKJ01337I155	240,920,679	**186,343**
	LKJ01438I151	240,920,679	**184,209**
	LKJ01539I156	240,920,679	**182,327**
	LKJ01640I152	240,920,679	**180,668**
	LKB01032G014	25,000,000	**36,119**
	LKB01534I155	275,000,000	**276,289**
	LKB02032J017	9,000,000	**8,615**
	LKB02033K013	397,000,000	**369,649**
REPO	LKB00528L152	22,663,000	**21,608**
	LKB00529L150	52,932,000	**50,000**
Total market value of the assets			**1,685,920**
Restricted Regulatory Reserves			**1,515,796**

NOTES TO THE FINANCIAL STATEMENTS

5. SHARE INFORMATION

5.1 Public share holdings

Percentage of shares held by the public and the number of public shareholders is as given below:

As at	31-12-2025
Public shareholding (%)	**11.22**
Public shareholders	**10,215**
Float adjusted market capitalization (Rs. Mn.)	**923.63**

Minimum public holding percentage - The Company is in compliance with option 1 of the CSE Listing Rules 7.13.1 (i) (b) which requires 7.5% minimum public holding percentage and 200 minimum public shareholders.

5.2 Directors' share holdings

The number of shares held by the Board of Directors are as follows:

As at	31-12-2025
A K Pathirage - Chairman/ Managing Director	**616,407,331**
G W D H U Gunawardena	**71,333,852**
R J Perera	**75,437,508**
H K Kaimal	**80,439,792**
M P R Rassool (resigned w.e.f. 21 October 2025)	**Nil**
Prof. A S Dharmasiri	**Nil**
S Saraf	**Nil**
C K Gupta (alternate director to Mr. S Saraf)	**Nil**
J D N Kekulawala	**Nil**
T Nadarasa	**Nil**
M I Furkan (appointed w.e.f. 29 August 2025)	**Nil**
	843,618,483

5.3 Twenty largest shareholders of the company are as follows:

	As at	Number of shares 31-12-2025	%
1	Mr. A K Pathirage	**616,407,331**	**44.18**
2	Samena Ceylon Holdings Ltd	**326,453,981**	**23.40**
3	Mr. H K Kaimal	**80,439,792**	**5.77**
4	Mr. R J Perera	**75,437,508**	**5.41**
5	Mr. G W D H U Gunawardena	**71,333,852**	**5.11**
6	Samena Special Situations Fund III L.P.	**53,653,654**	**3.85**
7	Pemberton Asian Opportunities Fund	**36,550,586**	**2.62**
8	Mr. Dhia Yahya Dhia Al-Din Jaffar	**22,903,211**	**1.64**
9	Samena Special Situations Fund II L.P.	**15,000,000**	**1.08**
10	Mr. N Samarasuriya	**9,450,644**	**0.68**
11	Mr. S J Fancy	**7,225,323**	**0.52**
12	Mrs. G I Vasunthara	**3,100,000**	**0.22**
13	Mr. A L A Leitan	**2,826,396**	**0.20**
14	Miss. S Subramaniam	**2,800,000**	**0.20**
15	Arunodhaya (Private) Limited	**2,058,059**	**0.15**
16	Mr. G R Geha	**2,015,372**	**0.14**
17	Lombard Odier Darier Hentsch and CIE	**1,870,971**	**0.13**
18	Arunodhaya Investments (Private) Limited	**1,638,677**	**0.12**
19	Mr. W A A T M Jayawickrama	**1,471,534**	**0.11**
20	Mr. N Samarasuriya/ Mrs. C Samarasuriya (Joint Account)	**1,258,404**	**0.09**

6. STATED CAPITAL MOVEMENTS

6.1 No of shares

	No of shares
As at 01 April 2025	1,395,257,979
As at 31 December 2025	**1,395,257,979**

6.2 Value of shares

	Rs. '000
As at 01 April 2025	14,146,383
As at 31 December 2025	**14,146,383**

7. INVESTOR INFORMATION

7.1 Market value of shares

The market value of an ordinary share of Softlogic Holdings PLC was as follows.

	31-12-2025
Last traded price on (Rs.)	**5.90**
Highest price recorded for the three months ending (Rs.)	**7.00**
Lowest price recorded for the three months ending (Rs.)	**5.70**
Market Capitalisation (Rs. Mn.)	**8,232.02**

7.2 Ratios

Net liability per share at the period end (Rs.)	**(47.70)**

7.3 Share trading information from 01 October 2025 to 31 December 2025

Number of shares traded	**14,653,536**
Value of shares traded (Rs. Mn.)	**94.52**

8. CONTINGENCIES

CONTINGENT LIABILITIES

As at reporting date, there were no significant change in the nature of the contingencies and other commitments, which were disclosed in the annual report for the year ended 31 March 2025 other than the following.

