

# PROSPECTUS

Siyapatha Finance PLC  
Debenture Issue 2026



Managers to the issue



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Siyapatha Finance

( Finance Company of Sampath Bank Group )

SIYAPATHA FINANCE PLC



DEBENTURE ISSUE 2026

PROSPECTUS

FOR AN INITIAL ISSUE OF TWENTY MILLION (20,000,000) LISTED RATED SUBORDINATED UNSECURED REDEEMABLE DEBENTURES WITH AN OPTION TO ISSUE UP TO A FURTHER TEN MILLION (10,000,000) OF SAID DEBENTURES, AT THE DISCRETION OF THE COMPANY IN THE EVENT OF AN OVERSUBSCRIPTION OF THE INITIAL ISSUE AND WITH A FURTHER OPTION TO ISSUE UP TO A FURTHER SEVEN MILLION FIVE HUNDRED THOUSAND (7,500,000) OF SAID DEBENTURES, AT THE DISCRETION OF THE COMPANY IN THE EVENT OF AN OVERSUBSCRIPTION OF THE INITIAL ISSUE AND THE SECOND TRANCHE IN ORDER TO RAISE A MAXIMUM AMOUNT OF SRI LANKAN RUPEES THREE BILLION SEVEN HUNDRED AND FIFTY MILLION (LKR 3,750,000,000/-)

TO BE LISTED ON THE COLOMBO STOCK EXCHANGE

ISSUE RATING 'BBB+ (LKA)' BY FITCH RATINGS LANKA LIMITED

Issue Opens on: 20 March 2026

Managers to the Issue



Public

**This Prospectus is dated 16 March 2026**

The Colombo Stock Exchange (CSE”) has taken reasonable care to ensure full and fair disclosure of information in this Prospectus. However, the CSE assumes no responsibility for accuracy of the statements made, opinions expressed, reports included or omitted statements/ undisclosed information in this Prospectus. Moreover, the CSE does not regulate the pricing of the Debentures issued herein. Please note that the company is bound by all applicable CSE Listing Rules including the enforcement rules set out in the CSE Listing Rules.

The delivery of this Prospectus shall not under any circumstance constitute a representation or create any implication or suggestion that there has been no material change in the affairs of the Company since the date of this Prospectus. If there is a material change, such material change will be disclosed to the market.

If you are in doubt regarding the contents of this document or if you require any clarification or advice in this regard, you should consult the Managers to the issue, your Stockbroker, Lawyer or any other Professional Advisor.

## Responsibility for the Content of the Prospectus

This Prospectus has been prepared by People’s Bank Investment Banking Unit (hereinafter referred to as Managers to the Issue/Manager) from information provided by Siyapatha Finance PLC (hereinafter referred to as the “Company”, “SLFL” or the “Issuer”).

Siyapatha Finance PLC and its Directors confirm that to the best of their knowledge and belief this Prospectus contains all information regarding the Company and Debentures offered herein which is material; such information is true and accurate in all material aspects and is not misleading in any material respect; any opinions, predictions or intentions expressed in this Prospectus on the part of the Company are honestly held or made and are not misleading in any material respect; this Prospectus contains all material facts and presents them in a clear fashion in all material respects and all proper inquiries have been made to ascertain and to verify the foregoing. The Company accepts responsibility for the information contained in this Prospectus.

No person has been sanctioned to make any representations not contained in this Prospectus in connection with this Offer for Subscription of the Company’s Debentures. If such representations are made, they must not be relied upon as having been authorized. Neither the delivery of this Prospectus nor any sale made in the Offering shall, under any circumstances, create an implication that there has not been any change in the facts set forth in this Prospectus or in the affairs of the Company since the date of this Prospectus.

Investors should be informed that the value of investments can vary and that past performance is not necessarily indicative of future performance. In making such investment decisions, prospective investors must rely on their knowledge, examination and assessments on Siyapatha Finance PLC and the terms of the Debentures issued (knowledge, perception together with their own examination and assessment on Siyapatha Finance PLC and the terms and conditions of the Debentures issued) including risks associated.

The delivery of this Prospectus shall not under any circumstances constitute a representation or create any implication or suggestion, that there has been no material change in the affairs of the Company since the date of this Prospectus.

## Registration of the Prospectus

A copy of this Prospectus has been delivered for registration to the Registrar General of Companies in Sri Lanka in accordance with the Companies Act No. 07 of 2007 (the "Companies Act"). The following documents were attached to the copy of the Prospectus delivered to the Registrar General of Companies in Sri Lanka:

- a. The written consent of the Auditors and Reporting Accountants for the inclusion of their name in the Prospectus as Auditors and Reporting Accountants to the Issue and to the Company.
- b. The written consent of the Rating Agency for the inclusion of their name in the Prospectus as Rating Agency to the Issue and to the Company.
- c. The written consent of the Trustee to the Issue for the inclusion of their name in the Prospectus as Trustee to the Issue.
- d. The written consent of the Bankers to the Issue for the inclusion of their name in the Prospectus as Bankers to the Issue.
- e. The written consent of the Registrars to the Issue for the inclusion of their name in the Prospectus as Registrars to the Issue.
- f. The written consent of the Lawyers to the Issue for the inclusion of their name in the Prospectus as Lawyers to the Issue.
- g. The written consent of the Managers to the Issue for the inclusion of their name in the Prospectus as Managers to the Issue.
- h. The written consent of the Company Secretary for the inclusion of their name in the Prospectus as Company Secretary.
- i. The declaration made and subscribed to, by each of the Directors of the Company herein named as a Director, jointly and severally confirming that each of them have read the provisions of the Companies Act and the CSE Listing Rules relating to the Issue of the Prospectus and that those provisions have been complied with.

The said Auditors and Reporting Accountants to the Issue, Lawyers to the Issue, Trustee to the Issue, Bankers to the Issue, Managers to the Issue, Registrars to the Issue, Company Secretary and Rating Agency to the Issue have not, before the delivery of a copy of the Prospectus for registration with the Registrar General of Companies in Sri Lanka, withdrawn such consent.

## Registration of the Prospectus in Jurisdictions Outside of Sri Lanka

This Prospectus has not been registered with any authority outside of Sri Lanka. Non-resident investors may be affected by the laws of the jurisdiction of their residence. Such investors are responsible to comply with the laws relevant to the country of residence and the laws of Sri Lanka, when making the investment.

## Investment Considerations

It is important that this Prospectus is read carefully prior to making an investment decision. For information concerning certain risk factors, which should be considered by prospective investors, see “Risks Related to the Debentures” in Section 5.16 of this Prospectus.

## Representation

The Debentures are issued solely on the basis of the information contained and representations made in this Prospectus. No dealer, sales person, individual or any other outside party has been authorized to give any information or to make any representation in connection with the Issue other than the information and representations contained in this Prospectus and if given or made such information or representations must not be relied upon as having been authorized by the Company.

## Forward-Looking Statements

Any statements included in this Prospectus that are not statements of historical fact constitute “Forward Looking Statements”. These can be identified by the use of forward-looking terms such as “expect”, “anticipate”, “intend”, “may”, “plan to”, “believe”, “could” and similar terms or variations of such terms. However, these words are not the exclusive means of identifying Forward Looking Statements. As such, all or any statements pertaining to expected financial position, business strategy, plans and prospects of the Company are classified as Forward-Looking Statements.

Such Forward Looking Statements involve known and unknown risks, uncertainties and other factors including but not limited to regulatory changes in the sectors in which the Company operates and its ability to respond to them, the Company’s ability to successfully adapt to technological changes, exposure to market risks, general economic and fiscal policies of Sri Lanka, inflationary pressures, interest rate volatilities, the performance of financial markets both globally and locally, changes in domestic and foreign laws, regulation of taxes and changes in competition in the industry and further uncertainties that may or may not be in the control of the Company.

Such factors may cause actual results, performance and achievements to materially differ from any future results, performance or achievements expressed or implied by Forward Looking Statements herein. Forward Looking Statements are also based on numerous assumptions regarding the Company’s present and future business strategies and the environment in which the Company will operate in the future.

Given the risks and uncertainties that may cause the Company’s actual future results, performance or achievements to materially differ from that expected, expressed or implied by Forward Looking Statements in this Prospectus, investors are advised not to place sole reliance on such statements.

## Presentation of Currency Information and Other Numerical Data

The financial statements of the Company and currency values of economic data or industry data in a local context will be expressed in Sri Lanka Rupees. References in the Prospectus to “LKR”, “Rupees” or “Rs.” are to the lawful currency of Sri Lanka.

Certain numerical figures in this Prospectus have been subject to rounding adjustments, accordingly numerical figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that precede them.

## IMPORTANT

All Applicants should indicate in the Application for Debentures, their Central Depository Systems (Private) Limited (CDS) account number.

In the event name, address or NIC number/Passport number/Company number of the Applicant mentioned in the Application Form differ from the name, address or NIC number/Passport number/Company number as per the CDS records, the name, address or NIC number/Passport number/Company number as per the CDS records will prevail and be considered as the name, address or NIC number/Passport number/Company number of such Applicant. Therefore, Applicants are advised to ensure that the name, address or NIC number/Passport number/Company number mentioned in the Application Form tally with the name, address or NIC number/Passport number/Company number given in the CDS account as mentioned in the Application Form.

As per the Directive of the Securities & Exchange Commission of Sri Lanka made under Circular No.08/2010 dated 22 November 2010 and Circular No.13/2010 issued by the CDS dated 30 November 2010, all Debentures are required to be directly deposited into the CDS. To facilitate compliance with this directive, all Applicants are required to indicate their CDS account number.

In line with this directive, **THE DEBENTURES ALLOTTED TO AN APPLICANT WILL BE DIRECTLY**

**DEPOSITED IN THE CDS ACCOUNT OF SUCH APPLICANT**, the details of which is indicated in his/her Application Form.

**PLEASE NOTE THAT DEBENTURE CERTIFICATES WILL NOT BE ISSUED.**

Debentures will not be allotted to Applicants who have not indicated their CDS account details in the Application Form. Applications which do not specify a CDS account number will be rejected.

Applicants who wish to open a CDS account, may do so through a Trading Participant of the CSE as set out in Annexure II or through any Custodian Bank as set out in Annexure III of this Prospectus.

If the CDS account number indicated in the Application Form is found to be inaccurate/incorrect or there is no CDS number indicated, the Application will be rejected and no allotments will be made.

## ISSUE AT A GLANCE

<b>Issuer</b>	Siyapatha Finance PLC
<b>Instrument</b>	Listed, Rated Subordinated Unsecured Redeemable Debentures
<b>Listing</b>	The Debentures will be listed on the Colombo Stock Exchange
<b>Number of Debentures to be Issued</b>	An initial Issue of Twenty Million (20,000,000) Listed Rated Subordinated Unsecured Redeemable Debentures, with an option to issue up to a further Ten Million (10,000,000) of said Debentures (at the discretion of the Company) in the event of an over subscription of the initial Issue of 20,000,000 Debentures issued and with a further option to issue up to a further Seven Million Five Hundred thousand (7,500,000) of said Debentures at the discretion of the Company in the event of an oversubscription of the initial issue of 20,000,000 Debentures and the second Tranche of 10,000,000 Debentures. Maximum issue will not exceed Thirty Seven Million Five Hundred Thousand (37,500,000) of said debentures
<b>Amount to be Raised</b>	Sri Lankan Rupees Two Billion (LKR 2,000,000,000/-) with an option to raise up to a further Sri Lankan Rupees One Billion (LKR 1,000,000,000/-) at the discretion of the Company in the event of an over subscription of the initial Issue and with a further option to raise up to a further Sri Lankan Rupees Seven Hundred and Fifty Million (LKR 750,000,000/-) at the discretion of the Company in the event of an oversubscription of the initial Issue and the second tranche. Maximum issue will not exceed Sri Lankan Rupees Three Billion Seven Hundred and Fifty Million (LKR 3,750,000,000/-)
<b>Entity Rating</b>	"A (lka)": Outlook Stable by Fitch Ratings Lanka Limited
<b>Issue Rating</b>	"BBB+ (lka)" by Fitch Ratings Lanka Limited
<b>Issue Price/Par Value</b>	LKR 100/- (Sri Lankan Rupees One Hundred) per each Debenture
<b>Trading Currency of the Debt Securities to be Listed</b>	Sri Lankan Rupees
<b>Tenure</b>	5 Years
<b>Interest Rate</b>	Fixed interest rate of 11.50%p.a. payable annually (AER 11.50%)
<b>Minimum number of Debentures to be subscribed</b>	Minimum subscription per application is of One Hundred (100) Debentures (LKR 10,000/-) and in Multiples of One Hundred (100) Debentures (LKR 10,000/-) thereafter
<b>Issue Opening Date</b>	20 March 2026, however, Applications may be submitted forthwith.

<b>Issue Closing Date</b>	<p>Subject to the provisions contained below, the subscription list for the Debentures will open at 9.30 a.m. on 20 March 2026 and will remain open for fourteen (14) Market Days including the Issue opening date until closure at 4.30 p.m. on 10 April 2026.</p> <p>However, the subscription list will be closed on an earlier date at 4.30 p.m. with notification to the CSE on the occurrence of the following events:</p> <ul style="list-style-type: none"> <li>- The maximum of Thirty Seven Million Five Hundred Thousand (37,500,000) Debentures being fully subscribed; or</li> <li>- The Board of Directors of the Company decides to close the Issue upon the initial Issue of Twenty Million (20,000,000) Debentures becoming fully subscribed; or</li> <li>- The Board of Directors of the Company decides to close the Issue upon the initial Issue of Twenty Million (20,000,000) Debentures and the second tranche of Ten Million (10,000,000) Debentures becoming fully subscribed.</li> </ul> <p>In the event the Board of Directors of the Company decides to exercise the option to issue the second tranche of Ten Million (10,000,000) Debentures (having subscribed the initial Issue of Twenty Million (20,000,000) Debentures) but subsequently decides to close the subscription list upon part of the second tranche becoming subscribed, such decision is to be notified to the CSE on the day such decision is made and the subscription list will be closed on the following Market Day at 4.30 pm.</p> <p>In the event the Board of Directors of the Company decides to exercise the option to issue the third tranche of Seven Million Five Hundred thousand (7,500,000) Debentures (having subscribed the initial Issue of Twenty Million (20,000,000) Debentures and the second tranche of Ten Million (10,000,000) Debentures) but subsequently decides to close the subscription list upon part of the third tranche becoming subscribed, such decision is to be notified to the CSE on the day such decision is made and the subscription list will be closed on the following Market Day at 4.30 pm.</p> <p>In the event the Board of Directors of the Company decides to close the Debenture Issue without the full subscription of the initial Issue of Twenty Million (20,000,000) Debentures, such decision is to be notified to the CSE on the day such decision is made and the subscription list will be closed on the following Market Day at 4.30 pm. (refer Section 5.2 of this Prospectus).</p>
<b>Date of Allotment</b>	<p>The date on which the Debentures will be allotted by the Company to the Applicants subscribing thereto.</p>

