



Abans Finance PLC Debenture Issue 2026 Prospectus



MANAGERS TO THE ISSUE



ABANS FINANCE PLC



PROSPECTUS

FOR AN INITIAL ISSUE OF TEN MILLION (10,000,000) LISTED RATED SENIOR UNSECURED REDEEMABLE DEBENTURES CONSTITUTED OF TYPE A LISTED RATED SENIOR UNSECURED REDEEMABLE DEBENTURES (2026 - 2031) AND TYPE B LISTED RATED SENIOR UNSECURED REDEEMABLE DEBENTURES (2026 - 2031) EACH OF THE PAR VALUE OF SRI LANKA RUPEES ONE HUNDRED (LKR 100/-) BY ABANS FINANCE PLC WITH AN OPTION TO ISSUE UPTO A FURTHER FIVE MILLION (5,000,000) OF THE SAID DEBENTURES AT THE DISCRETION OF THE COMPANY IN THE EVENT OF AN OVERSUBSCRIPTION OF THE INITIAL ISSUE, TO RAISE UPTO A MAXIMUM AMOUNT OF SRI LANKA RUPEES ONE BILLION FIVE HUNDRED MILLION (LKR 1,500,000,000/-)

MAXIMUM ISSUE WILL NOT EXCEED FIFTEEN MILLION (15,000,000) OF SAID DEBENTURES OF A VALUE OF SRI LANKA RUPEES ONE BILLION FIVE HUNDRED MILLION (LKR 1,500,000,000/-)

TO BE LISTED ON THE COLOMBO STOCK EXCHANGE

Rated A-(Ika) by Fitch Ratings Lanka Limited

**ISSUE OPENS ON
24th April 2026**

Managers and Placement Agents to the Issue



This Prospectus is dated 20th April 2026

The Colombo Stock Exchange (CSE) has taken reasonable care to ensure full and fair disclosure of information in this Prospectus. However, CSE assumes no responsibility for accuracy of the statements made, opinions expressed, omitted statements or reports included in this Prospectus. Moreover, the CSE does not regulate the pricing of Debentures which is decided solely by the Issuer.

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 any material change in the affairs of the Company occurs subsequent to the Prospectus date and before the Issue opening, same will be notified by way of a market disclosure/an addendum.

We advise you to read the content of the Prospectus carefully prior to investment.

If you are in a doubt regarding the contents of this document or of you require any clarification or advice in this regard, you should consult the Manager to the Issue, your stockbroker, lawyer or any other professional advisor.

Responsibility for the Content of the Prospectus

This Prospectus has been prepared with available information.

The Directors of Abans Finance PLC (the “Company” or the “Issuer”) have seen and approved this Prospectus and collectively and individually, accept full responsibility for the accuracy and completeness of the information given and confirm that after making all reasonable inquiries and to the best of their knowledge and belief, the information contained herein is true and correct in all material respects and that there are no other material facts, the omission of which would make any statement herein misleading or inaccurate.

Where representations regarding the future performance of the Company have been given in this Prospectus, such representations have been made after due and careful enquiry of the information available to the Company and making assumptions that are considered to be reasonable at the present point in time in its best judgment.

The Company accepts responsibility for the information contained in this Prospectus. While the Company has taken reasonable care to ensure full and fair disclosure of pertinent information, it does not assume responsibility for any investment decisions made by the investors based on the information contained herein. In making such investment decisions, prospective investors are advised to read the Prospectus and rely on their own examination and assessment of the Company and the terms of the Debentures issued including the risks associated.

Registration of the Prospectus

A copy of the Prospectus has been delivered to the Registrar of Companies for registration in compliance with the provisions of Section 40 of the Companies Act No.7 of 2007. The following are the documents attached to the copy of the Prospectus delivered to the Registrar of Companies for registration pursuant to Section 40(1) of the Companies Act.

- 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 Company Secretary of the Company for the inclusion of the name in the Prospectus as Company Secretary to the Company.
- f) The written consent of the Registrars to the Issue for the inclusion of their name in the Prospectus as Registrars to the Issue.
- g) The written consent of the Lawyers to the Issue for the inclusion of their name in the Prospectus as Lawyers to the Issue.
- h) The written consent of the Managers and Placement Agents to the Issue for the inclusion of their names in the Prospectus as Managers and Placement Agents to the Issue.
- 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 and to the Company, Trustee to the Issue, Bankers to the Issue, Company Secretary, Managers and Placement Agents to the Issue, Registrars to the Issue, Lawyers to the Issue, Rating Agency have not, before the delivery of a copy of the Prospectus for registration with the Registrar 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.

Representation

The Debentures are issued solely on the basis of the information contained and representations made in this Prospectus. No dealer, salesperson, individual or any other outside party has been authorized to give any information or to make any representation in this 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 risk 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.” is the lawful currency of Sri Lanka. Certain numerical figures in the 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. All numerical figures given under Section 7.0 of the Prospectus are audited figures unless otherwise stated.

IMPORTANT

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

In the event the name, address or NIC number/passport number/company number of the **Applicants** mentioned in the Application Form differs 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 **Applicants**. 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 and Exchange Commission made under Circular No.08/2010 dated 22nd November 2010 and Circular No.13/2010 issued by the CDS dated 30th 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 their Application Form. 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. The Company may require an Applicant to provide such documentation as is reasonably necessary to satisfy itself that the investor is an Applicant.

