

Boundless Impact

Chairman's Message on Corporate Governance



Corporate Governance

CHAIRMAN'S MESSAGE

GRI 2-22



DURING THE YEAR WE CONTINUED TO EMPHASIZE THE INTEGRATION OF ESG PRINCIPLES INTO OUR BUSINESS STRATEGY. OUR SUSTAINABILITY FRAMEWORK HAS GUIDED OUR EFFORTS TO CREATE LASTING VALUE FOR ALL STAKEHOLDERS.

The Haycarb Group operates through a network of twenty legal entities spread across eleven countries, necessitating effective and disciplined cross-border oversight. Managing this geographically diverse footprint is made more demanding by the need to adhere to varying legal and regulatory standards that are unique to each jurisdiction. As the global landscape continues to evolve at varying paces across regions, the Group remains unwavering in its dedication to the highest standards of corporate governance, anchored firmly in the principles of transparency, accountability, and ethical conduct. These values form the cornerstone of Haycarb's long-term success and sustainability.

The governance structure underwent notable changes during the year, driven by several key factors, including the incorporation of a subsidiary in Germany, the resignation and retirement of certain Board members, and appointment of new directors to fill those vacancies. In addition, key Board committees were reconstructed to ensure alignment with recent regulatory developments. Collectively, these changes alongside the ongoing refinement of governance frameworks have significantly

enhanced the Board's capacity to deliver strategic oversight and respond effectively to emerging challenges.

During the year we continued to emphasise the integration of ESG principles into our business strategy. Our Sustainability Framework has guided our efforts to create lasting value for all stakeholders, from adoption of ethical conduct policies, including the Anti-Bribery and Anti-Corruption Policy, to our proactive adoption of the revised Section 9 of the Listing Rules on Corporate Governance issued by the Colombo Stock Exchange, we continue uphold the highest standards as a responsible corporate citizen in Sri Lanka.

I am pleased to affirm that Haycarb has adhered to the Code of Best Practice on Corporate Governance - 2023 issued by the Institute of Chartered Accountants of Sri Lanka.

The Integrated Annual Report serves as a testament to our unwavering commitment to accountability and transparency. By exceeding mandatory disclosure requirements, we aim to provide stakeholders with a holistic view of our governance practices and sustainability initiatives. Our focus extends

beyond compliance, showcasing the dedication to advancing ESG priorities and driving long-term value creation.

As we look to the future, our focus remains on delivering greater value to shareholders, fostering resilience amidst changing industry dynamics, and maintaining our reputation as a benchmark for exemplary corporate governance.

I extend my heartfelt appreciation to the Board of Directors, the Management team, our employees, and all stakeholders for their unwavering commitment to uphold Haycarb's purpose-driven vision.

By fostering transparency in our disclosures and decision-making, we empower stakeholders and foster enduring trust. This approach ensures not only regulatory compliance but also reflects our steadfast commitment to the true spirit of mindful governance.

Mohan Pandithage
Chairman

15th May 2025
Colombo