<b>Basis of Allotment</b>	<p>As authorized by the Board of Directors of the Company via the board resolution dated 26 August 2025 and 28 October 2025 in the event of an oversubscription, the basis of allotment will be decided by any two Directors of the Company in a fair and equitable manner within Seven (07) Market Days from the closure of the Issue.</p> <p>The Board however shall reserve the right to allocate up to 75% of the number of Debentures to be issued under this Prospectus on a preferential basis, to identified investor/s of strategic and operational importance with whom the Company might have mutually beneficial relationships in the future.</p> <p>Number of Debentures to be allotted to identified investor/s of strategic and operational importance, on a preferential basis or otherwise will not exceed 75% of the total number of Debentures to be issued under this Prospectus under any circumstances, unless there is an under subscription from the other investors (investors that do not fall under preferential category).</p>
<b>Interest Period</b>	<p>The twelve (12) month period from an Interest Payment Date and ending on the date immediately preceding the next Interest Payment Date (inclusive of the aforementioned commencement date and end date) and shall include the period commencing from the Date of Allotment and ending on the date immediately preceding the first Interest Payment Date (inclusive of the aforementioned commencement date and end date) and the period from the last Interest Payment Date before the Date of Redemption and ending on the date immediately preceding the Date of Redemption (inclusive of the aforementioned commencement date and end date).</p>
<b>Interest Payment Dates</b>	<p>The dates on which payments of interest in respect of the Debentures shall fall due, which shall be twelve (12) months from the Date of Allotment and every twelve (12) months thereafter during the period of the Date of Allotment until the Date of Redemption and includes the Date of Redemption. Interest would be paid not later than Three (03) Market Days from each Interest Payment Date.</p>
<b>Method of Payment of Principal and Interest</b>	<p>Through an electronic fund transfer mechanism recognized by the banking system of Sri Lanka such as SLIPS, CEFTS and RTGS (net of all applicable charges). RTGS transfers however could be effected only for amounts over and above the maximum value (Sri Lankan Rupees Five Million) that can be accommodated via SLIPS or CEFTS transfers or by cheque marked "Account Payee Only" in the event accurate bank details have not provided by the Investor.</p>
<b>Maturity date</b>	<p>On completion of Five (05) years from the Date of Allotment, or on such earlier date on which the Debentures are redeemed or become payable in terms of the Trust Deed.</p>

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## 1.0 CORPORATE INFORMATION

<b>The Company/ Issuer</b>	Siyapatha Finance PLC
<b>Legal Form of the Company</b>	Siyapatha Finance PLC is a Public Limited Liability Company incorporated in Sri Lanka on 3 <sup>rd</sup> March 2005 under the Companies Act No. 17 of 1982 and a finance company licensed under the Finance Business Act No. 42 of 2011. Re- registered on 18 <sup>th</sup> March 2009 under the Companies Act No. 7 of 2007. Listed on the CSE on 31 December 2014.
<b>Date of Incorporation</b>	03 <sup>rd</sup> March 2005
<b>Company Registration No.</b>	PB 917 PQ
<b>Entity Rating</b>	"A (Ika)": Outlook Stable by Fitch Ratings Lanka Limited
<b>Place of Incorporation</b>	Colombo, Sri Lanka
<b>Registered/Business Office</b>	No.111 Dudley Senanayake Mawatha Colombo 08. Tel : +94 11 7 605 605
<b>Company Secretary</b>	Ms. Arosha Kumari Berugoda No.111 Dudley Senanayake Mawatha Colombo 08. Tel : +94 11 7 605 605
<b>Auditors to the Company</b>	M/s KPMG 32A, Sir Mohamed Macan Marker Mawatha Colombo 03 Tel: +94 11 5 426 426
<b>Credit Rating Agency</b>	Fitch Ratings Lanka Limited 15-02, East Tower, World Trade Centre Colombo 01. Tel: +94 11 2 541 900
<b>Bankers</b>	Sampath Bank PLC Commercial Bank of Ceylon PLC Hatton National Bank PLC Bank of Ceylon Nations Trust Bank PLC National Development Bank PLC Seylan Bank PLC Peoples Bank Cargills Bank PLC MCB Bank Limited Union Bank of Colombo PLC DFCC Bank PLC Pan Asia Banking Corporation PLC

<b>Board of Directors</b>	Mr. P. S. Cumaranatunga	Chairman/Independent Non-Executive Director
	Mr. Y. S. H. R. S. Silva	Deputy Chairman/Non-Independent Non-Executive Director
	Mr. J. Selvaratnam	Non-Independent Non-Executive Director
	Mr. J. H. Gunawardena	Independent Non-Executive Director
	Mr. D. Sooriyaarachchi	Non-Independent Non-Executive Director
	Mr. W. S. C. Perera	Non-Independent Non-Executive Director
	Ms. H. S. R. Ranatunga	Independent Non-Executive Director
	Mr. P. L. C. Jayawickrama	Independent Non-Executive Director
	Mr. D. P. Lokuarachchi	Non-Independent Non-Executive Director
<b>Chief Executive Officer</b>	Mr. Mathisha Hewavitharana	

## 2.0 RELEVANT PARTIES TO THE ISSUE

<b>Managers to the Issue</b>	<b>People's Bank Investment Banking Unit</b> People's Tower, 18 <sup>th</sup> Floor No. 374, Dr. Colvin R. de Silva Mawatha Colombo 02.
<b>Lawyers to the Issue</b>	<b>M/s Nithya Partners</b> 97A, Galle Road, Colombo 3. Tel: +94 (0) 114 712 625, +94 (0) 112 335 908
<b>Registrar to the Issue</b>	<b>SSP Corporate Services (Pvt) Ltd</b> 101, Inner Flower Road, Galle Road, Colombo 03. Tel: +94 11 2 573 894
<b>Bankers to the Issue</b>	<b>Sampath Bank PLC</b> Nawam Mawatha Branch No. 110, Sir James Peiris Mawatha, Colombo 02. Tel : +94 11 540 6712 Fax : +94 11 471 2013
<b>Trustee to the Issue</b>	<b>People's Bank</b> People's Tower, 18 <sup>th</sup> Floor No. 374, Dr. Colvin . R. de Silva Mawatha Colombo 02 Tel: +94 (0) 374 1845
<b>Auditors and Reporting Accountants to the Issue</b>	<b>M/s KPMG</b> Chartered Accountants, 32A, Sir Mohamed Macan Markar Mawatha, P.O. Box 186, Colombo 03. Tel: +94 (0) 11 5 426 426
<b>Rating Agency to the Issue</b>	<b>Fitch Ratings Lanka Limited</b> 15-02, East Tower, World Trade Centre, Colombo 01. Tel: +94 11 2 541 900

### 3.0 LIST OF ABBREVIATIONS

AER	Annual Effective Rate
ATS	Automated Trading System
AWPLR	Average Weighted Prime Lending Rate
CBSL	Central Bank of Sri Lanka
CDS	Central Depository Systems (Private) Limited
CEFTS	Common Electronic Fund Transfer Switch
CSE	Colombo Stock Exchange
FY	Financial Year
IIA	Inward Investment Account
LCB	Licensed Commercial Bank
NIC	National Identity Card
POA	Power of Attorney
RTGS	Real Time Gross Settlement
Rs./LKR	Sri Lankan Rupees
SEC	Securities and Exchange Commission of Sri Lanka
SLFL	Siyapatha Finance PLC
SLIPS	Sri Lanka Interbank Payment System
USD	United States Dollar
VAT	Value Added Tax
WHT	Withholding Tax
YoY	Year on Year

#### 4.0 GLOSSARY OF TERMS RELATED TO THE ISSUE

<b>Applicant/s</b>	Any investor who submits an Application Form under this Prospectus.
<b>Application Form/Application</b>	The Application Form that constitutes part of this Prospectus through which the investors may apply for the Debentures in issue.
<b>AWPLR</b>	The Average Weighted Prime Lending Rate
<b>Board/Board of Directors/Directors</b>	The Board of Directors of Siyapatha Finance PLC
<b>Closure Date</b>	The Date of Closure of the Subscription List as set out in Section 5.2 of this Prospectus.
<b>Date of Allotment</b>	The date on which the Debentures will be allotted by the Company to Applicants subscribing hereto.
<b>Date of Redemption</b>	The date on which Redemption of the Debentures will take place as referred to in Section 5.12.
<b>Debentures</b>	All of the Listed Rated Subordinated Unsecured Redeemable Debentures (2026/2031) to be issued pursuant to this Prospectus.
<b>Debenture Holder(s)</b>	Any person who is for the time being the holder of the Debentures and includes his/her respective successors in title.
<b>Entitlement Date</b>	The Market day immediately preceding the Interest Payment Date or Date of Redemption on which a Debenture Holder would need to be recorded as being a Debenture Holder on the list of Debenture Holders provided by the CDS to the Company/ in whose name the Debentures are registered in the Debenture Holders' register of the Company (where applicable), in order to qualify for payment of any interest or any redemption proceeds.
<b>Interest Payment Date</b>	The dates on which the payments of interest in respect of the Debentures shall fall due, which shall be twelve (12) months from the Date of Allotment and every twelve (12) months therefrom of each year from the Date of Allotment until the Date of Redemption and includes the Date of Redemption. Interest Payments will be made no later than three (03) Market Days from the due date of interest (Excluding such due date of interest).
<b>Interest Period</b>	The Twelve (12) month period from an Interest Payment Date and ending on the date immediately preceding the next Interest Payment Date (inclusive of the aforementioned commencement date and end date) and shall include the period commencing from the Date of Allotment and ending on the date immediately preceding the first Interest Payment Date (inclusive of the aforementioned commencement date and end date) and the period from the last Interest Payment Date before the Date of Redemption and ending on the date immediately preceding the Date of Redemption (inclusive of the aforementioned commencement date and end date).
<b>Issue</b>	The offer of Debentures pursuant to this Prospectus
<b>Issue Price</b>	Rupees One Hundred (LKR 100/-) per each Debenture
<b>Local Time</b>	Sri Lanka Time (UTC+05:30)
<b>Market Day</b>	Any day on which trading takes place at the CSE
<b>Non-Resident(s)</b>	Foreign institutional investors including country funds, regional funds or mutual funds, corporate bodies incorporated outside Sri Lanka, citizens of foreign states whether resident in Sri Lanka or outside Sri Lanka and Sri Lankans resident outside Sri Lanka.
<b>Prospectus</b>	This Prospectus dated 16 March 2026.

<b>Redemption</b>	The repayment of Principal at maturity together with any interest accruing up to that time.
<b>Subordinated</b>	In relation to the Debentures, subordinated means the claims of the Debenture Holders shall in the event of winding up of the Company rank after all the claims of secured and other unsecured creditors of the Company and any preferential claims under any Statutes governing the Company but pari passu to the claims of subordinated creditors of the Company and shall rank in priority to and over the claims and rights of the shareholder/s of the Company.
<b>Trustee</b>	People's Bank
<b>Trust Deed</b>	Trust Deed dated 24 February 2026 between Siyapatha Finance PLC and the Trustee.
<b>The Company/ Issuer/SLFL</b>	Siyapatha Finance PLC
<b>Unsecured</b>	Repayment of the Principal Sum and payment of interest on the Debentures are not secured by a charge on any assets of the Issuer.
<b>Working Day</b>	A day (other than a Saturday or Sunday or any statutory holiday) on which licensed commercial banks are open for business in Sri Lanka

## 5.0 PRINCIPAL FEATURES OF THE ISSUE

### 5.1 INVITATION TO SUBSCRIBE

The Board of Directors of Siyapatha Finance PLC (hereinafter referred to as the "Board") by resolution dated 26 August and 28 October 2025 resolved to raise a sum of Rupees Two Billion (LKR 2,000,000,000/-) by an initial issue of up to Twenty Million (20,000,000) Debentures each with a Par Value of LKR 100/- and to raise a further sum of Rupees One Billion (LKR 1,000,000,000/-) by an issue of up to Ten Million (10,000,000) Debentures each with a Par Value of LKR 100/-, in the event of an oversubscription of the initial Issue and with a further option to raise a further sum of Rupees Seven Hundred and Fifty Million (LKR 750,000,000/-) by an issue of further Seven Million Five Hundred thousand (7,500,000) Debentures each with a Par Value of LKR 100/-, in the event of an oversubscription of the initial issue and the second tranche.

As such a maximum amount of Rupees Three Billion Seven Hundred and Fifty Million (LKR 3,750,000,000/-) would be raised by the issue of a maximum of Thirty Seven Million Five Hundred Thousand (37,500,000) Debentures each with the Par Value of Sri Lankan Rupees One Hundred (LKR 100/-).

The below mentioned Debentures will be offered to the public:

Tenure	Interest Rate Basis	Issue Price per Debenture (LKR)	Description
5 years	Fixed	100.00	11.50% p.a. payable annually (AER 11.50%)

The claims of the Debenture Holders shall in the event of winding up of the Company rank after all the claims of secured and other unsecured creditors of the Company and any preferential claims under any Statutes governing the Company but pari passu to the claims of subordinated creditors of the Company and shall rank in priority to and over the claims and rights of the shareholder/s of the Company.

The Debentures do not carry an option to be converted to ordinary shares or any other type of security. However, Debentures shall become immediately payable at the option of the Trustee on the occurrence of event of default as specified in Clause 10 of the Trust Deed.

It is the intention of the Company to list the Debentures on the CSE. The CSE has given its in-principle approval for the listing of the Debentures on the CSE. However, CSE reserves the right to withdraw such approval, in the circumstances set out in Rule 2.3 of the Listing Rules of the CSE.

### 5.2 SUBSCRIPTION LIST

The subscription list for the Listed, Rated, Subordinated, Unsecured, Redeemable Debentures pursuant to this Prospectus will open at 9.30 a.m. on 20 March 2026 and shall remain open for Fourteen (14) Market Days until closure at 4.30 p.m. on 10 April 2026.

However, the subscription list will be closed on an earlier date at 4.30 p.m. with notification to the CSE on the occurrence of the following:

- The maximum of Thirty Seven Million Five Hundred Thousand (37,500,000) Debentures being fully subscribed; or
- The Board of Directors of the Company decides to close the Issue upon the initial Issue of Twenty Million (20,000,000) Debentures becoming fully subscribed; or
- The Board of Directors of the Company decides to close the Issue upon the initial Issue of Twenty Million (20,000,000) Debentures and the second tranche of Ten Million (10,000,000) Debentures becoming fully subscribed.

In the event the Board of Directors of the Company decides to exercise the option to issue the second tranche of Ten Million (10,000,000) Debentures (having subscribed the initial Issue of Twenty Million (20,000,000) Debentures) but subsequently decides to close the subscription list upon part of the second tranche becoming subscribed, such decision is to be notified to the CSE on the day such decision is made and the subscription list will be closed on the following Market Day at 4.30 pm.

In the event the Board of Directors of the Company decides to exercise the option to issue the third tranche of Seven Million Five Hundred thousand (7,500,000) Debentures (having subscribed the initial Issue of Twenty Million (20,000,000) Debentures and the second tranche of Ten Million (10,000,000) Debentures) but subsequently decides to close the subscription list upon part of the third tranche becoming subscribed, such decision is to be notified to the CSE on the day such decision is made and the subscription list will be closed on the following Market Day at 4.30 pm.

In the event the Board of Directors of the Company decides to close the Debenture Issue without the full subscription of the initial Issue of Twenty Million (20,000,000) Debentures, such decision is to be notified to the CSE on the day such decision is made and the subscription list will be closed on the following Market Day at 4.30 p.m.

Applications may however be made forthwith in the manner set out in Section 6.0 of this Prospectus and accordingly, duly completed Application Forms will be accepted by Managers to the Issue, Registrars to the Issue or by any Trading Participants of the CSE as set out in the Collection Points of Annexure II of this Prospectus.

Applications sent by post or courier or delivered to any collection point set out in Annexure II of this Prospectus will be accepted in terms of Section 6.3.