PLEASE NOTE THAT DEBENTURE CERTIFICATES WILL NOT BE ISSUED, HOWEVER, PLEASE NOTE THAT UPON THE ALLOTMENT OF DEBENTURES UNDER THIS ISSUE, THE ALLOTTED DEBENTURE WOULD BE CREDITED TO THE APPLICANT’S CDS ACCOUNT INDICATED IN THE APPLICATION FORM.

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

ISSUE AT A GLANCE

Issuer	Abans Finance PLC																			
Instrument	Listed, Rated, Senior, Unsecured, Redeemable Debentures																			
Listing	The Debentures will be listed on the Colombo Stock Exchange																			
Number of Debentures to be Issued	An initial Issue of Ten Million (10,000,000) Listed, Rated, Senior, Unsecured, Redeemable Debentures with an option to Issue further Five Million (5,000,000) of the said Debentures at the discretion of the Company in the event of an oversubscription of the initial Issue.																			
Amount to be Raised	Sri Lanka Rupees One Billion (LKR 1,000,000,000/-) with an option to Issue up to a further Sri Lanka Rupees Five Hundred Million (LKR 500,000,000/-) at the discretion of the Company in the event of an over subscription of the initial Issue.																			
Entity Rating	A-(lka) Stable by Fitch Ratings Lanka Limited																			
Trading Currency in which the Debentures are to be listed and traded on the CSE	Sri Lanka Rupees																			
Issue Rating	A-(lka) by Fitch Ratings Lanka Limited																			
Issue Price	Sri Lanka Rupees One Hundred (LKR 100/-) per each Debenture																			
Par Value	Sri Lanka Rupees One Hundred (LKR 100/-) per each Debenture																			
Details of Debentures	<table border="1"> <thead> <tr> <th>Type of Interest</th> <th>Tenure</th> <th>Interest Rate (per annum)</th> <th>Annual Effective Rate (AER)</th> <th>Interest Payment Frequency</th> </tr> </thead> <tbody> <tr> <td>Type A (Fixed)</td> <td>5 years</td> <td>12.50%</td> <td>12.50%</td> <td>Annually</td> </tr> <tr> <td>Type B (Floating)</td> <td>5 years</td> <td>AWPLR + 2.00%</td> <td>N/A</td> <td>Semi-annually</td> </tr> </tbody> </table>					Type of Interest	Tenure	Interest Rate (per annum)	Annual Effective Rate (AER)	Interest Payment Frequency	Type A (Fixed)	5 years	12.50%	12.50%	Annually	Type B (Floating)	5 years	AWPLR + 2.00%	N/A	Semi-annually
Type of Interest	Tenure	Interest Rate (per annum)	Annual Effective Rate (AER)	Interest Payment Frequency																
Type A (Fixed)	5 years	12.50%	12.50%	Annually																
Type B (Floating)	5 years	AWPLR + 2.00%	N/A	Semi-annually																
AWPLR	Means the Average Weighted Prime Lending Rate for a week published 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 Average Weighted Prime Lending Rate) prevailing at the time of commencement of an Interest Period of Type B Debentures for such Interest period or if not published by the Central Bank of Sri Lanka or any other authority for any reason whatsoever, the last available rates published thereby or such other suitable interest reference rate as may be appropriate and may be made available by the said authorities.																			
Interest Determination Date	Means in respect of Type B Debentures the Date of Allotment in respect of the first Interest Period and the first date of each Interest Period in respect of each subsequent Interest Period.																			

Minimum Number of Debentures to be Subscribed	<p>The minimum subscription requirement applicable for an investor applying for Debentures shall be Rupees Ten Thousand (LKR 10,000/-).</p> <p>Any Application in excess of the minimum subscription requirement shall be in multiples of Rupees Ten Thousand (LKR 10,000/-).</p>
Interest Payment Date(s)	<p>For Type A Debentures: The dates on which payments of interest in respect of the Type A Debentures shall fall due, which shall be twelve (12) months from the Date of Allotment and every twelve (12) months thereafter of each year from the Date of Allotment until the Date of Redemption and includes the Date of Redemption.</p> <p>For Type B Debentures: The dates on which payments of interest in respect of the Type B Debentures shall fall due, which shall be six (06) months from the Date of Allotment and every six (06) months thereafter of each year from the Date of Allotment until the Date of Redemption and includes the Date of Redemption.</p> <p>Interest would be paid not later than three (03) Working Days from each Interest Payment Date. The final interest payment will be paid together with the Principal Sum within three (03) Working Days from the Date of Redemption.</p>
Interest Period	<p>Type A Debentures: 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> <p>Type B Debentures: The six (6) 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>
Mode of Payment of Principal Sum and Interest	<p>Through an electronic fund transfer mechanism recognized by the banking system of Sri Lanka such as SLIPS and RTGS where accurate bank account details are provided by the Debenture Holders subject to the prevalent limitation with regard to SLIPS and RTGS or via registered post to the Debenture Holder, by crossed cheques marked "Account Payee Only" if the bank account details are not provided to the CDS or the details being inaccurate, at the risk of the Debenture Holder.</p>
Issue Opening Date	24 th April 2026