A dispute has arisen with the Department of Inland Revenue with regard to the applicability of the income tax exemption for the years of assessment 2005/06 to 2014/15, in terms of the agreement entered between Asiri Surgical Hospital PLC and the Board of Investment of Sri Lanka (BOI) in 2000. With respect to the same we have received written notifications from the Tax Appeal Commission so far for the years of assessments from 2005/06 to 2013/14 and the company is assessing the provisioning requirement based on the applicable tax laws during that period. We are also in the process of initiating Legal action against these assessments in the Court of Appeal.

The management of Asiri Surgical Hospital PLC also have filed a Writ application in the Court of Appeal in CA (Writ) 386/ 2016 preventing the recoverability of tax for the same matter and the judgement was delivered on 19 January 2026 dismissing the application of Asiri Surgical Hospital PLC. Since there is a litigation, in accordance with Paragraph 92 of LKAS 37, we are unable to provide further information on this and associated risks, in order not to impair the outcome and/or prejudice the Company's position in this matter.

9. CAPITAL COMMITMENTS

As at 31 December 2025, the Group had capital commitments contracted but not provided in the financial statements amounting to Rs. 8,698.14 Mn (31 December 2024 - Rs. 17,417.00 Mn).

10. RIGHTS ISSUE OF SHARES - SOFTLOGIC HOLDINGS PLC

Utilisation of funds raised through rights issue of shares

Total Funds raised through rights issue in FY24/25 amounting to Rs. 2,027.15 mn was fully utilised for the objectives stated in the circular to shareholders issued in respect of the above.

Rights Issue proceeds utilization as at 31 December 2025

Objective Number	Objective as per Circulars	Amount allocated as per Circular Rs. Mn.	Proposed date of utilization as per Circulars	Amount allocated from Proceeds Rs. Mn. (A)	% of total proceeds	Amount utilized Rs. Mn. (B)	% utilized against allocation	Clarification of not fully utilized including if not utilized where are the funds invested
Utilisation of funds raised through rights issue of shares								
1	To settle external debt, including bank debt, securitization loans, and commercial papers	2,981.36	Immediately upon the receipt of subscription and post allotment of shares	2,027.15	100.00	2,027.15	100.00	N/A

11. EVENTS AFTER THE REPORTING PERIOD

There were no significant events subsequent to the date of the statement of financial position, which require disclosure in the financial statements other than the following.

Regulatory Capital Compliance - Softlogic Finance PLC

Softlogic Finance PLC which is a subsidiary of Softlogic Holdings PLC engaged its independent auditor to provide a special purpose audit opinion on the Statement of Profit or Loss and the Statement of Changes in Equity for the four-month period ended 31 July 2025.
This special purpose audit report was prepared specifically for submission to the Central Bank of Sri Lanka. Its purpose is to include the profits after tax and the reversal of the Regulatory Loss Allowance Reserve (RLAR) of the Company for the four-months period ended 31 July 2025, as part of the Core Capital (Tier 1 Capital) and in calculating the Capital Adequacy Ratios. The Company submitted this audited report to the Central Bank on 28 August 2025, for compliance with the regulatory Core Capital and Capital Adequacy purposes. The Company has complied with the regulatory minimum Core Capital and the Capital Adequacy Ratios (Tier 1 and Total Capital (Tier 2) ratios) requirements as at the date of the audited report.
Based on the audited report submitted to the Central Bank, the Central Bank, by its letter dated 19 September 2025, informed the Company that the Governing Board of the Central Bank of Sri Lanka has approved the lifting of the regulatory restrictions imposed on the Company with immediate effect. The Company has informed the lifting of the Central Bank regulatory caps to the Colombo Stock Exchange (CSE) via the Company letter dated 22 September 2025.