### 5.3 OBJECTIVES OF THE ISSUE AND SPECIFIC RISKS RELATING TO THE OBJECTIVES

Main Objective of the Debenture Issue is to expand and strengthen the Company's capital base, ensuring continued compliance with the capital adequacy requirements set by the Central Bank of Sri Lanka (CBSL). This issue will enhance the Company's Total Capital Ratio and support the future expansion of operations and asset base. The Company's Capital Adequacy Ratios as of December 31, 2025, along with the immediate impact of the proposed Debenture Issue on Total Capital, are presented below;

	The Capital Adequacy Requirements as per the CBSL circular No.03 of 2018	Timeline to achieve Capital Adequacy Requirements	Capital Adequacy Ratios of the Company			
			As at Dec 31, 2025*	In the event of successful allotment of Debentures of LKR 2.0 Billion	In the event of successful allotment of Debentures of LKR 3.0 Billion	In the event of successful allotment of Debentures of LKR 3.75 Billion
Tier 1 Capital Ratio	8.50%	Effective from July 01, 2021	14.91%	14.91%	14.91%	14.91%
Total Capital Ratio**	12.50%	Effective from July 01, 2021	15.45%	18.53%	20.06%	21.21%

\*Audited Financial Statements

\*\*Tier 1 Capital Ratio + Tier 2 Capital Ratio

The Debenture Issue is expected to improve the Tier 2 Capital of the Company and hence the Total Capital Ratio of the Company is expected to improve as provided above. However, there will not be any change to the Tier 1 Capital Ratio of the Company as the proceeds of the Debenture Issue do not qualify to be included in the Tier 1 Capital as per the Web Based Return Code 20.2.4.1.0.0 of the CBSL Circular No. 03 of 2018.

The Company's decision to further strengthen the Tier 2 Capital Base is to maintain the Total Capital Adequacy Ratio at a satisfactory level to meet the envisaged demand for loan and lease facilities from 2025 onwards and to optimize the cost of the capital by capitalizing on the current interest rates.

The Company has obtained approval for the Issue from the Central Bank of Sri Lanka on 24 November 2025 and is not required to obtain any approvals other than of CSE and CBSL. However, in the approval letter, the CBSL has instructed the Company to obtain further approval from the CBSL Governing Board after the funds from the debenture issue are received for inclusion of the cited debenture into Tier 2 Capital under the Financial Business Act (Capital Adequacy Requirements) Direction No. 03 of 2018.

Additionally, the funds generated from the Debenture Issue will be utilized to finance the budgeted lending portfolio in the ordinary course of business within the next 12 months from the date of allotment. SLFL is licensed under the Finance Business Act No. 42 of 2011 to conduct its primary business, and this license does not have an expiration date. However, in the event, funds are lent to related parties in future, such lending will be done in accordance with Section 9 of the CSE Listing on Related Party Transactions

The Company will invest the funds raised by this Debenture Issue in Government Securities at zero default risk in the interim period until such funds are disbursed for lending purposes. Investments in Government Securities are expected to generate a return of 6% - 7% p.a. at current rates. Hence, the proceeds of the Issue would be utilized for the above stated objective and will not be utilized to settle any outstanding borrowings of the Company.

Objectives of the issue do not constitute a "Major Transaction" as provided in Section 185 of the Companies Act No. 07 of 2007. The Company will not seek the shareholder approval for the Issue as it is not applicable. The Company as at the date of this Prospectus has not recognized related parties for the lending of the proceeds of the Issue. As such, the Company will disburse the proceeds of the Issue in the ordinary course of business within next Twelve (12) months as stated above.

#### **Specific Risk Relating to the Objectives**

During the quarter ended 31 December 2025 the Company disbursed LKR 33,987 Million (audited) in loans and leases. Out of the total disbursements, Gold Loans accounted for LKR 22,584 Million during the said period. The remaining LKR 11,403 Million disbursed during the said period, represents disbursements under the Company's other lending products, with a monthly average disbursement of LKR 3,800 Million (audited) during the said period. Looking ahead, the Company anticipates achieving an average monthly disbursement budgeted at LKR 3,500 Million (Unaudited). Since the Company forecasts a higher demand for loans and lease receivables than the amount to be raised via this Debenture Issue, the Company foresees no specific risk factor in granting loans and lease receivables from the proceeds of the issue within the specified time period.

Hence, there are no significant risk factors that may lead to the non-achievement of Debenture IPO objectives within the specified timeline.

The Company undertakes to disclose the progress of the utilization of proceeds in all of their future interim and annual financial statements, until funds are fully utilized for the objective stated in the Prospectus in the format presented below. Continuous Disclosure regarding the status of utilization of funds raised via the Debenture Issue will be presented in the subsequent interim and annual financial statements.

Debenture Issue proceeds utilization as at (dd-mm-yyyy)

Objective Number	Objective as per Prospectus	Amount allocated as per Prospectus in LKR	Proposed Date of Utilization as per Prospectus	Amount allocated from proceeds in LKR (A)	% of Total Proceed	Amounts utilized (LKR) (B)	% of utilization against allocation (B/A)	Clarification if not fully utilized including where the funds are invested (eg: whether lent to related party/s etc.)
1	Improve and further Strengthen the Capital Adequacy Ratio (CAR) of the Company	Initial issue of LKR 2.0 Bn and a maximum issue of LKR 3.75 Bn	Immediately upon allotment of the Debentures					
2	Expand the lending portfolio		Over a period of 12 months from the date of allotment	To be disclosed in the Annual Report and the Interim Financial Statements				

In the event the funds raised through the Debenture Issue have been fully utilized in terms of the objectives disclosed in the Prospectus between two financial periods, the Company to disclose the fact that proceeds have been utilized in its entirety as per the above template in the immediate succeeding Annual Report or the Interim Financial Statement, whichever is published first.

#### 5.4 INTEREST

The Debentures will carry a fixed rate of interest as described below payable on the respective Interest Payment Dates:

Type of Interest	Tenure	Interest Rate (Per annum)	Annual Effective Rate (AER)	Interest Payment frequency
Fixed Rate	5 years	11.50% p.a.	11.50% p.a.	Annually

Interest on the Debentures accruing on a daily basis will be paid Annually as applicable from the Date of Allotment until the Date of Redemption on the outstanding Principal Sum.

The interest due on the Debentures for a particular Interest Period will be calculated based on the actual number of days (irrespective of holidays) in such Interest Period (actual/actual) and will be paid not later than three [03] Market Days from each Interest Payment Date. In order to accommodate the debenture interest cycles in the CDS System of the CSE, the payment of interest on a particular Interest Payment Date will include Debenture Holders holding Debentures in the CDS as of the Entitlement Date.

## 5.5 PAYMENT OF PRINCIPAL AND INTEREST

The Company will redeem the Debentures on the Date of Redemption as specified in Section 5.12 and the interest payments will be made as specified in Section 5.4

The payment of Principal and interest will be made in Sri Lankan Rupees after deducting any taxes at source and charges thereon (if any) in Sri Lanka Rupees as per the applicable law prevalent at the time of the payment to the Debenture Holders registered as at the Entitlement Date (In case of joint Debenture Holders, the payment will be made to the one whose name stands first in the Register of Debenture Holders). Please refer Section 5.11 for further details on taxes applicable for Debentures.

In the event accurate bank account details are provided to the CDS by the Debenture Holders, the payment of principal sum and interest shall be made to Debenture Holders through an electronic fund transfer mechanism recognized by the banking system of Sri Lanka such as RTGS (net of all applicable charges) CEFTS or SLIPS. RTGS transfers however shall be accommodated only for amounts over and above the maximum value of Sri Lankan Rupees Five Million (LKR 5,000,000/-) that can be accommodated via CEFTS or SLIPS transfers.

If the Debenture Holder has not provided to the CDS, accurate and correct details of his/her/its/their bank account/s for the payment of principal sum and interest, such payment to the Debenture Holder will be posted to the address registered with the CDS, through registered post to the Debenture Holder, by crossed cheques marked "Account Payee Only". Interest payable will be made only by cheques within Three (03) Market days from the end of each period.

In order to accommodate the Debenture interest cycles in the CDS, interest payments shall not include the Debenture Holders holding Debentures in the CDS as at the last day of the Payment Cycle but one day prior to the Interest Payment Date.

## 5.6 INSPECTION OF DOCUMENTS

The Articles of Association, Trust Deed, Accountant's Report and Five Years (05) Summary of Financial Statements for the five years ended 31 December 2021 to 31 December 2025, Audited Financial Statements for the Five (05) years immediately preceding the date of this Prospectus, and Interim Financial Statements for the Quarter ended 31 December 2025, Issue Rating Report and all other documents referred to in Rule 3.3.13 (a) of the CSE Listing Rules, including material contracts and management agreements entered or in the case of contracts not reduced into writing, a Memorandum giving full particulars thereof by the Company if any, would be made available from Seven (07) Market Days prior to the Date of Opening of the subscription list, for inspection by the public, during normal working hours at the registered office of the Company, No. 111, Dudley Senanayake Mawatha, Colombo 08, Sri Lanka until the Date of Redemption of the Debentures.

The Prospectus, Trust Deed and Articles of Association of the Company are available on the website of CSE ([www.cse.lk](http://www.cse.lk)) and the website of the Company ([www.siyapatha.lk](http://www.siyapatha.lk)) from Seven (07) Market Days prior to the date of opening of the subscription list until the Date of Redemption of the Debentures as stipulated in Rule 3.3.13 (b) of the CSE Listing Rules.

Furthermore, copies of the Prospectus and Application Forms are available free of charge from the Collection Points set out in Annexure II of this Prospectus from Seven (07) Market Days prior to the date of opening of the subscription list.

## 5.7 UNDERWRITING

The Issue is not conditional upon any minimum subscription amount being raised. The Company has not entered into any underwriting arrangement with regard to this Issue.

In the event the Issue is undersubscribed, the subscribers shall be allotted in full and funds raised shall be utilized to the extent of such amount to meet the Objectives of the Issue as stipulated in Section 5.3 of this Prospectus, the balance funding will be sourced through Deposits, Bank borrowings and other unutilized credit facilities.

#### **5.8 MINIMUM SUBSCRIPTION**

The minimum subscription requirement applicable for an investor applying for Debentures shall be One Hundred (100) Debentures (LKR 10,000/-) and Applications exceeding the minimum subscription should be in multiples of 100 debentures.

#### **5.9 COST OF THE ISSUE**

The Board of Directors estimate that the total cost of the Issue including the Listing fee, Trustee fee, Brokerage, Printing, Marketing, Managers and Registrars fees and other costs connected with the issue will be approximately LKR 30 million and such costs will be financed by internally generated funds of the Company.

#### **5.10 BROKERAGE**

Brokerage at the rate of 0.15 per centum shall be paid in respect of the number of Debentures allotted on applications bearing the stamp of any Trading Participant of the CSE or Managers to the Issue or any other party identified by the Managers to the Issue or any agent appointed by the Company.

#### **5.11 TAXATION**

Interest on the Debenture will be paid after deducting any taxes and charges thereon (if any) as per the applicable law prevalent at the time the interest payment is due to the Debenture Holders.

#### **5.12 REDEMPTION**

Siyapatha Finance PLC shall redeem the said Debentures on the expiry of Five (05) years respectively from the Date of Allotment in accordance with the provisions contained in the Trust Deed. Early redemption is not applicable for Debentures issued under this Prospectus, subject to the provisions contained in the Trust Deed. On the Date of Redemption of the Debentures, the Company shall in accordance with the provisions contained in the Trust Deed pay to the Debenture Holders the Principal Sum of the Debentures which ought to be redeemed and interest (if any) remaining unpaid up to the Date of Maturity/ Redemption of the Debenture. If the Date of Redemption falls on a day which is not a Market Day, then the Date of Redemption shall be the immediately succeeding Market Day and Interest shall be paid up to the date immediately preceding such Market Day (including holidays).

#### **5.13 CREDIT RATING**

Fitch Ratings Lanka Limited has assigned a rating of "BBB+ (lka)" to these Debentures.

Fitch Ratings Lanka Limited has assigned a Siyapatha Finance PLC's (A(lka) /Stable) proposed Sri Lankan rupee-denominated subordinated listed debentures of up to LKR 3.75 billion an expected National Long-Term Rating of 'BBB+(lka)'.

The proposed debentures will mature in five years and will be listed on the Colombo Stock Exchange. The company plans to use the proceeds to strengthen its Tier 2 capital base and support loan-book expansion.

The Board of Directors undertake to keep the market and the Trustee to the Issue immediately informed of any changes to the credit rating of the debentures if any of the directors or the company are aware/being notified of any changes to the credit rating of the Debentures being issued under this Prospectus. You may access the guidelines from Fitch Ratings regarding the Global Bank Rating Criteria (which includes the rating methodology applicable to this particular instrument under the approach set out for going-concern instruments via the link given below.

<https://www.fitchratings.com/research/non-bank-financial-institutions/fitch-rates-siyapatha-finance-proposed-subordinated-debt-final-bbb-lka-rating-04-03-2026>

A copy of the Rating report issued by Fitch Ratings Lanka Limited is set out in Annexure I

#### **5.14 TRUSTEE TO THE ISSUE**

The Company has entered into an agreement with People's Bank who will act as Trustee to the Issue and People's Bank has certified/confirmed its compliance and fulfilment of the requirements specified under Section 2.2.1.(n) 'Appointment of a Trustee' of the Listing Rules of the CSE. Debenture Holders in their Application Forms for subscription will be required to authorize the Trustee, to act as their agent in entering into such deeds, writings and instruments with the Company and to act as the agent and Trustee for the Debenture Holders.

The rights and obligations of the Trustee are set out in the Trust Deed and the Debentures will be subject to the terms and conditions incorporated in the said Trust Deed.

The Trustee/its directors has no conflict of interest with the Company, except that the Trustee is one of the banks rendering banking related services to the Company. It is to be noted that Mr. D. P. Lokuarachchi who is a Non-Independent Non-Executive Director of Siyapatha Finance PLC, holds directorship in People's Bank as an Independent Non-Executive Director.

In the event the Trustee subscribes to a substantial number of the Debentures, the Company will make an immediate announcement to the market giving out information on the number of Debentures acquired by the Trustee.

#### **5.15 RIGHTS AND OBLIGATIONS OF THE DEBENTURE HOLDER**

Debenture holders are entitled to following rights.

- Receive principal on the Date of Maturity/Redemption and interest on the Debentures as per Sections 5.5 and 5.12 of this Prospectus and the provisions contained in the Trust Deed.
- In the event of liquidation, Listed, Rated, Subordinated, Unsecured, Redeemable Debentures will rank after all the claims of secured and other unsecured creditors of the Company and any preferential claims under any Statutes governing the Company but pari passu to the claims of subordinated creditors of the Company and shall rank in priority to and over the claims and rights of the shareholder/s of the Company.
- To call, receive notice, attend and vote at the meetings of the Debenture Holders in accordance with the provisions contained in the Trust Deed pertaining to this Debenture issue.
- The other rights of the Holders of these Debentures are set out in the Trust Deed.
- To receive a copy of the Annual Report within five (05) months of the year end.

Debenture holders are not entitled to following rights

- Attending and voting at meetings of holders of shares and other types of debentures
- Sharing in the profits of the Company
- Participating in any surplus in the event of liquidation
- Calling for redemption before maturity, subject to the provisions stated in the Trust Deed

Each Debenture Holder must ensure that the information in respect of the securities account maintained with the CDS is up to date and accurate. Each Debenture Holder shall absolve the Company from any responsibility or liability in respect of any error or inaccuracy or absence of necessary changes in the information recorded with the CDS. Provided further that the Debenture Holders shall absolve the CSE and the CDS from any responsibility or liability in respect of any error or inaccuracy or absence of necessary changes in the information recorded with the CDS where such errors or inaccuracies or absence of changes are attributable to any act or omission of the Debenture Holders.