Date of Redemption/ Maturity Date	The date on which Redemption of the Debentures will take place as referred to in Section 5.6 of this Prospectus.
Date of Allotment	The date on which the Debentures will be allotted by the Company to successful Applicants subscribing thereto.
Closure Date of the Subscription List	<p>Subject to the provisions contained below, the subscription list for the Debentures will open at 9.30 a.m. on 24th April 2026 and will remain open for fourteen (14) Market Days including the Issue opening date until closure at 4.30 p.m. on 14th May 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:</p> <ul style="list-style-type: none"> - The maximum of Fifteen Million (15,000,000) Debentures being fully subscribed; or - The Board of Directors of the Company decides to close the Issue upon the initial Issue of Ten Million (10,000,000) Debentures becoming fully subscribed. <p>In the event the Company decides to exercise the option to Issue further up to Five Million (5,000,000) Debentures (having subscribed the initial Issue of Ten Million (10,000,000) Debentures but subsequently decides to close the subscription list upon part of the further Issue of Five Million (5,000,000) Debenture 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 Company decides to close the Debenture Issue without the full subscription of the initial Ten Million (10,000,000) Debenture, 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>
Basis of Allotment	<p>In the event of an oversubscription, the Company has appointed authorised personnel of the Company to decide the basis of allotment of the Debentures in a fair and equitable manner within seven (07) Market days from the closure of the Issue.</p> <p>The authorised personnel appointed by the Board shall reserve the right to allocate up to a maximum of 75% of the Number of Debentures to be allotted under this Prospectus on a preferential basis, to identified institutional investor/s of strategic importance with whom the Company might have mutually beneficial relationships in the future as future investors.</p> <p>Number of Debentures to be allotted to identified institutional 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 undersubscription from the other investors (investors that do not fall under preferential category).</p>

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1. CORPORATE INFORMATION

Name of the Company/Issuer	Abans Finance PLC
Legal Status	The Company is a public limited liability company incorporated in Sri Lanka on 8 th April 2005 under the Companies Act No. 17 of 1982. Re-registered on 15 th June 2009 in terms of the Companies Act No. 7 of 2007.
Regulatory License	A Finance Company licensed by the Monetary Board of the Central Bank of Sri Lanka in terms of The Finance Business Act No. 42 of 2011. A Registered Finance Leasing Establishment under the Finance Leasing Act No. 56 of 2000. An approved Credit Agency under the Mortgage Act No. 6 of 1949 and the Trust Receipts Ordinance No. 12 of 1947.
Company Number	PB 1015 PQ
Place of Incorporation	Sri Lanka
Registered Address	No. 498, Galle Road, Colombo 03.
Company Secretary	Ratnasamy Priyadharshini 538/12 E 3/4, Sunshine Apartments, Aluth Mawatha Road, Colombo 15. Tel: +94 741 832 954
Rating Agency	Fitch Ratings Lanka Limited No.15-04, East Tower, World Trade Centre Colombo 01 Tel: +94 11 2 541 900 / Fax: +94 11 2 541 903
Auditors	M/s KPMG Chartered Accountants No. 32A, Sir Mohamed Macan Markar Mawatha Colombo 03 Tel: +94 11 5 426 426 / Fax: +94 11 2 445 872
Board of Directors	Mr. K.J.C. Perera – Chairman, Independent, Non-Executive Director Mr. H.C. Embuldeniya - Non-Independent, Non-Executive Director Mr. W. B. W. M. R. A. M. T. G. Aluwihare - Independent Non-Executive Director Mr. P. T. Wanigasekara - Independent, Non-Executive Director Ms. S. C. Kulasinghe - Independent, Non-Executive Director Mr. S. D. I. De Silva - Non-Independent, Non-Executive Director Mr. Y. Kanagasabai - Independent, Non-Executive Director

2. RELEVANT PARTIES TO THE ISSUE

Managers and Placement Agents to the Issue	NDB Investment Bank Limited Level 1, NDB Capital Building, No. 135, Bauddhaloka Mawatha, Colombo 04. Tel: +94 112 300 385-90 Fax: +94 112 300 393
Lawyers to the Issue	Nithya Partners No. 97A, Galle Road, Colombo 03. Tel: +94 114 712 625 Fax: +94 112 328 817
Registrars to the Issue	S S P Corporate Services (Private) Limited No. 101, Inner Flower Road, Colombo 03. Tel: +94 112 573 894 Fax: +94 112 573 609
Trustee to the Issue	National Development Bank PLC No. 40, Navam Mawatha, Colombo 02. Tel: +94 112 437 701 Fax: +94 112 341 044/ +94 112 440 262
Company Secretary	Ratnasamy Priyadharshini 538/12 E 3/4, Sunshine Apartments, Aluth Mawatha Road, Colombo 15. Tel: +94 741 832 954
Rating Agency to the Issue	Fitch Ratings Lanka Limited No.15-04, East Tower, World Trade Centre Colombo 01. Tel: +94 11 2 541 900 / Fax: +94 11 2 541 903
Bankers to the Issue	National Development Bank PLC No. 40, Navam Mawatha, Colombo 02. Sri Lanka Tel: +94112 437 701 Fax: +94 112 341 044/ +94 112 440 262
Auditors and Reporting Accountants	M/s KPMG Sir Mohomad Macan Markar Mawatha, Colombo 03. Tel : +94 115 426 426

