

15th July 2024

To: Chairpersons/Managing Directors/Chief Executive Officers of all Listed Companies

CIRCULAR NO: 06/2024

Dear Sir/Madam,

COMPLIANCE WITH RULES OF SECTION 9 OF THE LISTING RULES OF THE COLOMBO STOCK EXCHANGE WHICH ARE EFFECTIVE FROM 1ST OCTOBER 2024

As you are aware, the revised Corporate Governance Rules set out in Section 9 of the CSE Listing Rules are effective from 01st October 2023, subject to certain Rules which had specific effective dates as specified in Rule 9.1.4 of the CSE Listing Rules.

In this regard, we wish to highlight to the Listed Companies that the following Rules will be effective from **1st October 2024**, as set out in Rule 9.1.4 (1) (c) of the CSE Listing Rules:

Rule Reference	Rule Description
9.2	Policies
9.3.3	The Chairperson of the Board of Directors of the Listed Entity shall not be the Chairperson of the Board Committees
9.8.1	Minimum Number of Directors on the Board
9.8.2	Minimum Number of Independent Directors on the Board
9.11	Nominations and Governance Committee
9.12.6 (1)	Composition of the Remuneration Committee
9.13.3	Composition of the Audit Committee
9.13.4	Functions of Audit Committee
9.13.5	Disclosures in the Annual Report relating to the Audit Committee

Kindly note that failure to comply with Rules 9.2.1, 9.8.2, 9.11.4, 9.12.6 and 9.13.3 of the CSE Listing Rules would result in certain enforcement actions, including the imposition of penalties on the directors of the relevant listed companies, in the manner specified in the applicable Listing Rules.

Therefore, we urge all listed companies to take steps to ensure compliance with the Corporate Governance Rules set out in Section 9 of the Listing Rules.

Yours faithfully



Renuke Wijayawardhane
Chief Regulatory Officer