#### 5.16 RISKS INVOLVED IN INVESTING IN THE DEBENTURES

- **Reinvestment Risk:** The calculation for Annual Effective Rate (AER) assumes that the investor is able to reinvest his coupons at the same interest rate. An investor may decide to reinvest this interest payment and earn interest from that point onwards until maturity in order to generate the required AER on his investment. Depending on the prevailing interest rates at the point of reinvestment, the interest rates at which Debenture Holders will reinvest such interest received being higher or lower than the return offered by the Debentures.
- **Interest Rate Risk:** The price of a typical Debenture will have a negative correlation with the market interest rates. Interest rate risk captures this relationship between market interest rates and the value of Debentures. If market interest rates rise, the value of the Debentures may fall: as market interest rates fall the value of Debentures may rise (all other factors being equal). If the investor wishes to sell the Debenture prior to its maturity, he might be facing a capital loss (gain) if the market interest rates have increased (decreased) subsequently. Interest rate risk is irrelevant for the investor who wishes to hold the Debenture till maturity.
- **Credit Risk:** Risk of the issuer not being able to pay interest and principal payments as promised on a timely basis is default risk/credit risk. It is advisable for prospective investors of the Debenture to consider the credit rating awarded to the Company and to its Debentures by Fitch Ratings Lanka Limited, present financial strength as reflected in the Balance Sheet of the Company, assets and earnings growth and experience and skills of the Directors and senior management when forming an opinion on default risk. Fitch Ratings Lanka Limited has assigned a credit rating of BBB+ (lka) for the Listed, Rated, Subordinated, Unsecured, Redeemable Debenture issue of Siyapatha Finance PLC (Refer Annex I for Rating Report) and this credit rating will be reviewed periodically.
- **Liquidity Risk:** Liquidity risk refers to the ease with which the Debenture can be sold in the secondary market, after the initial placement. Since the Debentures are listed, should an investor require an exit option, they will be able to sell the Debentures through the CSE in order to convert them to cash and exit from the investment. Therefore, the liquidity risk is mitigated to a greater degree in the Debenture. Investors have to be mindful of the fact that even though the Debentures are listed, trading of listed debt is not at an advanced stage as the equity markets in Sri Lanka.
- **Inflation Risk:** An increase in inflation rates will cause a decrease in the real value of coupon cash flows of the Debenture. The Debenture offers only a fixed coupon hence it is subject to inflation risk as the interest rates are not adjusted upwards depending on the inflation rate.

#### 5.17 BENEFITS OF INVESTING IN THE DEBENTURES

- Provides an opportunity to diversify the investment portfolio of the investor.
- Provides the investor with a regular cash inflow of interest payments up to a fixed period of five (05) years.

- Provides an opportunity to realize capital gains according to interest rate fluctuations in the financial market. Also, if held to maturity, there will be no capital loss incurred.
- Provides the investor with an opportunity to invest in Debentures issued by a leading Finance Company in Sri Lanka.
- Being listed on the CSE, the Debentures will have a secondary market, thus providing more liquidity and opportunity for the investor to exit at the market price prevailing at the time of divestiture.
- The Debentures may be used as collateral to obtain both corporate and personal credit facilities from banks and financial institutions.

#### 5.18 TRANSFER OF DEBENTURES

- These Debentures shall be freely transferable and transmittable as long as the Debentures are listed in the CSE and the registration of such transfer shall not be subject to any restriction, save and except to the extent required for compliance with statutory requirements.
- Subject to provisions contained in the Trust Deed, the Company may register without assuming any liability any transfer of Debentures, which are in accordance with the statutory requirements and rules and regulations in force for the time being as laid down by the CSE, SEC and the CDS.
- In the case of the death of a Debenture Holder
  - The survivor where the deceased was a joint holder; and
  - The executors or administrators of the deceased (or where the administration of the estate of the deceased is in law not compulsory, the heirs of the deceased) where such Debenture Holder was the sole or only surviving holder; shall be the only persons recognized by the issuer as having any title to his/her Debentures.
- Any person becoming entitled to any Debenture in consequence of bankruptcy or winding up of any Debenture Holder, upon producing proper evidence that such Debenture holder sustains the character in respect of which such Debenture Holder proposes to act or such Debenture holder's title as the Board of Directors of the Company thinks sufficient, may at the discretion of the Board be substituted and accordingly, registered as a Debenture Holder in respect of such Debentures subject to the applicable laws, rules and regulations of the Company, CDS, CSE and SEC.
- No change of ownership in contravention of the above conditions will be recognized by the Company.

#### 5.19 LISTING

An Application for Listed Rated Subordinated Unsecured Redeemable Debentures has been made to the CSE for permission to deal in and obtain a listing, at a par value of LKR 100/- (Sri Lankan Rupees One Hundred) each, all of which are offered to the public by way of this Debenture Issue and it has been approved in principle. However, the CSE reserves the right to withdraw such approval, in the circumstances set out in Rule 2.3 of the Listing Rules of the CSE. It is the intention of the Company to list the Debentures on the Colombo Stock Exchange upon the allotment thereof. There are no other approvals required for the said Debenture issue apart from the approval of the CSE, and CBSL which was obtained on 24 November 2025 as stated in Section 5.3.

The CSE however, assumes no responsibility for the correctness of the statements made, opinions expressed, reports included or omitted statements/ undisclosed information in this Prospectus. A Listing on the CSE is not to be taken as an indication of the merits of the Company or of the Debentures issued.

At the point of listing, the Company will ensure that the Debentures to be listed are fully paid and issued only for cash.

## 6.0 PROCEDURE FOR APPLICATION

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### 6.1 ELIGIBLE APPLICANTS

Applications are invited from the following categories of investors:

- Citizens of Sri Lanka who are resident in Sri Lanka and above 18 years of age; or
- Corporate bodies and societies registered/incorporated/established within Sri Lanka; or
- Approved Unit Trusts licensed by the SEC; or
- Approved Provident Funds and contributory pension schemes registered/incorporated/established in Sri Lanka (In this case, Applications should be in the name of the Trustee/Board of Management in order to facilitate the opening of the CDS account).
- Foreign citizens above 18 years of age (irrespective of whether they are resident in Sri Lanka or overseas); or
- Global, regional and country funds approved by the SEC; or
- Non-residents: foreign institutional investors, corporate bodies incorporated or established outside Sri Lanka, individuals and Sri Lankans resident outside Sri Lanka.

Please note that Applications made by individuals less than 18 years of age or those in the names of sole proprietorships, partnerships, unincorporated trusts and non-corporate bodies will be rejected.

“Individuals resident outside Sri Lanka” will have the same meaning as in the notice published under the Foreign Exchange Act No. 12 of 2017 in Gazette No. 2045/56 dated 17<sup>th</sup> November 2017.

When permitting Non-Residents to invest in the Debentures, the Company will comply with the relevant Foreign Exchange Regulations including the conditions stipulated in the notice under the Foreign Exchange Act with regard to the Issue and transfer of Debentures of companies incorporated in Sri Lanka to individuals resident outside Sri Lanka as published in the Government Gazette (Extraordinary) No. 2045/56 dated 17<sup>th</sup> November 2017.

### 6.2 HOW TO APPLY

The terms and conditions applicable to the Applicants are as follows

- a) Applications should be made on the Application Forms, issued with the Prospectus. Application Forms and Prospectus are issued free of charge from the places/institutions covered in Annexure II of the Prospectus.

Application Forms and Prospectus could also be downloaded from the Company’s website, [www.siyapatha.lk](http://www.siyapatha.lk) and the CSE website [www.cse.lk](http://www.cse.lk) (Exact size photocopies of Application Forms would also be accepted).

Care must be taken to follow the instructions given on the reverse side of the Application Form.

**Applications that do not strictly conform to such instructions and/or the terms and conditions set out in this Prospectus or which are incomplete or illegible may be rejected.**

**Note on Availability of the Prospectus – In support of the environmental conservation efforts and in alignment with the corporate sustainability strategy, Siyapatha Finance PLC has submitted a formal request to the Colombo Stock Exchange (CSE) seeking a waiver from the requirement to print and distribute physical copies of this Prospectus and application forms in accordance with Section 2.4(f) of the CSE Listing Rules. This initiative reflects the Company’s commitment towards reducing carbon footprint through paperless documentation and enhancing investor accessibility through digital channels. Following a careful review, the CSE has granted approval for the Prospectus and application forms to be made available solely in electronic form. Accordingly, soft copies of the final Prospectus and application forms will be made accessible on the websites of Siyapatha Finance PLC and the Colombo Stock Exchange, and will be available to the Trading Participants, and the investing public.**

- b) Applications should be made for a minimum of One Hundred (100) Debentures each. Applications exceeding the minimum subscription should be in multiples of One hundred (100) Debentures (LKR 10,000/-). Applications which are not in line with these guidelines will be rejected.
- c) If the ownership of the Debentures is desired in the name of one Applicant, full details should be given only under the heading SOLE/FIRST APPLICANT in the Application Form. In the case of Joint Applicants, the signatures and particulars in respect of all Applicants must be given under the relevant headings in the Application Form.
- d) An applicant of a joint Application will not be eligible to send a separate Application individually or jointly. The interest and capital payments/repayments (if any) will be drawn in favour of the principal Applicant as given in the Application Form

In the case of joint Applicants, a joint CDS account in the name of the joint Applicants should be indicated.

The Company shall not be bound to register more than three (03) natural persons as joint holders of any Debentures (except in the case of executors, administrators or heirs of a deceased member). Joint Applicants should note that all parties to the Application should either be residents of Sri Lanka or Non- Residents.

Joint Applicants should note that all parties should either be residents of Sri Lanka or Non- Residents.

- e) Applications by companies, corporate bodies, societies, approved provident funds, trust funds and approved contributory pension schemes registered/incorporated/established in Sri Lanka should have obtained necessary internal approvals as provided by their internal approval procedures at the time of applying for the Debentures and should be made under their respective Common Seals or in any other manner as provided by their Articles of Association or such other constitutional documents of such Applicant or as per the Statutes governing them. In the case of approved provident funds, trust funds and approved contributory pension schemes, the Applications should be in the name of the Trustee/board of management.
- f) All Applicants should indicate in the Application for Debentures, their CDS account number.

All resident individual Applicants should ensure that;

- If the Applicant has provided the NIC number for the purpose of creating the CDS account, the NIC number of the Applicant is stated in the relevant cage of the Application Form; or
- If the Applicant has provided the Passport number for the purpose of creating the CDS account, the Passport number of the Applicant is stated in the relevant cage of the Application Form.

The NIC, Passport or Company registration number as the case may be, must be stated in the Application Form and any Application Form which does not provide the appropriate identification information will be rejected.

Resident Applicants may use the Passport for purposes of identification only if they do not have a NIC number.

In the event the name, address or NIC number/Passport number/Company number of the Applicant mentioned in the Application Form differ from the name, address or NIC number/Passport number/Company number as per the CDS records, the name, address or NIC number/Passport number/Company number as per the CDS records will prevail and be considered as the name, address or NIC number/Passport number/Company number of such Applicant. Therefore, Applicants are advised to ensure that the name, address or NIC number/Passport number/Company number mentioned in the Application Form tally with the name, address or NIC number/Passport number/Company number given in the CDS account as mentioned in the Application Form.

Application Forms stating third party CDS accounts, instead of Applicants' own CDS account numbers, except in the case of margin trading, will be rejected.

Non-resident investors may be affected by the laws of the jurisdiction of their residence. If the non-resident investors wish to apply for the Debentures, it is their responsibility to comply with the laws relevant to the jurisdiction of their residence and of Sri Lanka.

- g) Applicants who wish to apply through their margin trading account, should submit the Application Forms in the name of the "Margin Provider/Applicant's name" signed by the margin provider. The Applicants should state the relevant CDS account number relating to the margin trading account in the space provided for the CDS account number in the Application Form. A photocopy of the margin trading agreement must be submitted along with the Application.

The NIC, Passport or Company registration number of the Applicant, as the case may be, must be stated in the Application Form.

Resident Applicants may use the Passport for purposes of identification, only if they do not have a NIC number.

Please note that the margin provider can apply under its own name and such Applications will not be construed as multiple Applications.

Multiple Applications will not be entertained. The Issuer reserves the right to reject all multiple Applications or suspected multiple Applications.

- h) Application Forms may be signed by a third party on behalf of the Applicant(s) provided that such person holds the Power of Attorney (POA) of the Applicant(s). A copy of such POA certified by a Notary Public as "True Copy" should be attached with the Application Form. Original of the POA should not be attached.
- i) Funds for the investment in Debentures and the payment for Debentures by Non-Residents should be made only out of the monies available to the credit of a "Inward Investment Account" (IIA) of the Non-Resident Applicants opened and maintained in a licensed commercial bank in Sri Lanka in accordance with the directions given by the Controller of Exchange in that regard to licensed commercial banks.

An endorsement by way of a letter by the licensed commercial bank in Sri Lanka in which the Applicant maintains the IIA, should be attached to the Application Form to the effect that such payment through bank draft/bank guarantee/RTGS/ Internal fund transfer has been made out of the funds available in the IIA.

### 6.3 SUBMISSION OF APPLICATIONS

Application Forms properly and legibly filled in accordance with the instructions thereof, along with the applicable remittance (cheque or bank draft or bank guarantee only) for the full amount payable on application should be enclosed in a sealed envelope marked **“Siyapatha Finance PLC – Debenture Issue 2026”** on the top left-hand corner and be addressed and delivered by hand to the Registrar to the Issue at the following address **prior to 4.30 p.m. Local Time on the Closure Date.**

SSP Corporate Services (Pvt) Ltd - 101, Inner Flower Road, Colombo 03.

Applications may also be handed over to the Managers to the Issue and Trading Participants of the CSE as set out in Annex II to reach the office of the Registrars to the Issue prior to 4.30 p.m. Local Time on the Closure Date.

All applications dispatched by post or courier should reach the office of the Registrars at least prior to 4.30 p.m. Local Time on the succeeding Market Day immediately following the Closure Date of the Issue.

### 6.4 NUMBER OF DEBENTURES TO BE SUBSCRIBED

Applications should be made for a minimum of One Hundred (100) Debentures each. Applications exceeding the minimum subscription should be in multiples of One hundred (100) Debentures (LKR 10,000/-). Applications which are not in line with these guidelines will be rejected.

### 6.5 MODE OF PAYMENT

- a) Payment in full for the total value of Debentures applied for should be made separately in respect of each Application by cheque or bank draft or bank guarantee drawn upon any licensed commercial bank operating in Sri Lanka, RTGS transfer through any licensed commercial bank operating in Sri Lanka or an Internal fund transfer within Sampath Bank PLC, as the case may be, subject to the below (c) through (d).
- b) Remittances on Applications will be deposited in a separate bank account in the name of **“Siyapatha Finance PLC -Debenture Issue 2026”**.
- c) **Payment for Applications for Debentures of a value of below LKR 100,000,000/-** should be supported by a cheque or bank draft or bank guarantee drawn upon any licensed commercial bank operating in Sri Lanka or RTGS transfer through any licensed commercial bank operating in Sri Lanka or Internal fund transfer within Sampath Bank PLC. In such instances, the Application Form should be accompanied by only one cheque or bank draft or bank guarantee and should be issued for the full amount indicated in the Application Form. An Application for Debentures of a value of below LKR 100,000,000/- accompanied by two or more cheques/bank drafts/bank guarantees or RTGS/Internal fund transfers within Sampath Bank PLC will be rejected at the outset.
- d) Payments for Application values of above and inclusive of LKR 100,000,000/- should be supported by either;
  - Bank guarantee issued by a licensed commercial bank.
  - RTGS transfer through any licensed commercial bank operating in Sri Lanka
  - Internal fund transfer within Sampath Bank PLC with value on the date of the issue Opening Date.
  - Multiple cheques/bank drafts drawn upon any LCB operating in Sri Lanka, each of which should be for a value less than LKR 100,000,000/-.