3. LIST OF ABBREVIATIONS

AER	Annual Effective Rate
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	The Colombo Stock Exchange
FATCA	Foreign Account Tax Compliance Act
FY	Financial Year
IIA	Inward Investment Account
Issuer/Company	Abans Finance PLC
NIC	National Identity Card
POA	Power of Attorney
RTGS	Real Time Gross Settlement
SEC	Securities and Exchange Commission of Sri Lanka
SLIPS	Sri Lanka Inter Bank Payment System

4. GLOSSARY OF TERMS RELATED TO THE ISSUE

Applicant	Any person identified as an Investor, who submits an Application Form under this Prospectus.
Application Form/Application	The Application Form that constitutes part of this Prospectus through which an Applicant may apply for the Debenture in Issue.
Company/ Issuer	Abans Finance PLC
Closure Date	<p>Subject to the provisions contained below, the subscription list for the Debenture will open at 9.30 a.m. on 24th April 2026 and will remain open for fourteen (14) Market Days including the Issue opening date until closure at 4.30 p.m. on 14th May 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:</p> <ul style="list-style-type: none"> - The maximum of Fifteen Million (15,000,000) Debentures being fully subscribed; or - The Board of Directors of the Company decides to close the Issue upon the initial Issue of Ten Million (10,000,000) Debentures becoming fully subscribed. <p>In the event the Board of Directors of the Company decides to exercise the option to Issue further up to Five Million (5,000,000) Debentures (having subscribed the initial Issue of Ten Million (10,000,000) Debentures) but subsequently decides to close the subscription list upon part of the further Issue of Five Million (5,000,000) Debentures 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 p.m.</p> <p>In the event the Board of Directors of the Company decides to close the Debentures Issue without the full subscription of the initial Ten Million (10,000,000) 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. (refer Section 5.2 of this Prospectus).</p>
Date of Allotment	The date on which the Debentures will be allotted by the Company to Applicants subscribing thereto.
Date of Redemption	The date on which Redemption of the Debentures will take place as referred to in Section 5.6 of this Prospectus.
AWPLR	Means the Average Weighted Prime Lending Rate. The Average Weighted Prime Lending Rate calculation in relation to the Type B Debentures will be made as follows, the floating rate of the Debentures will be determined based on the immediately preceding Average Weighted Prime Lending Rates published on a weekly basis 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 Average Weighted Prime Lending Rate) at the time of commencement of an Interest Period of Type B Debenture for such period or if not published by the Central Bank of Sri Lanka or any other authority for any reason whatsoever, the last available rates published thereby or such other suitable interest reference rate as may be appropriate and may be made available by the said authorities.

Debentures	Listed, Rated, Senior, Unsecured, Redeemable Debentures Issue
Debenture Holder(s)	The Holders of the Debentures in whose CDS account the Debentures are lodged as at the relevant date.
Entitlement Date	The Market Day immediately preceding the respective Interest Payment Date or Date of Redemption on which a Debentures Holder would need to be recorded as being a Debentures Holder on the list of Debenture Holders provided by the CDS to the Company, in order to qualify for the payment of any interest or any Redemption proceeds.
Interest Determination Date	Means in respect of Type B Debentures the Date of Allotment in respect of the first Interest Period and the first date of each Interest Period in respect of each subsequent Interest Period.
Interest Payment Date(s)	<p>For Type A Debentures: The dates on which payments of interest in respect of the Type A Debentures shall fall due, which shall be twelve (12) months from the Date of Allotment and every twelve (12) months thereafter from the Date of Allotment until the Date of Redemption and includes the Date of Redemption.</p> <p>For Type B Debentures: The dates on which payments of interest in respect of the Type B Debentures shall fall due, which shall be six (06) months from the Date of Allotment and every six (06) months thereafter from the Date of Allotment until the Date of Redemption and includes the Date of Redemption.</p> <p>Interest would be paid not later than three (03) Working Days from each Interest Payment Date. The final interest payment will be paid together with the Principal Sum within three (03) Working Days from the Date of Redemption.</p>
Interest Period	<p>Type A Debenture: 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> <p>Type B Debentures: The six (6) 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>

Issue	The offer of Debentures to Investors pursuant to this Prospectus
Issue Price	Rupees One Hundred (LKR 100/-) per each Debenture
Market Day	Any day on which trading takes place at the CSE.
Working Day	A day (other than a Saturday or Sunday or any statutory holiday) on which licensed commercial banks are open for business in Sri Lanka.
Non-Resident(s)	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
Borrower(s)	The entity/person who the Debenture Proceeds will be lent to
Par Value	LKR 100/- per each Debenture
Principal Sum	The product of the number of Debentures allotted and the Par Value
Prospectus	This prospectus dated 20 th April 2026 issued by Abans Finance PLC
Redemption	Repayment of the Principal Sum and unpaid and accrued interest (if any) with regard to a Debenture to a Debenture Holder by the Company
Registered Address	When used in relation to a Debenture Holder means the address provided by the Debenture Holders to the CDS
Trustee	National Development Bank PLC
Trust Deed	Trust Deed executed between the Company and National Development Bank PLC on 7 th April 2026.

