
SANASA GENERAL INSURANCE COMPANY LIMITED

POLICY ON ANTI-BRIBERY AND CORRUPTION

1. OVERVIEW

The Company is committed to promoting ethical corporate culture by observing the highest standards of fair dealing, honesty, and integrity in its business activities.

In conducting its business, the Company shall abide by this Policy and comply with all applicable laws and regulations including the Anti-Corruption Act.

2. DEFINITIONS

The following words and expressions shall have the respective meanings given against each such word unless such meanings are inconsistent with or repugnant to the subject or context:

“**Anti-Corruption Act**” shall mean the Anti-Corruption Act No. 09 of 2023 as amended from time to time;

“**Articles**” the articles of association of the Company;

“**Board**” means the board of Directors of the Company;

“**bribery**” means the offer, solicitation or acceptance of any gratification in contravention of any provision of Part III of the Anti-Corruption Act;

“**CEO**” means an employee of the Company performing the functions of the Chief Executive Officer of the Company and called by whichever name;

“**Company**” shall mean Sanasa General Insurance Company Limited ;

“**Companies Act**” means the Companies Act No. 07 of 2007 as amended from time to time;

“**Directors**” means the directors presently serving on the Board of the Company, and includes alternate directors appointed in accordance with the Articles.

“**facilitating payment**” shall mean any small or nominal payment made to a government official to speed up/secure the performance of a non-discretionary, routine governmental action;

“**Listing Rules**” means the Listing Rules of the Colombo Stock Exchange;

“**Policy**” means this policy on anti-bribery and corruption;

3. PURPOSE

This Policy has been established to ensure that the Company conducts its business in a transparent, fair and ethical manner with zero-tolerance of any forms of bribery and corruption in its dealings with internal and external stakeholders.

The Company encourages the reporting of any instances of suspected bribery and/or corruption involving its business.

The Policy, as updated from time to time, will be provided to all employees and officers of the Company, including any future employees and officers upon the commencement of their employment or engagement with the Company.

The Policy conforms to the applicable legal framework and shall be disclosed on website of the Company in terms of Rule 9.2.1 of the Listing Rules.

4. SCOPE

This Policy applies to the Company and any person who is, or has been, any of the following with respect to the Company:

- Employee
- Officer
- Director
- Service providers (including employees of service providers)
- Suppliers (including employees of suppliers)
- Consultants
- A relative, dependent or spouse of any of the above.

5. PERMISSIBLE AND RESTRICTED PAYMENTS

- 5.1 Offering, promising and authorizing the grant of money or anything else of value, to a government official, in order to secure an unfair advantage is strictly prohibited.
- 5.2 Directors and employees shall refrain from offering/receiving money or anything else of value either directly or through indirect means, to or from an individual or entity in the private sector in order to obtain an improper advantage.
- 5.3 Prohibited payments include cash payments, benefits and favours and in certain circumstances, otherwise legitimate business expenditures including gifts, entertainment, travel, donations, sponsorships or training.
- 5.4 This Policy permits employees to provide modest gifts, hospitality or other gifts of value to government officials/private individuals that are legally and directly related to the Company's business activities with the approval of the CEO or the Board of Directors, depending on the circumstances. In granting such approval, the nature, timing and context of such gifting must be considered in order to assess whether such conduct could objectively be perceived as bribery.

- 5.5 The Company strictly prohibits its employees from making facilitating payments on the Company's behalf, except under exceptional circumstances, i.e., when an employee's safety is at risk. When such payment has been made in such exceptional circumstances, an incident report shall be submitted to the Head of Audit, immediately.
- 5.6 Directors and employees shall act in the best interests of the Company at all times. Using the Company's property, information or position, either directly or indirectly through a third-party intermediary, for personal gains is strictly prohibited.

6. BOOKS AND RECORDS

- 6.1 The Company shall ensure that all applicable laws, applicable accounting standards and internal procedures are followed in recording, maintaining and reporting financial records.
- 6.2 In order to prevent the possibility of bribes being paid or accepted, the Company's financial records must fairly and accurately reflect each transaction involving the Company's business and/or the deployment of the Company's assets.
- 6.3 All expenses must be accurately accounted for, include adequate supporting documentation and be promptly entered into company records, before any reimbursements are made.

7. EXTERNAL STAKEHOLDERS

- 7.1 The Company's external stakeholders including its service providers, suppliers, consultants, auditors and other third parties working with or on behalf of the Company are required to act with the highest level of business, professional and legal integrity and refrain from engaging in any form of bribery and/or corruption when dealing with or on behalf of the Company.
- 7.2 Prior to engaging in business with an external stakeholder, the Company shall carefully review and follow the due diligence process in accordance with its internal guidelines.

8. MAKING A DISCLOSURE

- 8.1 The Company relies on its employees maintaining a culture of honest and ethical behavior. Accordingly, if you become aware of any instance of suspected bribery and/or corruption where a director, officer, employee, service provider, supplier or consultant of the Company or any other person who has business dealings with the Company has engaged, is involved in, you are expected to make a disclosure to the Compliance Officer in accordance with procedure for reporting set out in the Company's Policy on Whistleblowing.
- 8.2 Any person who makes a disclosure will be offered protection as detailed in the Policy on Whistleblowing provided that (i) such disclosure was made without malicious intent and (ii) you had, at the time of making the disclosure, reasonable grounds to believe that the information provided by you is true and warranted an investigation.

8.3 The Company shall investigate all matters reported under this policy as soon as practicable, after the matter has been reported. For the avoidance of doubt, investigations into any complaint made under this Policy will be carried out in terms of the Company's Policy on Whistleblowing.

9. NON- COMPLIANCE WITH THIS POLICY

9.1 Any breach of this policy will be taken seriously and may result in disciplinary action, up to and including termination of employment of an employee, in accordance with the applicable laws and Company policies.

9.2 Service providers, suppliers, consultants, auditors and other third parties working with or on behalf of the Company who are found to be in violation of this Policy will be subject to termination of business relationship with the Company. The Company may also seek other legal/remedial action available under the applicable laws.

10. REVIEW AND MONITORING

10.1 The Audit Committee of the Company shall from time to time review this Policy, monitor its implementation to ensure continued effectiveness and compliance with regulatory requirements and good corporate governance practice and shall make recommendations on any proposed revisions as may be required to the Board for its review and final approval.

10.2 Upon the Board's approval, the said revision or amendment shall be deemed to be effective and form part of this Policy.

10.3 Employees are encouraged to read this policy in conjunction with other relevant Company policies, including:

- (i) Policy on Whistleblowing; and
- (ii) Policy on Environmental, Social and Governance Sustainability.

Date of Approval: 24th September 2024