- e) The amount payable should be calculated by multiplying the number of Debentures applied for by the par value (LKR 100/-). If there is a discrepancy in the amount payable and the amount specified in the cheque/bank draft or bank guarantee or transferred via RTGS/Internal fund transfer within Sampath Bank PLC, the Application will be rejected.

**CASH WILL NOT BE ACCEPTED. ANYONE WHO WISH TO PAY CASH SHOULD OBTAIN A BANK DRAFT FROM A LICENSED COMMERCIAL BANK IN SRI LANKA.**

- f) In case of RTGS /Internal fund transfers within Sampath Bank PLC, such transfer should be made to the credit of **"Siyapatha Finance PLC - Debenture Issue 2026"** bearing account number 000911000908 at Sampath Bank PLC – Nawam Mawatha Branch with value on the Issue Opening Date (i.e. the funds to be made to the above account on the Issue Opening Date).

The Applicant should obtain a confirmation from the Applicant's bank, to the effect that arrangements have been made to transfer payment in full for the total value of Debentures applied for the credit of **"Siyapatha Finance PLC - Debenture Issue 2026"** bearing account number 000911000908 at Sampath Bank PLC – Nawam Mawatha Branch with value on the Issue Opening Date (i.e. the funds to be made to the above account on the Issue Opening Date) and should be attached with the Application Form.

For such RTGS /Internal fund transfers within Sampath Bank PLC above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-), an interest at a rate of 2.50% per annum (on actual/actual basis) will be paid from the date of such transfer up to the Date of Allotment, and the entire interest earned will be paid back to the investor.

No interest will be paid if the RTGS /Internal fund transfers within Sampath Bank PLC are not realized before 4.30 p.m. of the Closure Date.

- g) Cheques or bank drafts should be drawn on any LCB in Sri Lanka and crossed **"Account Payee Only"** and made payable to **"Siyapatha Finance PLC - Debenture Issue 2026"**.

In the event that cheques are not realized within Two (02) Market Days from the day of presenting the same to the bank for clearing, the cheques will be returned, and no allocation of Debentures will be made to the Applicants.

Cheques must be honored on the first presentation to the bank for the Application to be valid. Applications supported by cheques which are not honored at the first presentation will be rejected.

- h) Payment for the Debentures by the citizens of Sri Lanka who are above 18 years of age and resident overseas, corporate bodies incorporated or established outside Sri Lanka, global, regional or country funds approved by the SEC and foreign citizens (irrespective of whether they are resident in Sri Lanka or overseas) who are above 18 years of age should be made only out of funds received as inward remittances or available to the credit of "Inward Investment Account" (IIA) maintained with any LCB in Sri Lanka in accordance with the regulations and directions given by the Director of the Department of Foreign Exchange of CBSL in that regard to licensed commercial banks.

An endorsement by way of a letter by the LCB in Sri Lanka in which the Applicant maintains the IIA, should be attached to the Application Form to the effect that such payment through bank draft/bank guarantee/RTGS/Internal fund transfer within Sampath Bank PLC has been made out of the funds available in the IIA.

- i) Foreign citizens resident in Sri Lanka may make payments through Sri Lanka Rupee accounts only if they possess dual citizenship where one such citizenship is Sri Lankan. Foreign

citizens having Sri Lankan citizenship should attach a certified copy of the citizenship certificate with the Application Form.

Foreign citizens residing in Sri Lanka having valid residency visas should note that they cannot make remittances via cheques or bank drafts or bank guarantees or RTGS/Internal fund transfers within Sampath Bank PLC drawn on Sri Lanka Rupee accounts maintained with any LCB in Sri Lanka but may do so via IIA accounts. Applications made by foreign citizens not in accordance to the foregoing shall be rejected.

- j) In case of Applications made by Sri Lankan investors backed by bank guarantees, the said guarantees should be issued by any LCB in Sri Lanka in favor of “**Siyapatha Finance PLC – Debenture Issue 2026**” presented in line with the requirements set out in Section 6.5 (c) and (d). Bank guarantees will be presented to the respective banks only after the new Debentures have been allotted.

Bank guarantees should be valid for a minimum of One (01) month from the date of the Issue. Investors are encouraged to discuss with their relevant bankers with regard to the issuance of bank guarantees and all related charges that would be incurred by the investors.

## 6.6 REJECTION OF APPLICATIONS

- Application Forms which are incomplete in any way and/or are not in accordance with the terms and conditions set out in this Prospectus will be rejected at the absolute discretion of the Company.
- Any Application Form which does not provide the NIC, Passport (where NIC is not available) or Company registration number as the case may be, will be rejected.
- Applications delivered by hand to the registrars to the issue after 4.30 p.m. Local Time on the Closure Date of the Issue will be rejected. Applications received by courier/post after 4.30 p.m. Local Time on the succeeding Market Day immediately following the Closure Date of the Issue, will also be rejected even if they carry a courier acceptance date/postmark date earlier than the Closure Date.
- Applications delivered to any place mentioned in Annexure II should also reach the office of the Registrars to the Issue prior to 4.30 p.m. Local Time on the Closure Date. Applications received after the said duration will be rejected even though they have been delivered to any of the said Collection Points prior to the Closing Date.
- Applications made for less than One Hundred (100) Debentures or for a number which is not in multiples of One Hundred (100) Debentures will be rejected.
- Applications which do not carry a valid CDS account number, or which indicate an inaccurate or incorrect CDS account number, shall be rejected and no allotment will be made.
- Payment for Applications of Debentures accompanied by cheques or bank drafts or bank guarantees which are not in accordance with Section 6.5 (d),(g) and (j) will be rejected at the outset.
- In the event that cheques are not realised prior to the date of deciding the basis of allotment and realised after such date, the monies will be refunded and no allotment of Debentures will be made.
- Cheques must be honoured on first presentation for the Application to be valid. In the event cheques are dishonoured/returned on first presentation, such Applications will be rejected.
- Applications made by individuals below 18 years of age or those in the names of sole proprietorships, partnerships, unincorporated trusts and non-corporate bodies will be rejected.
- More than one Application submitted by an Applicant will not be accepted. If more than one Application Form is submitted by a single Applicant, those would be construed as multiple Applications and the Company reserves the right to reject such multiple Applications or suspected multiple Applications.

- Any application form with more than three (03) natural persons as joint applicants for any type of Debentures will be rejected.

Notwithstanding any provision contained herein, the Board of Directors shall reserve the right to refuse any Application or to accept any Application in full or part.

## **6.7 BASIS OF ALLOTMENT**

In the event of an oversubscription, the Board shall reserve the right to allocate up to 75% of the number of Debentures to be allotted under this Prospectus on a preferential basis, to identified investor/s of strategic and operational importance with whom the Company might have mutually beneficial relationships in the future.

In the event of an oversubscription, the basis of allotment will be decided by any two Directors of the Company in a fair and equitable manner as soon as practicable so as to ensure compliance with the CSE Listing Rules. As per the Board Resolution dated 26 August 2025 and 28 October 2025, the Board has authorized any two Directors of the Company to decide on the final basis of allotment. The maximum allocation under preferential allotment is 75% of the total number of Debentures to be issued with this Prospectus under any circumstances, unless there is an under subscription from the other investors (Investors that do not fall into the preferential category).

Upon the allotment being decided, an announcement will be made to the CSE, within Seven (07) Market Days of closing the Issue. The Company reserves the right to reject any Application or to accept any Application in part only, without assigning any reason therefor. A written confirmation informing successful Applicants on their allotment of Debentures will be dispatched within ten (10) Market Days from the Closure Date as required by the CSE.

## **6.8 BANKING OF PAYMENTS**

All cheques or bank drafts or bank guarantees received in respect of Applications will not be banked or called on until the Market Day after the Closure Date of the subscription list as set out in Section 5.2, in terms of the CSE Listing Rules.

## **6.9 REFUNDS**

Monies will be refunded where;

- an Application is rejected for reasons given in Section 6.6 of this Prospectus; or
- the Application is accepted only in part.

Where an Application Form is rejected for reasons given in Section 6.6 of this prospectus, the cheque or bank draft or bank guarantee received in respect of the Application will be returned via ordinary post at the risk of the Applicant. In the case of joint Applicants, the cheque or bank draft or bank guarantee received in respect of the Application will be returned to the first named Applicant.

Where an application is rejected subsequent to the cheque being realized, the applicant's money in full or where an Application is accepted only in part, the balance of the applicant's money will be refunded.

The Applicants may indicate the preferred mode of refund payments in the Application Form (i.e. direct transfer via SLIPS/RTGS or cheque).

If the Applicant has provided accurate and complete details of his/her bank account in the Application, the Bankers to the Issue will make refund payments up to and inclusive of Rupees Five Million (LKR 5,000,000/-) to the bank account specified by the Applicant, through SLIPS and a payment advice will be sent. If the refund payment is over Rupees Five Million (LKR 5,000,000/-), refunds will be made via RTGS /Internal direct transfer. A payment advice will be sent accordingly.

In the event the Applicant has not provided accurate and correct details of his bank account in the Application or if the Applicant has not provided details of the bank account in the Application Form, the Company will make such refund payments to the Applicant by way of a cheque and sent by post at the risk of the Applicant. In the case of Joint Application, the cheques will be drawn in favour of the Applicant's name appearing first in the Application Form.

Where the Application Form is accepted and the cheque or bank draft or bank guarantee is not honoured at the first presentation, the Application will also be rejected and the dishonoured cheque or bank draft or bank guarantee will be returned via ordinary post at the risk of the Applicant. In the case of joint Applicants, the dishonoured cheque or bank draft or bank guarantee will be returned to the first named Applicant.

Funds received via an IIA will be returned to the respective IIA as applicable, therefore Applicants who remit money via the IIA accounts shall mention the accurate IIA account numbers in the Application Form to enable refunds being made to such accounts.

Applicants can obtain details on bank and branch codes required for providing instructions on SLIP transfers at the following website;

<https://www.lankapay.net/downloads/bank-branch-directory/>

Refunds on Applications rejected, or partly allotted Debentures would be made within eight (08) Market Days from the date of closing the issue (excluding the date of issue closure). Applicants would be entitled to receive interest at the rate of the last quoted Average Weighted Prime Lending Rate (AWPLR) published in the immediately preceding week by the Central Bank of Sri Lanka or any other authority (in the event that the Central Bank of Sri Lanka ceases to publish the AWPLR) plus Five decimal Zero per centum (5.00%) for the delayed period on any refunds not made within this period.

## **6.10 CDS LODGMENT AND SECONDARY MARKET TRADING**

Debentures allotted will be directly deposited to the respective CDS accounts given in the Application Forms before the expiry of twelve (12) Market Days, from the closure of the subscription list. A written confirmation of the credit will be sent to the Applicants within two (02) Market Days of crediting the CDS account, by ordinary post to the address provided by each Applicant.

The Company will submit to the CSE a 'Declaration' on direct upload to CDS on the Market Day immediately following the day on which the Applicants' CDS accounts are credited with the Debentures. Trading of the new Debentures on the secondary market will commence on or before the third (3<sup>rd</sup>) Market Day from the receipt of the declaration by the CSE as per the CSE Listing Rules.

## 7.0 COMPANY INFORMATION

### 7.1 OVERVIEW

Siyapatha Finance PLC is a Public Limited Liability Company incorporated in Sri Lanka on 3 March 2005 under the Companies Act No. 17 of 1982 and a finance company licensed under the Finance Business Act No. 42 of 2011. The License has no expiration date.

The Company was re-registered on 18 March 2009 under the Companies Act No. 7 of 2007 and got listed on the CSE on 31 December 2014.

The main business activities of the Company contain granting finance leases, hire purchase financing, gold financing, factoring operations and deposits.

### 7.2 STATED CAPITAL

Stated Capital	As at 31 December 2024	As at 31 December 2025*
Balance (LKR)	2,872,846,361	2,883,089,340
Number of Shares	100,421,363	100,556,566

\*Audited

### 7.3 MAJOR SHAREHOLDERS

Major shareholders of the company as at 31 December 2025 are as follows:

No.	Name of the shareholder	No. of shares	(%)
1	Sampath Bank PLC	100,556,559	100.00%
2	Mr. P.S.Cumaranatunga	01	0.00%
3	Mr.Y.S.H.R.S.Silva	01	0.00%
4	Mr.J.Selvaratnam	01	0.00%
5	Mr.J.H.Gunawardena	01	0.00%
6	Mr.D. Sooriyaarachchi	01	0.00%
7	Mr.W.S.C. Perera	01	0.00%
8	Ms.H.S.R.Ranatunga	01	0.00%
<b>Total</b>		<b>100,556,566</b>	<b>100.00%</b>

### 7.4 BOARD RELATED PARTY TRANSACTIONS REVIEW COMMITTEE

The Board established the Board Related Party Transactions Review Committee in terms of Section 9 of the Listing Rules of the Colombo Stock Exchange. The Board Related Party Transactions Review Committee, appointed by the Board of Directors, currently consists of the following members;

Mr. J. H. Gunawardena	Chairman/Independent Non-Executive Director
Mr. J. Selvaratnam	Non-Independent Non-Executive Director
Mr. D. Sooriyaarachchi	Non-Independent Non-Executive Director
Ms. H. S. R. Ranatunga	Independent Non-Executive Director
Mr. P. L. C. Jayawickrama	Independent Non-Executive Director

Ms. Arosha Kumari Berugoda (ACCS), the Company Secretary, serves as the Secretary to the Board Related Party Transactions Review Committee.

## 8.0 FINANCIAL INFORMATION

### 8.1 FINANCIAL STATEMENTS & FINANCIAL SUMMARY

The following financial information is hosted on the Company's website, [www.siyapatha.lk](http://www.siyapatha.lk) and CSE website, [www.cse.lk](http://www.cse.lk);

- Audited financial statements of Siyapatha Finance PLC for the year ended 31 December 2025
- Summarized financial statement for the five years ended 31 December 2021 to 31 December 2025 preceding the date of the application stating the accounting policies adopted by the Company certified by the Auditors and Qualifications carried in any of the Auditors Reports covering the period in question and any material changes in accounting policies during the relevant period (Section 8.8)

### 8.2 FINANCIAL YEAR

The financial year of the Company commences on 01 January and ends on 31 December.

### 8.3 PARTICULARS OF LOAN CAPITAL

The outstanding borrowings of Siyapatha Finance PLC as at 31 December 2025 comprise the following categories of borrowings;

Amount (LKR.'000)	As at 31 December 2025*
Public Deposits	36,950,983
Interest Bearing Borrowings	21,298,183
Debt Securities Issued	12,088,244
Bank overdrafts	387,335
<b>Total</b>	<b>70,724,745</b>

\*Audited

### 8.4 OTHER DEBT SECURITIES IN ISSUE – AS AT THE DATE OF THE PROSPECTUS

Debenture Code	Ranking	Tenure	Interest Rate p.a.	Issue Value (LKR Million)	Allotment Date	Maturity Date	Amount Raised (Rs'000)
DO525	BBB+(lka) Subordinated	5 Years	9.46%	1500	01/09/2021	31/08/2026	1,500,000
DO559	A(lka) Senior	5 Years	13.20%	4000	06/06/2024	06/06/2029	4,000,000
DO603	A(lka) Senior	5 Years	11.40%	5000	26/06/2025	26/06/2030	5,000,000

The holders of Debentures are entitled to receive the principal sum on the date of Maturity/Redemption and interest on the Debentures as per the provisions set out in the prospectus and the Trust Deed. The holders of the said Debentures are not entitled to any special rights or any privileges or rights of the Shareholders of the Company, including the right to receive notice, attend and vote at the General Meeting of the Company, receive any dividend or distributions or share the profits of the Company or to participate in any surplus assets of the Company in the event of liquidation.