5. PRINCIPAL FEATURES OF THE DEBENTURE

5.1. INVITATION TO SUBSCRIBE

The Board of Directors of Abans Finance PLC (hereinafter referred to as the “Board”) via a written resolution passed on 2nd December 2025 resolved to raise a sum of Sri Lanka Rupees One Billion (LKR 1,000,000,000/-) by an initial Issue of up to Ten Million (10,000,000) Debentures each with a Par Value of Sri Lanka Rupees One Hundred (LKR 100/-) and to raise a further sum of Sri Lanka Rupees Five Hundred Million (LKR 500,000,000/-) by an Issue of further Five Million (5,000,000) Debentures, in the event of an over subscription of the initial Issue.

As such a maximum amount of Sri Lanka Rupees One Billion Five Hundred Million (LKR 1,500,000,000/-) would be raised by the Issue of a maximum of Fifteen Million (15,000,000) Debentures each with the Par Value of Sri Lanka Rupees One Hundred (LKR 100/-).

The rights of the Debenture Holders with respect to payment of the Principal Sum and accrued interest due thereon upon a winding-up of the Company will rank after all the claims of 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 rights of the shareholder/s of the Company.

The below mentioned Debentures will be offered to the public:

Type	Tenure	Interest Rate Basis	Issue Price per Debenture (LKR)	Description
A	5 Years	Fixed	100	12.50% p.a. payable annually (AER 12.50%)
B	5 Years	Floating	100	AWPLR + 2.00% payable semi-annually

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

Listed, Rated, Senior, Unsecured, Redeemable, Debentures issued under the Prospectus are not subject to an early redemption or have a “convertible option”. However, Debentures shall become immediately payable at the option of the Trustee on the occurrence of an event of default as specified in Clause 10 of the Trust Deed or with the prior written approval from the Central Bank of Sri Lanka and the approval of the Debenture holders of two third (2/3) of the par value of the Debentures outstanding. This Debenture is not collateralized by any asset of the Company.

5.2. SUBSCRIPTION LIST

Subject to the provisions contained below, the subscription list for the Debentures will open at 9.30 a.m. on 24th April 2026 and will remain open for fourteen (14) Market Days including the Issue Opening Date until closure at 4.30 p.m. on 14th May 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 Fifteen Million (15,000,000) Debentures being fully subscribed; or
- The Board of Directors of the Company decides to close the Issue upon the initial Issue 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 further up to Five Million (5,000,000) Debentures (having subscribed the initial Issue of Ten Million (10,000,000) Debentures) but subsequently decides to close the subscription list upon part of the further Issue of Five Million (5,000,000) Debentures 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 Ten Million (10,000,000) 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.

5.3. OBJECTIVES OF THE ISSUE AND SPECIFIC RISK RELATING TO THE OBJECTIVES

The primary objective of the Debenture Issue is to accelerate the expansion of the Company's lending portfolio in alignment with its future growth strategy. Particular emphasis will be placed on financing two-wheelers, three-wheelers, and four-wheelers encompassing both electric and non-electric vehicles through leasing products, as well as strengthening the Company's gold loan segment. The proceeds are expected to be utilized within 12 months from the date of allotment of the Issue. The proceeds of the Issue will be utilized for the aforementioned objective and will not be utilized to settle any outstanding borrowings of the Company.

Any lending to/with related parties will be carried out in compliance with all applicable statutes, direction and regulations. 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/s in the ordinary course of business. 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 Rules. Please refer to Section 8.2 for the composition of the Related Party Transactions Review Committee as at the date of Prospectus.

The objectives of the Debenture Issue do not fall within the definition of a major transaction in terms of Section 185 of the Companies Act no 7 of 2007.

The Company is required to obtain approval from CBSL prior to issuing a debt instrument with maturities for over one year and prior to issuing and listing Corporate Debt Securities. CBSL granted formal approval for the issuance of this Listed, Rated, Senior, Unsecured, Redeemable Debentures Issue (*subject to compliance with relevant regulatory provisions*), via its letter dated 17th December 2025.

Specific Risks Relating to Objectives of the Debenture Issue

The risk of undersubscription of the Debenture Issue will be greatly mitigated through appointing experienced Placement Agent to the Issue, pre-marketing and building a pipeline of potential investors. The Company also enjoys access to multiple funding sources, including borrowings from banks, financial institutions and deposits. As such the Company is able to utilize the aforementioned alternative funding sources to bridge any gaps in meeting the budgeted lending targets, in the event of an undersubscription of this Debenture Issue.

For the financial year ended 31st March 2025, the Company reported audited lease disbursements of LKR 9,797 million and loan disbursements of LKR 1,272 million. The Company anticipates no material risks in deploying the proceeds within the stipulated timeline, supported by the growth in demand for loans and leases throughout FY2025 and into Q2 of FY2026. This outlook is further strengthened by recent performance, with unaudited lease disbursements of LKR 12,110 million and loan disbursements of LKR 1,351 million as at 30th September 2025 and monthly average disbursements of LKR 1,625 million and LKR 341 million respectively for the period ending 31st December 2025. Furthermore, the Company projects total disbursements combining loans and leases to reach LKR 17,263 million (budgeted) during the year ending March 2026.