12. RELATED PARTY TRANSACTIONS

12.1 Transactions with related parties

In Rs. '000	Group		Company	
	09 months to 31-12-2025	09 months to 31-12-2024	09 months to 31-12-2025	09 months to 31-12-2024
Subsidiaries				
(Purchases)/ sales of goods	**-**	-	**(1,343)**	(3,245)
(Receiving)/ rendering of services	**-**	-	**610,767**	1,016,737
Loans given/ (obtained)	**-**	-	**(2,106,118)**	(129,506)
Interest received/ (paid)	**-**	-	**(161,191)**	29,827
Rent received/ (paid)	**-**	-	**2,868**	89,555
Dividend received			**583**	943,501
Guarantee charges received/ (paid)	**-**	-	**(8,082)**	223,029
Guarantees given/ (obtained) - as at 31 December	**-**	-	**39,149,377**	38,855,867
Associates				
(Receiving)/ rendering of services	**1,968**	5,933	**1,978**	5,933
Interest received/ (paid)	**-**	161	**-**	161
Dividend received			**-**	20,400
Key management personnel				
Advance given/ (received)	**55,932**	50,857	**(1,992)**	(1,992)
Guarantees given/ (received)	**(150,000)**	(150,000)	**-**	-
Loans given/ (customer deposits received)	**(3,038)**	(2,016)	**-**	-
Interest received/ (paid)	**(157)**	-	**-**	-
(Purchases)/ sales of goods	**-**	187,910	**-**	-
Close family members of KMP				
(Receiving)/ rendering of services	**-**	-	**-**	-

12.2 Terms and conditions of transactions with related parties

Transactions with related parties are carried out under relevant commercial terms and conditions.
Outstanding current account balances at year end are unsecured, interest free and settlement occurs in cash. Interest bearing borrowings are at pre-determined interest rates and terms.

Softlogic Holdings PLC

CORPORATE INFORMATION

Name of Company
Softlogic Holdings PLC

Legal Form
Public Limited Liability Company.
Incorporated in Sri Lanka on 25 February 1998 as a Private Limited Liability Company under the Companies Act No. 17 of 1982.
Re-registered on 17 December 2007 as a Public Limited Liability Company under the Companies Act No. 07 of 2007.
The status of the Company was changed to a Public Limited Company on 10 December 2008. Subsequent to the listing of shares on the Main Board of Colombo Stock Exchange, the name of the Company was changed to Softlogic Holdings PLC on 25 August 2011.
Subsequently the Company transferred to the Diri Savi Board of the Colombo Stock Exchange with effect from 02 December 2020.

Company Registration No
PV 1536 PB/PQ

Registered Office of the Company
14, De Fonseka Place,
Colombo 05
Sri Lanka
Tel : +94 11 5575 000
Fax : +94 11 2508 291
E-mail : info@softlogic.lk
Web : www.softlogic.lk

Directors
A K Pathirage - Chairman/ Managing Director
G W D H U Gunawardena
H K Kaimal
R J Perera
M P R Rasool (resigned w.e.f. 21 October 2025)
Prof. A S Dharmasiri
S Saraf
C K Gupta (alternative director to Mr. S Saraf)
J D N Kekulawala
T Nadarasa
M I Furkan

Secretaries
Softlogic Corporate Services (Pvt) Ltd
14, De Fonseka Place,
Colombo 05
Sri Lanka
Tel : +94 11 5575 000
Fax : +94 11 2508 291

Audit Committee
M I Furkan - Chairman (appointed w.e.f. 14 January 2026)
J D N Kekulawala
Prof. A S Dharmasiri
T Nadarasa

Related Party Transaction Committee
M I Furkan - Chairman
H K Kaimal
T Nadarasa

HR and Remuneration Committee
Prof. A S Dharmasiri - Chairman
J D N Kekulawala
T Nadarasa

Nominations and Governance Committee
T Nadarasa - Chairman
J D N Kekulawala
Prof. A S Dharmasiri

Investor Relations
Softlogic Holdings PLC
14, De Fonseka Place,
Colombo 05
Sri Lanka
Tel : +94 11 5575 176
E-mail : investorrelations@softlogic.lk

Contact for Media
Softlogic Holdings PLC
14, De Fonseka Place,
Colombo 05
Sri Lanka
Tel : +94 11 5575 000
Fax : +94 11 2595 441

Bankers
Bank of Ceylon
Cargills Bank Ltd
Commercial Bank of Ceylon PLC
DFCC Bank PLC
Hatton National Bank PLC
Muslim Commercial Bank
National Development Bank PLC
Nations Trust Bank PLC
Pan Asia Banking Corporation PLC
People's Bank
Sampath Bank PLC
Seylan Bank PLC
Union Bank of Colombo PLC
State Bank of India
Indian Bank

Auditors
Ernst & Young
Chartered Accountants
Rotunda Towers,
No. 109, Galle Road,
Colombo 03