In the event of liquidation, Senior, Unsecured, Listed, Redeemable, Rated, Debenture Holders will rank after all the claims of depositors, secured creditors and preferential claims under any Statutes governing the Company but pari passu to the claims of unsecured creditors of the Company and shall rank in priority to and over any subordinated debt of the Company and the claims and rights of the shareholder/s of the Company.

In the event of liquidation, Subordinated, Unsecured, Listed, Redeemable, Rated, Debenture holders will rank after all the claims of depositors, secured and other unsecured creditors of the Company and any preferential claims under any Statutes governing the Company but shall rank pari passu to the claims of the subordinated creditors of the Company and in priority to and over the claims and rights of the Shareholder/s of the Company.

There are no outstanding Debt Securities convertibles to equity as at the Date of the Issue.

## 8.5 KEY FINANCIAL RATIOS

Ratio	FY21	FY22	FY23	FY24	FY25
Interest Cover* (times)	1.54	1.18	1.17	1.40	1.45
Debt/Equity** (times)	5.52	5.44	5.09	5.67	7.05

(a) Interest cover\* = (Profit before tax + Interest expense) / Interest expense

(b) Debt/Equity ratio\*\* = (Interest bearing borrowings + Public deposits) / Total equity

## 8.6 DEBT SERVICING DETAILS OF SIYAPATHA FINANCE PLC

Description	FY21 (LKR '000)	FY22 (LKR '000)	FY23 (LKR '000)	FY24 (LKR '000)	FY25 (LKR '000)
Gross interest due on Debentures (LKR)	695,481	691,850	566,850	350,153	645,303
Debenture interest paid on or before due date (LKR)	695,481	691,850	566,850	350,153	645,303
Debenture interest paid after the due date (LKR)	-	-	-	-	-
Debenture interest not paid as due date (LKR)	-	-	-	-	-

## 8.7 LITIGATION, DISPUTES AND CONTINGENT LIABILITIES

The contingent liabilities as of 31 December 2025

Company	Amount (LKR)
Guarantees issued to banks and other institutions	1,000,000.00
<b>Total</b>	<b>1,000,000.00</b>

Apart from the guarantees mentioned above and legal proceedings in the normal course of its business, the Company is not a party to any material contingent liabilities, litigation, mediation or arbitration proceedings and is not aware of any pending or threatened litigation or arbitration that, if decided adversely to the Company, would have a significant effect upon the Company's financial position, current/ future profitability of the Company.

## 8.8 ACCOUNTANT'S REPORT AND FIVE-YEAR SUMMARY OF FINANCIAL STATEMENTS



KPMG  
(Chartered Accountants)  
32A, Sir Mohamed Macan Markar Mawatha,  
P. O. Box 186,  
Colombo 00300, Sri Lanka.

Tel +94 - 11 542 6428  
Fax +94 - 11 244 5872  
+94 - 11 244 6068  
Internet www.kpmg.com/lk

04 March 2026

The Board of Directors  
Siyapatha Finance PLC  
No.111  
Dudley Senanayake Mawatha  
Colombo 08

Dear Sirs,

### ACCOUNTANTS' REPORT FOR INCLUSION IN THE PROSPECTUS OF SIYAPATHA FINANCE PLC

This report has been prepared for the inclusion in the Prospectus issued in connection with the issuance of 20 Million Listed, Rated, Subordinated, Unsecured, Redeemable Debentures (each amounting to LKR 100) for a period of 5 years with an option to issue up to a further 10 Million of the said Debentures at the discretion of the Company in the event of an oversubscription of the initial issue and a further option to issue up to a further 7.5 Million of said Debentures at the discretion of the Company in the event of an oversubscription of the initial issue and the second tranche. Accordingly, a maximum amount of Rs. 3.75 Billion will be raised through the issuance of up to 37.5 Million Debentures.

We have examined the financial statements of Siyapatha Finance PLC for the financial years ended 31<sup>st</sup> December 2021 to 31<sup>st</sup> December 2025, included in the Prospectus and report as follows.

#### 1. INCORPORATION

Siyapatha Finance PLC ("The Company"), formerly known as Siyapatha Finance Limited is a domiciled, public limited liability company incorporated in Sri Lanka on 03 March 2005 under the Companies Act No. 17 of 1982. The registered office of the Company is located at No. 111, Dudley Senanayake Mawatha, Colombo 08. The debentures of the Company were initially listed on the Colombo Stock Exchange on 02 January 2015. The Company was re-registered with the Registrar General of Companies as per the requirements of the Companies Act No.7 of 2007. It is a Licensed Finance Company under the Finance Business Act No.42 of 2011 and amendments thereto.

The principal activities of the Company consist of accepting deposits, providing nance lease, vehicle loan facilities, mortgage loans, gold loan, debt factoring, revolving loans, business/personal loans, and fast draft loans.

#### 2. FINANCIAL STATEMENTS

##### 2.1 Five Years Summary of Financial Statements

A summary of Statement of Income Statement, Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and Statement of Cashflow of Siyapatha Finance PLC

KPMG, a Sri Lankan partnership and a member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee. All rights reserved.

C.P. Jagathisake FCA  
Ms. S. Joseph FCA  
R.S.D.B. Rajapaksa FCA  
M.N.M. Shamsud FCA  
Ms. P.M.K. Sumanasekera FCA

T.J.S. Rajakarier FCA  
W.K.D.C. Jayathilaka FCA  
Ms. B.K.D.T.P. Ranjiga FCA  
Ms. C.T.K.M. Perera AGA  
R. G. H. Radhika AGA

W.R.U.C. Perera FCA  
S.A.U. Kasurathne FCA  
R.H. Rajan FCA  
A.M.R.P. Athalakkoon AGA

Principals: S.R.L. Perera FCMA (SR), LL.B. Attorney-at-Law, H.S. Gooneratne ACA, Ms. FR Ziyad FCMA (UK), FOT,  
K. Seneasundaran ACMA (SR), Ms. D. Cora Charnarathne



for the years ended 31<sup>st</sup> December 2021 to 31<sup>st</sup> December 2025, based on the audited financial statements of the Company prepared in accordance with SLFRS's and LKAS's are set out in Annexure 1 of this report.

## 2.2 Audit Reports

We have audited the financial statements of the Company as at and for the year end 31<sup>st</sup> December 2024 and 2025 and unmodified audit opinion issued on 14<sup>th</sup> February 2025 and 13<sup>th</sup> February 2026. Financial statements of the Company as at and for the year ended 31<sup>st</sup> December 2021 to 31<sup>st</sup> December 2023 were audited by another auditor who expressed an unmodified opinion on those financial statements on 11<sup>th</sup> February 2022, 08<sup>th</sup> February 2023, 14<sup>th</sup> February 2024 respectively.

## 2.3 Application of Accounting Standards and Accounting Policies

The financial statements of the Company for the financial years ended 31<sup>st</sup> December 2021 to 31<sup>st</sup> December 2025 complied with the applicable Sri Lanka Accounting Standards.

The accounting policies of the Company are stated in detail in the audited financial statements of Siyapatha Finance PLC for the year ended 31<sup>st</sup> December 2025. The adoption of revised/new accounting standards and a summary of related amendments to the accounting policies of the Company from financial years ended 31<sup>st</sup> December 2021 to 31<sup>st</sup> December 2025 are given below.

Financial Year	Adoption of revised Accounting Standards and related changes in Accounting Policies
31 <sup>st</sup> December 2021	<p>The Company applied for the first-time certain standards and amendments, if applicable, which are effective for annual periods beginning on or after 1 January 2021 (unless otherwise stated).</p> <p>The amendments to the following Accounting Standards did not have a material impact on the Financial Statements of the Company.</p> <ul style="list-style-type: none"><li>• Amendments to SLFRS 16 Leases: COVID-19-Related Rent Concessions beyond 30 June 2021.</li><li>• Amendments to SLFRS 9, LKAS 39, SLFRS 7, SLFRS 4 and SLFRS 16 - Interest Rate Benchmark Reform Phase 1 and 2.<ul style="list-style-type: none"><li>i. IBOR reform Phase 1</li><li>ii. IBOR reform Phase 2</li></ul></li></ul>
31 <sup>st</sup> December 2022	<p>The amendments to the following Accounting Standards, did not have a material impact on the Financial Statements of the Company.</p> <ul style="list-style-type: none"><li>• Amendments to SLFRS 3 Business Combinations: Updating a reference to conceptual framework.</li><li>• Amendments to LKAS 37 Provisions, Contingent Liabilities and Contingent Assets: Onerous Contracts - Costs of Fulfilling a Contract.</li><li>• Amendments to LKAS 16 Property, Plant &amp; Equipment: Proceeds before Intended Use.</li></ul>



31 <sup>st</sup> December 2023	<p>The amendments to the following Accounting Standards, did not have a material impact on the Financial Statements of the Company.</p> <ul style="list-style-type: none"><li>• Definition of Accounting Estimates - Amendments to LKAS 8.</li><li>• Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to LKAS 12.</li><li>• Disclosure of Accounting Policies - Amendments to LKAS 1 and IFRS Practice Statement 2.</li></ul>
31 <sup>st</sup> December 2024	<p>The amendments to the following Accounting Standards, did not have a material impact on the Financial Statements of the Company.</p> <ul style="list-style-type: none"><li>• Non-current Liabilities with Covenants -Amendments to IAS 1.</li><li>• Classification of Liabilities as Current or Non-Current-Amendments to IAS 1.</li><li>• Lease Liability in a Sale and Leaseback-Amendments to IFRS 16.</li><li>• Supplier Finance Arrangements -Amendments to IAS 7 and IFRS 7.</li></ul>
31 <sup>st</sup> December 2025	<p>The amendments to the following Accounting Standards, did not have a material impact on the Financial Statements of the Company.</p> <ul style="list-style-type: none"><li>• Lack of Exchangeability - Amendment to IAS 21P</li></ul>

#### 2.4 Dividend

The Company has paid the following dividends in respect of Ordinary Shares during the respective financial years ended 31<sup>st</sup> December 2021 to 31<sup>st</sup> December 2025.

Year ended 31 <sup>st</sup> December	Dividend Paid Rs.'000	Dividend Per Share Rs.
2021	123,214	1.37
2022	328,344	3.57
2023	226,397	2.33
2024	7,023	0.07
2025	12,051	0.12

#### 2.5 Events after reporting period

No circumstances have arisen since the reporting date which would require adjustments to, or disclosure in, the financial statements.

#### 2.6 Purpose and restrictions on use and distribution

This report is made solely for the purpose of the Board of Directors of Siyapatha Finance PLC for the inclusion in the Prospectus in connection with the debenture issue. This report should not be used, circulated, quoted, or otherwise referred to any other purpose.

Yours faithfully

Chartered Accountants  
Colombo

SIYAPATHA FINANCE PLC  
INCOME STATEMENT

Annexure I

Year ended 31 December	2025 Rs.'000	2024 Rs.'000	2023 Rs.'000	2022 Rs.'000	2021 Rs.'000
Interest income	11,464,929	9,842,826	10,130,371	8,269,789	6,786,436
Less: Interest expenses	(5,903,434)	(5,309,323)	(7,009,764)	(5,788,151)	(2,813,728)
<b>Net interest income</b>	<b>5,561,495</b>	<b>4,533,503</b>	<b>3,120,607</b>	<b>2,481,638</b>	<b>3,972,708</b>
Fee and commission income	504,097	349,015	331,729	313,898	281,024
Less: Fee and commission expenses	(5,446)	(2,905)	(3,981)	(3,713)	-
<b>Net fee and commission income</b>	<b>498,651</b>	<b>346,110</b>	<b>327,748</b>	<b>310,185</b>	<b>281,024</b>
Other operating income	1,283,714	1,097,165	600,661	715,359	1,079,871
<b>Total operating income</b>	<b>7,343,860</b>	<b>5,976,778</b>	<b>4,049,016</b>	<b>3,507,182</b>	<b>5,333,603</b>
Less: Credit loss expense on financial assets and other losses	110,923	136,912	(80,869)	(131,671)	(1,618,176)
<b>Net operating income</b>	<b>7,454,783</b>	<b>6,113,690</b>	<b>3,968,147</b>	<b>3,375,511</b>	<b>3,715,427</b>
<b>Less: Operating expenses</b>					
Personnel expenses	(2,594,818)	(2,097,640)	(1,368,823)	(1,192,451)	(1,172,942)
Other operating expenses	(1,198,155)	(1,108,098)	(922,017)	(718,515)	(617,056)
<b>Operating profit before taxes on financial services</b>	<b>3,661,791</b>	<b>2,907,952</b>	<b>1,677,307</b>	<b>1,464,545</b>	<b>1,925,429</b>
Less: Taxes on financial services	(1,002,183)	(802,667)	(478,089)	(400,808)	(399,355)
<b>Profit before income tax</b>	<b>2,659,608</b>	<b>2,105,285</b>	<b>1,199,218</b>	<b>1,063,737</b>	<b>1,526,074</b>
Less: Income tax expense	(1,103,201)	(901,912)	(489,016)	(308,768)	(431,531)
<b>Profit for the year</b>	<b>1,556,407</b>	<b>1,203,373</b>	<b>710,202</b>	<b>754,969</b>	<b>1,094,543</b>
<b>Basic/Diluted earnings per share (Rs.)</b>	<b>15.48</b>	<b>11.98</b>	<b>7.08</b>	<b>7.77</b>	<b>12.35</b>
<b>Dividend per share (Rs.)</b>	<b>0.12</b>	<b>0.07</b>	<b>2.33</b>	<b>3.57</b>	<b>1.37</b>

Above summarized financial information and its extraction from the Audited Financial Statements, Signed for and on behalf of the Management by.