It is expected that the Debenture proceeds will be fully allocated within a period of 12 months from the date of allotment of Debentures. In the event where the funds are not utilized immediately upon receipt of funds, the Company intends to invest these funds in cash equivalents, unit trusts, placements with banks, T-bills and T-bonds at the prevailing rates at the time of investments.

However, in the highly unlikely event of the Company failing to lend these funds, for the aforementioned objective within the aforementioned time-frame, due to any unforeseen reason, these funds would continue to remain invested in cash equivalents, unit trust, placements with banks, T-bills and T-bonds at the prevailing rates at the time of investments, until an alternative objective is pursued. The Company undertakes that in such an unlikely scenario, it will make the necessary market announcements and disclosures (as applicable), as per the relevant CSE Listing Rules.

The utilization of the proceeds of the Debentures Issue will be disclosed in the Annual Report and the Interim Financial Statements of the Company in the following format from the Issue Opening Date and until the objectives of the Debenture Issue are achieved.

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

Objective Number	Objective as per Prospectus	Amount allocated as per Prospectus (LKR)	Proposed Date of allocation as per Prospectus	Amount allocated from proceeds (LKR) (A)	% of Total Proceeds	Amount utilized (LKR) (B)	% of utilization against allocation (B/A)	Clarification if not fully utilized including where the funds are invested (e.g.: whether lent to related parties, etc.)
1	Expansion of the lending portfolio	Initial Issue of LKR 1 Bn and a maximum Issue of LKR 1.5 Bn	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 are fully utilized by the Company in terms of the objectives disclosed in the Prospectus between two financial periods, the Company to disclose such fact in the immediate succeeding Annual Report or the Interim Financial Statement, whichever is published first as per the above template.

The Company will comply with the requirements stipulated under continuous listing rules of the CSE specifically applicable to Debentures.

5.4. PAYMENT OF INTEREST

The Debenture Issue comprises of Debentures of Type A and Type B that will carry rates of interest as described below:

Type of Interest	Tenure	Interest Rate (per annum)	Annual Effective Rate (AER)	Interest Payment Frequency
Type A (Fixed)	5 years	12.50%	12.50%	Annually
Type B (Floating)	5 years	AWPLR + 2.00%	N/A	Semi-annually

The interest rate has been determined giving consideration to the instrument rating, market conditions and features of the instrument.

In relation to Type A, interest on the Debenture 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. In relation to Type B, interest on the Debenture accruing on a daily basis will be paid semi-annually as applicable from the Date of Allotment until the Date of Redemption on the outstanding Principal Sum.

The interest due on the Debenture 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) Working 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 Debenture in the CDS as of the Entitlement Date.

Please refer Section 5.5 for details on taxes applicable for Debenture.

5.5. APPLICATION OF TAX ON INTEREST PAYMENTS

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

5.6. REDEMPTION OF DEBENTURES

Redemption of the Debentures will take place on Five (05) years from the Date of Allotment in accordance with the provisions of the Trust Deed. The Principal Sum and unpaid and accrued interest (if any) payable on the Redemption of Debentures will be paid not later than three (03) Working Days from the Date of Redemption.

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 for each calendar day up to the date immediately preceding such Market Day. For the avoidance of doubt it is agreed that interest shall be paid for the intervening days which are not Market Days.

The Debentures shall not be redeemed by the Company prior to maturity for any reason whatsoever except

- i. due to the occurrence of an Event of Default as contemplated in Clause 10 of the Trust Deed. or
- ii. with the prior written approval from the Central Bank of Sri Lanka and the approval of the Debenture holders of two third (2/3) of the par value of the Debenture outstanding.

In the event of there being any delay in the redemption of the Debentures or the payment of interest thereon due to a default by the Company, the Company shall pay default interest at the Rate of Interest plus Two per centum (2%) per annum from the Date of Redemption or the Interest Payment Date as the case may be. (As per Clause 4.1 (a) (vi) of the Trust Deed)

5.7. PAYMENT METHOD

Payment of principal and interest will be made after deducting taxes at source, (if applicable) in Sri Lanka Rupees to the registered Debenture Holders only as of the Entitlement Date. In the case of joint Debentures Holders, the payment of Principal Sum and interest will be made to the one whose name stands first in the register of Debenture Holders on the date of payment.

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 (arranged only at the expense of the investor) or SLIPS. RTGS transfers however shall be accommodated only for amounts over and above the maximum value of Rupees Five Million (LKR 5,000,000/-) that can be accommodated via SLIPS transfers.

If the Debenture Holder has not provided to the CDS accurate and correct details of his/her/its/their bank account 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) Working Days from the end of each period.

It is the responsibility of the Non-Resident and Foreign Investors to ensure that their IIA through which they invest for Debenture is recorded correctly against the records in CDS to dispatch their Debenture interest payments.

5.8. TRUSTEE TO THE ISSUE

Company has entered into an agreement with National Development Bank PLC who will act as Trustee to the Issue and who is in compliance with the requirements Rule 2.2.1 (n) (ii), (iii) and (iv) of the CSE Listing Rule. Debenture Holders in their Application Forms for subscription will be required to authorize the Trustee, to act as the 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 Debenture will be subject to the terms and conditions incorporated in the said Trust Deed.