  
Chief Executive Officer

  
Chief Financial Officer

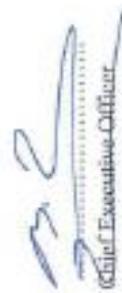


SIYAPATHA FINANCE PLC  
STATEMENT OF COMPREHENSIVE INCOME

Annexure II

Year ended 31 December	2025 Rs. '000	2024 Rs. '000	2023 Rs. '000	2022 Rs. '000	2021 Rs. '000
<b>Profit for the year</b>	1,556,407	1,203,373	710,202	754,969	1,094,543
<b>Other comprehensive income/ (expenses)</b>					
<b>Other comprehensive income not to be reclassified to profit or loss:</b>					
Actuarial gain/(loss) on defined benefit plan	(2,861)	6,103	4,733	10,374	(123)
Deferred tax effect including the effect of tax rate change on the opening balance	858	(1,832)	(1,420)	(1,989)	(843)
	(2,003)	4,271	3,313	8,385	(966)
Surplus from revaluation of property, plant & equipment	41,378	-	-	56,600	-
Deferred tax effect including the effect of tax rate change on the opening balance	(12,413)	-	-	(26,809)	6,553
	28,965	-	-	29,791	6,553
<b>Other comprehensive income for the year, net of tax</b>	26,962	4,271	3,313	38,176	5,587
<b>Total comprehensive income for the year, net of tax</b>	1,583,369	1,207,644	713,515	793,145	1,100,130
<b>Attributable to :</b>					
Equity holders of the parent company	1,583,369	713,515	793,145	1,100,130	410,140
	1,583,369	713,515	793,145	1,100,130	410,140

Above summarized financial information and its extraction from the Audited Financial Statements, Signed for and on behalf of the Management by,

  
Chief Executive Officer

  
Chief Financial Officer



SIYAPATHA FINANCE PLC  
STATEMENT OF FINANCIAL POSITION

Amounts in Rs. '000

As at 31 December

	2025 Rs. '000	2024 Rs. '000	2023 Rs. '000	2022 Rs. '000	2021 Rs. '000
<b>Assets</b>					
Cash and bank balances	483,200	260,579	285,352	221,187	250,277
Securities purchased under repurchase agreements	8,732,389	5,001,843	230,123	-	1,839,911
Factoring receivables	187,307	95,417	95,969	112,793	151,483
Gold loans receivables	18,655,679	11,412,292	7,930,227	8,666,076	5,781,780
Assets held for sale	24,577	24,838	114,043	-	-
Loans receivables	14,284,209	5,829,072	1,343,011	993,460	1,643,806
Leases receivables	37,898,922	30,717,750	26,640,317	24,862,338	29,088,209
Hire purchase receivables	-	-	-	1,247	934
Other assets	940,370	812,692	735,058	624,838	637,127
Equity instruments at fair value through other comprehensive income	56	56	56	56	56
Debt instruments at amortised cost	56,732	4,335,257	5,799,840	5,461,866	900,241
Property, plant & equipment	2,982,523	2,486,547	2,465,349	2,537,582	1,992,215
Right-of-use assets	660,630	482,732	380,579	371,844	362,870
Deferred tax assets	190,638	233,834	184,308	225,785	78,492
Intangible assets	42,393	16,033	16,068	15,291	20,847
<b>Total Assets</b>	<b>84,739,615</b>	<b>59,708,942</b>	<b>46,240,500</b>	<b>44,094,563</b>	<b>42,750,248</b>
<b>Liabilities</b>					
Bank overdraft	387,335	128,514	135,930	826,180	191,266
Due to other customers	36,950,983	32,197,075	23,565,911	19,342,046	17,114,923
Debt issued and other borrowed funds	33,386,427	15,642,339	13,148,267	15,585,788	17,077,514
Other payables	3,044,661	2,373,259	1,577,908	1,304,342	1,267,671
Current tax liabilities	731,488	754,721	427,797	352,180	768,927
Retirement benefit obligations	203,818	159,713	137,957	116,852	103,853
<b>Total Liabilities</b>	<b>74,704,732</b>	<b>51,255,621</b>	<b>38,993,770</b>	<b>37,527,388</b>	<b>36,524,154</b>
<b>Equity</b>					
Stated capital	2,883,089	2,872,846	2,866,876	2,674,439	2,346,095
Statutory reserve fund	455,000	375,000	314,000	278,000	240,000
Revaluation reserve	183,260	154,295	154,295	154,295	124,304
Retained earnings	6,513,534	5,051,180	3,911,559	3,460,441	3,515,495
<b>Total Equity</b>	<b>10,034,883</b>	<b>8,453,321</b>	<b>7,246,730</b>	<b>6,567,175</b>	<b>6,226,094</b>
<b>Total Liabilities and Equity</b>	<b>84,739,615</b>	<b>59,708,942</b>	<b>46,240,500</b>	<b>44,094,563</b>	<b>42,750,248</b>
Net asset value per share (Rs.)	99.79	84.18	72.23	67.59	67.69
Commitments and contingencies	124,820	30,206	30,643	15,187	432,361

Above summarized financial information and its extraction from the Audited Financial Statements, Signed for and on behalf of the Management by,

  
Chief Executive Officer



  
Chief Financial Officer

	Money Pending Allotment					
	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000	Rs. '000
Balance as at 31 December 2020	1,572,881	700,000	185,000	117,951	2,600,132	5,125,964
Profit for the year	-	-	-	-	1,094,543	1,094,543
Other comprehensive income, net of tax	-	-	-	6,553	(966)	5,587
Transfer to Statutory Reserve Fund	-	-	55,000	-	(55,000)	-
Scrp dividend paid	123,214	-	-	-	(123,214)	-
Rights issue of shares	700,000	(700,000)	-	-	-	-
<b>Balance as at 31 December 2021</b>	<b>2,346,095</b>	<b>-</b>	<b>240,000</b>	<b>124,504</b>	<b>3,515,495</b>	<b>6,226,094</b>
Adjustment for Surcharge Tax levied under the Surcharge Tax Act No. 14 of 2022	-	-	-	-	(452,063)	(452,063)
<b>Adjusted balance as at 01 January 2022</b>	<b>2,346,095</b>	<b>-</b>	<b>240,000</b>	<b>124,504</b>	<b>3,063,432</b>	<b>5,774,031</b>
Profit for the year	-	-	-	-	754,969	754,969
Other comprehensive income, net of tax	-	-	-	29,791	8,385	38,176
Transfer to Statutory Reserve Fund	-	-	58,000	-	(58,000)	-
Scrp dividend paid	328,344	-	-	-	(328,344)	-
<b>Balance as at 31 December 2022</b>	<b>2,674,439</b>	<b>-</b>	<b>298,000</b>	<b>154,295</b>	<b>3,460,442</b>	<b>6,567,176</b>
Profit for the year	-	-	-	-	710,202	710,202
Other comprehensive income, net of tax	-	-	-	-	3,313	3,313
Transfer to Statutory Reserve Fund	-	-	56,000	-	(56,000)	-
Scrp dividend paid	192,437	-	-	-	(228,397)	(33,960)
<b>Balance as at 31 December 2023</b>	<b>2,866,876</b>	<b>-</b>	<b>314,000</b>	<b>154,295</b>	<b>3,911,559</b>	<b>7,246,731</b>
Profit for the year	-	-	-	-	1,203,373	1,203,373
Other comprehensive income, net of tax	-	-	-	-	4,271	4,271
Transfer to Statutory Reserve Fund	-	-	61,000	-	(61,000)	-
Scrp dividend paid	5,970	-	-	-	(7,023)	(1,053)
<b>Balance as at 31 December 2024</b>	<b>2,872,846</b>	<b>-</b>	<b>375,000</b>	<b>154,295</b>	<b>5,051,189</b>	<b>8,453,321</b>
Profit for the year	-	-	-	-	1,556,407	1,556,407
Other comprehensive income, net of tax	-	-	-	28,965	(2,003)	26,962
Transfer to Statutory Reserve Fund	-	-	80,000	-	(80,000)	-
Scrp dividend paid	10,243	-	-	-	(12,051)	(1,808)
<b>Balance as at 31 December 2025</b>	<b>2,883,089</b>	<b>-</b>	<b>455,000</b>	<b>183,260</b>	<b>6,513,534</b>	<b>10,034,883</b>

Above summarized financial information and its extractee from the Audited Financial Statements, Signed for and on behalf of the Management by:

  
Chief Executive Officer

  
Chief Financial Officer



SIYAPATHA FINANCE PLC  
STATEMENT OF CASH FLOWS

Annexure V

Year ended 31 December

	2025 Rs.'000	2024 Rs.'000	2023 Rs.'000	2022 Rs.'000	2021 Rs.'000
<b>Cash flows from operating activities</b>					
Profit before taxation from operations	2,659,608	2,105,285	1,199,218	1,063,737	1,526,074
Interest expenses	5,903,434	5,309,323	7,009,764	5,788,151	2,813,728
Fee & commission expenses	5,446	2,905	3,981	3,713	-
Credit loss expense on financial assets	(110,923)	(136,912)	80,869	131,671	1,618,176
Provision for staff gratuity	50,954	43,074	42,007	31,978	22,247
Provision for depreciation	192,805	164,379	155,544	156,651	62,182
Amortisation of software	11,128	5,266	7,856	17,064	23,993
Amortisation expenses on right-of-use assets	112,032	89,172	80,119	80,696	117,083
(Profit)/Loss on Disposal of Property, Plant and Equipment	(236)	(680)	(1,695)	633	(1,452)
	6,164,640	5,476,527	7,378,445	6,210,557	4,655,957
<b>Operating profit before working capital changes</b>	<b>8,824,248</b>	<b>7,581,812</b>	<b>8,577,663</b>	<b>7,274,294</b>	<b>6,182,031</b>
(Increase)/Decrease in lease receivables	(7,139,111)	(3,911,427)	(1,798,308)	4,067,869	(1,137,250)
(Increase)/Decrease in hire purchase receivables	-	936	293	(68)	1,045
(Increase)/Decrease in factoring receivables	(97,710)	10,474	45,082	137,488	86,682
(Increase)/Decrease in gold loan receivables	(7,262,293)	(3,478,583)	738,561	(2,899,391)	(1,026,590)
(Increase)/Decrease in loan receivables	(10,269,835)	(2,409,095)	(269,756)	641,634	(310,483)
Increase/(Decrease) in due to other customers	4,237,598	8,586,181	3,757,012	1,790,458	62,776
(Increase)/Decrease in other assets	(304,806)	(303,426)	(481,828)	(127,079)	(35,220)
Increase/(Decrease) in other payables	846,936	945,987	402,193	155,564	184,022
	(20,189,221)	(558,952)	2,393,249	3,766,475	(2,175,018)
<b>Cash generated from operating activities</b>	<b>(11,364,973)</b>	<b>7,022,860</b>	<b>10,970,912</b>	<b>11,040,769</b>	<b>4,007,013</b>
Interest expense paid	(5,042,836)	(5,154,724)	(6,824,516)	(5,112,623)	(3,026,325)
Gratuity paid	(9,690)	(15,214)	(16,169)	(8,605)	(5,777)
Income tax paid	(1,094,741)	(626,347)	(373,343)	(901,606)	(181,885)
Surcharge tax paid	-	-	-	(452,063)	-
Dividend tax paid	(1,808)	(1,053)	(33,960)	-	-
<b>Net cash inflow/(outflow) from operating activities</b>	<b>(17,514,088)</b>	<b>1,225,521</b>	<b>3,722,924</b>	<b>4,565,872</b>	<b>793,026</b>
<b>Cash flow from investing activities</b>					
Net investments in government bonds & government securities	1,133,379	1,897,145	(393,121)	46,016	(924,961)
Purchase of property, plant and equipment and intangible assets	(285,884)	(226,148)	(92,087)	(657,979)	(711,109)
Proceeds from sale of property, plant and equipment	1,229	36,019	1,837	420	1,761
<b>Net cash inflow/(outflow) from investing activities</b>	<b>848,724</b>	<b>1,707,016</b>	<b>(483,371)</b>	<b>(611,543)</b>	<b>(1,634,309)</b>
<b>Net cash inflow/(outflow) before financing activities</b>	<b>(16,665,364)</b>	<b>2,932,537</b>	<b>3,239,553</b>	<b>3,954,329</b>	<b>(841,283)</b>
<b>Cash flow from financing activities</b>					
Proceeds from long term loans & securitizations	13,145,032	2,000,000	2,500,000	3,173,000	1,000,000
Repayments of long term loans & securitizations	(45,676)	(4,118,449)	(3,919,897)	(2,557,303)	(4,459,052)
Proceeds from debentures	5,000,000	4,000,000	-	-	1,500,000
Debentures redeemed	-	(1,500,000)	(2,000,000)	(1,000,000)	(1,078,010)
Net proceeds from short term borrowings	(705,000)	2,000,000	1,260,000	(1,350,000)	3,050,000
Repayment of principal portion of lease liabilities	(179,788)	(147,165)	(130,205)	(116,279)	(134,255)
<b>Net cash inflow/(outflow) from financing activities</b>	<b>17,214,568</b>	<b>2,234,386</b>	<b>(2,290,102)</b>	<b>(1,850,582)</b>	<b>(141,317)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>549,204</b>	<b>5,166,923</b>	<b>949,451</b>	<b>2,103,747</b>	<b>(982,600)</b>
<b>Cash &amp; cash equivalents at the beginning of the year</b>	<b>8,279,152</b>	<b>3,112,229</b>	<b>2,162,778</b>	<b>59,031</b>	<b>1,041,631</b>
<b>Cash and cash equivalents at end of the year</b>	<b>8,828,356</b>	<b>8,279,152</b>	<b>3,112,229</b>	<b>2,162,778</b>	<b>99,031</b>
<b>Analysis of the cash and cash equivalents at the end of the year</b>					
Cash and bank balances	483,302	260,681	285,454	221,228	250,297
Securities purchased under repurchase agreements less than three months	8,732,389	5,001,841	250,123	-	-
Investment in Government securities less than three months	-	3,145,144	2,712,582	2,767,730	-
Bank overdraft	(387,335)	(128,514)	(135,930)	(826,180)	(191,266)
	8,828,356	8,279,152	3,112,229	2,162,778	99,031

Above summarized financial information and its extraction from the Audited Financial Statements, Signed for and on behalf of the Management by,

  
Chief Executive Officer



  
Chief Financial Officer

## 9.0 STATUTORY DECLARATIONS

### 9.1 STATUTORY DECLARATION BY THE DIRECTORS

We, the undersigned who are named in the Prospectus issued by Siyapatha Finance PLC 'The Company' in connection with its Issue of up to 37,500,000 Listed, Rated, Unsecured, Subordinated, Redeemable Debentures ('The Prospectus'), as Directors of the Company, hereby declare and confirm that we have seen and read the provisions under the Companies Act No. 07 of 2007 and the Listing Rules of CSE relating to the Issue of the Prospectus, and that the relevant provisions have been complied with.

This Prospectus has been seen, read and approved by the Directors of the Entity and they, collectively and individually, accept full responsibility for the accuracy and completeness of the information given and confirm that the provisions of the CSE Listing Rules, the Companies Act No. 07 of 2007 and any amendments to it from time to time have been complied with, and after making all reasonable enquiries, to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein misleading or inaccurate. Where representations regarding the future performance of the Entity have been given in the Prospectus, such representations have been made after due and careful enquiry of the information available to the Entity and making assumptions that are considered to be reasonable at the present point in time, in the best judgement of the Directors.

An application has been made to the Colombo Stock Exchange for permission to deal in, and for a listing of all securities in a particular class issued by the Entity and those Securities of the same class which are the subject of this Issue. Such permission will be granted when the Securities are listed on the Colombo Stock Exchange. The Colombo Stock Exchange assumes no responsibility for the correctness of any of the statements made, opinions expressed, reports included or omitted statements/ undisclosed information in this Prospectus. Listing on the Colombo Stock Exchange is not to be taken as an indication of the merits of the Entity or of the Securities issued.

Name	Designation	Signature
Mr. P. S. Cumaranatunga	Chairman/Independent Non-Executive Director	Sgd.
Mr. Y. S. H. R. S. Silva	Deputy Chairman/Non-Independent Non-Executive Director	Sgd.
Mr. J. Selvaratnam	Non-Independent Non-Executive Director	Sgd.
Mr. J. H. Gunawardena	Independent Non-Executive Director	Sgd.
Mr. D. Sooriyaarachchi	Non-Independent Non-Executive Director	Sgd.
Mr. W. S. C. Perera	Non-Independent Non-Executive Director	Sgd.
Ms. H. S. R. Ranatunga	Independent Non-Executive Director	Sgd.
Mr. P. L. C. Jayawickrama	Independent Non-Executive Director	Sgd.
Mr. D. P. Lokuarachchi	Non-Independent Non-Executive Director	Sgd.

## 9.2 STATUTORY DECLARATION BY THE MANAGERS TO THE ISSUE

We, People's Bank Investment Banking Unit, People's Tower, 18th Floor, No. 374, Dr. Colvin R. de Silva Mawatha Colombo 02 who are named in the Prospectus as the Managers to the Issue of Siyapatha Finance PLC, hereby declare and confirm to the best of our knowledge and belief based on the information provided to us by Siyapatha Finance PLC, the Prospectus constitutes full and true disclosure of all material facts about the Issue and Siyapatha Finance PLC, whose Debentures are being listed.

The common seal of People's Bank affixed on the 11.03.2026 at Colombo, in the presence of Chairman and Secretary to the Board of People's Bank.

**Sgd.**  
Chairman

**Sgd.**  
Secretary to the Board

## ANNEXURE I: CREDIT RATING REPORT

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Fitch Ratings Lanka Ltd



Ruani Goonetilleke  
Authorized Signatory

**FitchRatings**

### RATING ACTION COMMENTARY

## Fitch Rates Siyapatha Finance's Proposed Subordinated Debt Final 'BBB+(lka)' Rating

Wed 04 Mar, 2026 - 10:14 AM ET

Fitch Ratings - Singapore/Colombo - 04 Mar 2026: Fitch Ratings has assigned Siyapatha Finance PLC's (A(lka)/Stable) proposed Sri Lankan rupee-denominated subordinated debentures of up to LKR3.75 billion a final National Long-Term Rating of 'BBB+(lka)'.

The final rating is the same as the expected rating assigned on 18 November 2025 and follows the receipt of documents conforming to information already received.

### KEY RATING DRIVERS

The proposed debentures will mature in five years and will be listed on the Colombo Stock Exchange. The company plans to use the proceeds to strengthen its Tier 2 capital base and support loan-book expansion.

The proposed debentures are rated two notches below Siyapatha's National Long-Term Rating. This reflects our baseline notching for loss severity for this debt class and our expectation of poor recoveries in the event of default.

We applied our Bank Rating Criteria to rate the proposed debentures, as we believe the prudential capital framework of Sri Lankan finance companies is close to that for banks. The instruments will follow the same structure as Siyapatha's outstanding subordinated debt issued in 2021. There is no additional notching for non-performance risk, as the proposed debentures do not contain going-concern loss-absorption.

Siyapatha's National Long-Term Rating was upgraded to 'A(lka)' from 'BBB+(lka)' on 24 January 2025 following the upgrade of parent Sampath Bank PLC's (AA-(lka)/Stable) National Long-Term Rating to 'AA-(lka)' from 'A(lka)'. Siyapatha's rating reflects Fitch's expectation that Sampath would provide extraordinary support to the fully-owned

financing subsidiary, if needed. Siyapatha is rated two notches below its parent because of its limited role in the parent group's core business. See [Fitch Upgrades 10 Sri Lankan NBFIs' Ratings, Affirms 8 Following National Scale Recalibration](#), published 24 January 2025, for details on Siyapatha's key rating drivers and sensitivities.

## RATING SENSITIVITIES

### Factors that Could, Individually or Collectively, Lead to Negative Rating Action/Downgrade

A downgrade of Siyapatha's National Long-Term Rating would lead to a downgrade of the subordinated debt rating.

### Factors that Could, Individually or Collectively, Lead to Positive Rating Action/Upgrade

An upgrade of Siyapatha's National Long-Term Rating would lead to an upgrade of the subordinated debt rating.

### Date of Relevant Committee

23 January 2025

## REFERENCES FOR SUBSTANTIALLY MATERIAL SOURCE CITED AS KEY DRIVER OF RATING

The principal sources of information used in the analysis are described in the Applicable Criteria.

## PUBLIC RATINGS WITH CREDIT LINKAGE TO OTHER RATINGS

Siyapatha's rating is linked to Sampath's National Long-Term Rating.

## RATING ACTIONS

ENTITY / DEBT ↕	RATING ↕			PRIOR ↕
Siyapatha Finance PLC				
subordinated	Natl LT	BBB+(Ika)	New Rating	BBB+(EXP) (Ika)



[VIEW ADDITIONAL RATING DETAILS](#)

## FITCH RATINGS ANALYSTS

### Wen Jun Poh

Associate Director

Primary Rating Analyst

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Fitch Ratings Singapore Pte Ltd.

1 Wallich Street #19-01 Guoco Tower Singapore 078881

### Jeewanthi Malagala

Director

Secondary Rating Analyst

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### Katie Chen

Senior Director

Committee Chairperson

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Additional information is available on [www.fitchratings.com](http://www.fitchratings.com)

## **PARTICIPATION STATUS**

The rated entity (and/or its agents) or, in the case of structured finance, one or more of the transaction parties participated in the rating process except that the following issuer(s), if any, did not participate in the rating process, or provide additional information, beyond the issuer's available public disclosure.

## **APPLICABLE CRITERIA**

National Scale Rating Criteria (pub. 22 Dec 2020)

Non-Bank Financial Institutions Rating Criteria: Effective 17 January 2024 to 31 January 2025 (pub. 18 Jan 2024) (including rating assumption sensitivity)

Bank Rating Criteria - Effective from 15 March 2024 to 21 March 2025 (pub. 16 Mar 2024) (including rating assumption sensitivity)

## **ADDITIONAL DISCLOSURES**

Solicitation Status

Endorsement Policy

Potential Conflicts Resulting from Revenue Concentrations

## **ENDORSEMENT STATUS**

Siyapatha Finance PLC

## **DISCLAIMER & DISCLOSURES**

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Please read these limitations and disclaimers by following this link:

<https://www.fitchratings.com/understandingcreditratings>. In addition, the following <https://www.fitchratings.com/rating-definitions-document> details Fitch's rating definitions for each rating scale and rating categories, including definitions relating to default. ESMA and the FCA are required to publish historical default rates in a central repository in accordance with Articles 11(2) of Regulation (EC) No 1060/2009 of the European



Parliament and of the Council of 16 September 2009 and The Credit Rating Agencies (Amendment etc.) (EU Exit) Regulations 2019 respectively.

Published ratings, criteria, and methodologies are available from this site at all times. Fitch's code of conduct, confidentiality, conflicts of interest, affiliate firewall, compliance, and other relevant policies and procedures are also available from the Code of Conduct section of this site. Directors and shareholders' relevant interests are available at <https://www.fitchratings.com/site/regulatory>. Fitch may have provided another permissible or ancillary service to the rated entity or its related third parties. Details of permissible or ancillary service(s) for which the lead analyst is based in an ESMA- or FCA-registered Fitch Ratings company (or branch of such a company) can be found on the entity summary page for this issuer on the Fitch Ratings website.

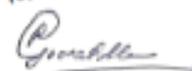
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verification of current facts, ratings and forecasts can be affected by future events or conditions that were not anticipated at the time a rating or forecast was issued or affirmed. Fitch Ratings makes routine, commonly-accepted adjustments to reported financial data in accordance with the relevant criteria and/or industry standards to provide financial metric consistency for entities in the same sector or asset class.

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## ANNEXURE II: COLLECTION POINTS

Copies of the Prospectus and the Application Form can be obtained free of charge from the following collection points.

<b>Issuer</b> Siyapatha Finance PLC No.111 Dudley Senanayake Mawatha Colombo 08. Tel : +94 11 7 605 605	<b>Managers to the Issue</b> People's Bank Investment Banking Unit People's Tower, 18 <sup>th</sup> Floor No. 374, Dr. Colvin R. de Silva Mawatha Colombo 02. Tel : +94 11 374 1845
<b>Registrar to the Issue</b> SSP Corporate Services (Pvt) Ltd. No. 101, Inner Flower Road, Colombo 03. T: +94 112 573 485	<b>Bankers to the Issue</b> Sampath Bank PLC No. 110, Sir James Peiris Mawatha, Colombo 02 Tel : +94 11 540 6712 Fax : +94 11 471 2013

## Trading Participants of the CSE

<p><b>Asha Securities Ltd.</b> No.60, 5th Lane, Colombo 03. +94 11 2 429 100 +94 11 2 429 199 asl@ashasecurities.net <a href="http://www.ashasecurities.net">http://www.ashasecurities.net</a></p>	<p><b>Asia Securities (Pvt) Ltd.</b> 4th Floor, Lee Hedges Tower, No.349, Galle Road, Colombo 3. +94 11 7 722 000 +94 11 2 584 864 inquiries@asiasecurities.lk <a href="https://www.asiasecurities.lk">https://www.asiasecurities.lk</a></p>
<p><b>ACS Capital (Private) Limited</b> No.44, Guilford Crescent, Colombo 07. Tel: +94 11 789 8302  E-mail: <a href="mailto:info@acscapital.lk">info@acscapital.lk</a> <a href="https://www.acscapital.lk">https://www.acscapital.lk</a></p>	<p><b>ACAP Stock Brokers (Private) Limited</b> No. 46/46, Greenlanka Building, 6th Floor, Nawam Mawatha, Colombo 02. Tel: +94 704 779 500 Fax: +94 112 331 756 E-mail: <a href="mailto:info@acapstockbrokers.lk">info@acapstockbrokers.lk</a></p>
<p><b>Almas Equities (Pvt) Ltd.</b> Westin Tower, 5th Level, No 2-4/1, Lake Drive, Colombo 08. +94 707 144 551 +94 11 2 673 908 <a href="mailto:info@almasequities.com">info@almasequities.com</a> <a href="https://www.almasequities.com/">https://www.almasequities.com/</a></p>	<p><b>Ambeon Securities (Private) Limited</b> No.100/1, 2nd Floor, Elvitigala Mawatha, Colombo 08. Tel: +94 11 5 328 100 Fax: +94 11 5 328 177 E-mail: <a href="mailto:info@ambeonsecurities.lk">info@ambeonsecurities.lk</a></p>
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<p><b>Capital Trust Securities (Private) Limited</b> 42, Sir Mohamed Macan Markar Mawatha, Colombo 03. Tel: +94 11 2 174 174/ +94 70 5 666 777 Fax: +94 11 2 174 173 E-mail: <a href="mailto:inquiries@capitaltrust.lk">inquiries@capitaltrust.lk</a> <a href="http://www.capitaltrust.lk">http://www.capitaltrust.lk</a></p>	<p><b>CT Smith Securities (Pvt) Ltd</b> 4-14, Majestic City, 10, Station Road, Colombo 4. Tel. +94 11 2 552 290 - 4 +94 11 2 552 289 <a href="mailto:info@ctcls.lk">info@ctcls.lk</a> <a href="http://www.ctcls.lk">http://www.ctcls.lk</a></p>
<p><b>Capital Alliance PLC</b> Level 5, "Millenium House" 46/58, Nawam Mawatha, Colombo 02. Tel: +94 11 2 317 777 Fax: +94 11 2 317 788 E-Mail: <a href="mailto:info@cal.lk">info@cal.lk</a></p>	<p><b>Enterprise Ceylon Capital (Pvt) Ltd.</b> No. 02, 3rd Floor, 6th Lane, Colombo 03. +94 11 2 445 644 <a href="mailto:info@ecc.lk">info@ecc.lk</a> <a href="http://www.ecc.lk">http://www.ecc.lk</a></p>
<p><b>First Capital Equities (Pvt) Ltd.</b> Level 12, Vallible Property Building, No. 480, Galle Road, Colombo 03. +94 11 2 123 901 <a href="mailto:equity@firstcapital.lk">equity@firstcapital.lk</a> <a href="http://www.firstcapital.lk/">http://www.firstcapital.lk/</a></p>	<p><b>First Guardian Equities (Pvt) Ltd.</b> 32<sup>nd</sup> Floor, East Tower, World Trade Centre, Colombo 1. +94 11 446 4400400 (Hunting) +94 11 5 884 401 <a href="mailto:info@fge.lk">info@fge.lk</a> <a href="http://www.fge.lk">www.fge.lk</a></p>

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<p><b>LOLC Securities (Private) Limited</b>  No.481, T.B. Jayah Mawatha,  Colombo 10.  Tel: +94 11 7 582 000  Fax: +94 11 2 662 883  E-mail: info@lolcsecurities.com</p>	<p><b>Nestor Stock Brokers (Pvt) Ltd</b>  The Landmark Building, No 385, Galle Road,  Colombo 03.  +94 11 4 758 813  + 94 11 2 550 100  info@nestorstockbrokers.lk  <a href="https://www.nestorstockbrokers.lk">https://www.nestorstockbrokers.lk</a></p>
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<p><b>Sampath Securities (Pvt) Ltd.</b>  5<sup>th</sup> Floor, 26 B, Alwis Place, Colombo 3.  +94 11 4 711 000 / +94 11 47 11 001  +94 11 2 394 405  itdivision@sampathsecurities.lk  <a href="http://www.sampathsecurities.lk">http://www.sampathsecurities.lk</a></p>	<p><b>Somerville Stockbrokers (Pvt) Ltd.</b>  410/95/1, Bauddhaloka Mawatha, Colombo 07.  +94 11 2 502 858 /+94 11 2 502 862  +94 11 2 502 852  contact@somerville.lk  <a href="http://www.somerville.lk">http://www.somerville.lk</a></p>
<p><b>Wealthtrust Securities Limited</b>  No. 102/1, Dr. N.M. Perera Mawatha,  Colombo 3.  Tel: +94 11 2 675 091 – 4  Fax: +94 11 2 689 605  E-Mail: info@wealthtrust.lk</p>	<p><b>Seylan Bank PLC</b>  Level 3, Seylan Towers  90, Galle Road,  Colombo 03  Tel: +94-11 2 456 300  Fax: +94 11 2 452 215  E-mail : info@seylan.lk</p>

## ANNEXURE III – CUSTODIAN BANKS

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<p><b>Commercial Bank of Ceylon PLC</b> Commercial House 21, Sir Razik Fareed Mawatha Colombo 01. T: +94 11 2 486 498</p>	<p><b>Deutsche Bank AG</b> Level 21, One Galle Face Tower, No. 1A, Centre Road, Galle Face, Colombo 02. T: +94 11 4 791 103</p>
<p><b>Hatton National Bank PLC</b> HNB Towers 479, T. B. Jayah Mawatha Colombo 10. T: +94 77 7 712 406</p>	<p><b>The Hong Kong and Shanghai Banking Corporation Limited</b> 24, Sir Baron Jayathilake Mawatha Colombo 01. T: +94 11 4 451 275</p>
<p><b>People's Bank (Head Office)</b> Treasury, People's Tower, 18<sup>th</sup> Floor No. 374, Dr. Colvin R. de Silva Mawatha Colombo 02. Tel : +94 11 374 1845</p>	<p><b>Standard Chartered Bank</b> 37, York Street Colombo 01. T: +94 11 2 480 450</p>
<p><b>Sampath Bank PLC</b> 110, Sir James Peiris Mawatha Colombo 02. T: +94 11 5 406 939, 77 7 842 415</p>	<p><b>Seylan Bank PLC</b> Level 7, Seylan Towers 90, Galle Road Colombo 03. T: +94 11 2 456 701, 2 456 764, 77 2 279 545</p>
<p><b>Union Bank of Colombo PLC</b> 64, Galle Road Colombo 03. T: +94 11 2 374 205</p>	<p><b>Nations Trust Bank PLC</b> 256, Sri Ramanathan Mawatha Colombo 15. T: +94 11 4 313 131</p>
<p><b>Pan Asia Banking Corporation PLC (Head Office)</b> 450, Galle Road Colombo 03. T: +94 11 2 565 565</p>	<p><b>National Development Bank PLC</b> No.40, Navam Mawatha, Colombo 02 T: +94 (0) 11 2 448 448</p>
<p><b>DFCC Bank PLC</b> No.73/5, Galle Road, Colombo 03. T: +94 11 2 442 031</p>	<p><b>State Bank of India</b> No. 16, Sir Baron Jayathilake Mawatha, P O Box 93, Colombo 01. T: +94 11 4 622 350</p>



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**සියපත පිනාන්ඝ**  
**Siyapatha Finance**

(සමස්ත බැංකු සේවාවන් සපයන)

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