The fee payable to the Trustee will be Sri Lanka Rupees Thirty Thousand (LKR 30,000/-) per month excluding government taxes and levies. Trustee/its directors have no conflict of interest with the Company. Trustee to the Issue will act as the Bankers to the Issue as well.

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

5.9. RATING OF THE DEBENTURE

Fitch Ratings Lanka Limited has assigned a credit rating of A-(lka) to Listed, Rated, Senior, Unsecured, Redeemable Debenture. A copy of the rating certificate is given in Annexure I of this Prospectus.

The Company's entity rating as issued by Fitch Ratings Lanka Limited is A-(lka) as per the rating action commentary dated 31st October 2025.

The Company will undertake to keep the Trustee and the CSE informed and take steps to make an immediate market announcement on any change to the credit rating of Debentures.

On 08th March 2023, Fitch Ratings Lanka Limited downgraded Abans Finance PLC's National Long-Term rating from A-(lka) to BBB+(lka) with the rating remaining Rating Watch Negative (RWN) due to reasons including the weakening of the parent's (Abans PLC) ability to support, thinning of liquidity buffers and materially weak standalone profile of Abans Finance PLC. This has been disclosed through the market announcement dated 09th March 2023.

Subsequently, on 14th October 2023, Fitch Ratings graded Abans Finance PLC as BBB+(lka) with a rating outlook Negative against the previous rating of BBB+(lka) (RWN) specifically stating the downside risks to the national rating of Abans PLC which was disclosed via the market announcement dated 16th October 2023.

On 24th of January 2025, the rating of Abans Finance PLC was upgraded to A-(lka)/Stable against the previous rating of BBB+(lka)/Negative due to actions on the shareholder support-driven National Long-Term Ratings of local corporate-owned Non-Banking Financial Institutions. This has been disclosed via the market announcement dated 27th January 2025.

5.10. RIGHTS AND OBLIGATIONS OF THE DEBENTURE HOLDERS

a) Debenture Holders are entitled to the following rights:

- Receive the interest on the Interest Payment Dates at the interest rate set out in Section 5.4 of this Prospectus and the Principal Sum on the Date of Redemption as set out in Section 5.6 of this Prospectus.
- Ranking equal and *pari passu* with unsecured creditors in the event of liquidation of the Company and above the subordinated debt holders, preference shareholders and ordinary shareholders.
- Call and attend meetings of Debenture Holders as set out in the Trust Deed.
- Receive a copy of the Annual Report within five (05) months from the financial year end at the same time and in the same manner as an ordinary voting shareholder would receive the same.
- The other rights of the holders of these Debenture as set out in the Trust Deed.

b) Debenture Holders do not have the following rights:

- Attend and vote at meetings of holders of shares.
- Share the profits of the Company.
- Participate in any surplus in the event of liquidation.
- Calling for Redemption before maturity, subject to the provisions stated in the Trust Deed.

c) 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 Holder 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.

5.11. BENEFITS OF INVESTING IN DEBENTURES

- a) Provides an opportunity to diversify the investment portfolio of the Investor.
- b) Provides the Investor with a regular cash inflow in the form of interest payments.
- c) The Debenture may be used as collateral to obtain credit facilities from banks and financial institutions with the exception of the issuing Company.
- d) Being listed on the CSE, the Debentures will have a secondary market thus providing the Investor with an opportunity to exit at the market price prevailing at the time of divestiture subject to market conditions.

5.12. RISKS INVOLVED IN INVESTING IN DEBENTURES

Subscribers to the Debenture could be exposed to the following risks.

(a) Interest Rate Risk

Provided all other factors are equal, the market price of the Debenture will generally fluctuate in the opposite direction to the fluctuation in market interest rates. Thus, the interest rate risk could be identified as the reduction in the market price of Debenture resulting from a rise in interest rates. However, for Type B Debentures, the coupon rate will adjust periodically in line with market rates, thereby reducing the extent of price volatility compared to Type A Debentures.

(b) Reinvestment Risk

Interest on the Debenture are payable annually or semi-annually. An Investor may decide to reinvest these interest payments and earn interest from that point onwards. Depending on the prevailing interest rates at the point of reinvestment, the risk of returns generated by Debenture Holders by reinvesting such interest received being higher or lower than the return offered by the Debenture is known as reinvestment risk.

(c) Duration Risk

Duration is a measure of the price sensitivity of fixed income investments to a change in interest rates based on the time to maturity of principal and coupon payments. The higher the duration, the greater the price volatility or duration risk, while a lower duration carries a lower risk.

(d) Credit Risk

Credit risk is also referred to as default risk. This is the risk that the issuer of a Debenture may default, i.e. the issuer will not be able to pay interest and principal payments on a timely basis. This risk is gauged in terms of ratings assigned by different rating agencies. Fitch Ratings Lanka Limited has assigned a Rating of A-(lka) to these Debenture and will be periodically reviewing the same.

(e) Liquidity Risk

Liquidity risk is associated with the ease in which an investment can be sold after the initial placement. In order to reduce the liquidity risk of the Debentures, the Company has applied for a listing of these Debentures on the CSE and has received in-principle approval for such listing whereby Debenture Holders will be able to sell the Debentures through the CSE in order to convert the Debentures to cash and exit from the investment. Furthermore, it should be noted that the secondary debt market is not as developed as the secondary equity market in Sri Lanka.

(f) Generic Risks

(i) The ability to transfer the Debentures may be limited by the absence of an active trading market, and there is no assurance that any active trading market will develop for the Debentures.

In Sri Lanka the secondary trading activity in the corporate debt market is limited. There can be no assurance that an active secondary trading market will develop. If the Debenture are traded after their initial issuance, they may trade at a discount to their initial offering price, depending upon prevailing interest rates, the market for similar securities, general economic conditions and the financial condition of the Company.

Even if an active secondary trading market does develop, it may not be liquid and may not continue. Therefore, Investors may not be able to sell their Debenture easily or at prices that will provide them with a yield comparable to similar investments that have a developed secondary market. If the secondary market for the Debenture is limited, there may be few buyers for the Debentures and this may significantly reduce the relevant market price of the Debentures.

(ii) Credit ratings may not reflect all risks associated with an investment in the Debentures

A credit rating reflects a relative ranking of credit risk and does not reflect the potential impact of all risks related to the structure, market, additional factors discussed herein, and other factors that may affect the value of the Debentures.

(iii) A Downgrade, suspension or withdrawal of the rating assigned by any rating agency to the Debentures could cause the liquidity or market value of the Debentures to decline

The Debentures are currently rated A-(lka). Any downgrade, suspension, or withdrawal of this rating may negatively impact the market value and liquidity of the Debentures. If the rating falls below Investment Grade, the Debenture will be transferred to the Watch List of the CSE within five market days of the downgrade announcement, as per the CSE Listing Rule 7.12.2. The Debentures will be removed from the Watch List only once the rating is upgraded back to Investment Grade and disclosed to the market. Credit ratings are not investment recommendations and may change at any time.

(iv) Changes in law, or changes in regulatory classification may affect the rights of holders as well as the market value of the Debentures

The regulatory regime in connection to these instruments is evolving. Changes in law may include change in statutory, tax and regulatory regimes during the life of the Debentures, which may have an adverse effect on the investment in the Debentures.

5.13. TRANSFER OF DEBENTURES

The Debentures will be transferable and transmittable in the manner set out in the Trust Deed, which is reproduced below;

- (a) These Debentures shall be freely transferable 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.
- (b) The Debentures shall be transferable and transmittable through the CDS as long as the Debentures are listed in the CSE. Subject to the provisions contained herein 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.

- (c) In the case of death of a Debenture Holder
 - (i) The survivor where the deceased was a joint holder; and
 - (ii) 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 Company as having any title to his/her Debentures.
- (d) Any person becoming entitled to any Debentures in consequence of bankruptcy or winding up of any Debenture Holder, upon producing proper evidence that he/she/it sustains the character in respect of which he/she/it proposes to act or his/her title as the Board of Directors of the Company thinks sufficient may in 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.
- (e) No change of ownership in contravention to these conditions will be recognized by the Company

5.14. LISTING

An application has been made to the CSE for permission to obtain a listing for the Debentures and the CSE has granted its approval in-principle for the same. However, the CSE reserves the right to withdraw such approval, in the circumstances set out in Rule 2.3 of the CSE Listing Rules. It is the intention of the Company to list the Debentures on the CSE upon the allotment thereof. However, the Debentures will be listed, only if compliant with the CSE Listing Rules, at the time of listing.

The CSE however, assumes no responsibility for the correctness of the statements made or omitted statements or opinions expressed, or undisclosed information or reports included in this Prospectus. If there is any inconsistency between the contents under the Prospectus and the CSE Listing Rules, the CSE Listing Rules will prevail. Admission to the official list is not to be taken as an indication of the merits of the Company or of its Debentures.

5.15. COST OF THE ISSUE

The Board of Directors estimates that the total cost of the Issue including fees to professionals, printing, advertising and other costs connected with the Issue will be approximately LKR 11.5 Million which would be approximately 0.77% of the amount raised if LKR 1.5. Billion is raised. Such costs will be financed by the internally generated funds of the Company.

5.16. BROKERAGE FEE

Brokerage fee of Fifteen Cents (LKR 0.15) per Debenture shall be paid in respect of the number of Debentures allotted on Applications bearing the original seal of any bank operating in Sri Lanka or a trading participant of the CSE or any other party identified by the Company and/or Managers and Placement Agents as involved in the Issue.

5.17. UNDERWRITING

This Issue is not underwritten.

The offering is not conditional to any minimum amount to be raised through this Issue. In the event of an under subscription, the Company is confident that any short fall in the funds required to meet the objectives of the Issue can be financed through internally generated funds and other credit facilities that could be obtained by the Company, at its discretion depending on the situation.

5.18. INSPECTION OF DOCUMENTS

Articles of Association, the Trust Deed, Auditors' Report and Audited Financial Statements for the five (05) financial years ended 31st March 2025 (i.e. the five (05) financial years immediately preceding the date of this Prospectus), Interim Financial Statements 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 for inspection by the public during normal working hours, four (04) Market Days prior to the date of opening of the subscription list at the registered office of the Company at No. 498, Galle Road, Colombo 03 until the Date of Redemption of the Debentures.

The Prospectus, Trust Deed and the Articles of Association of the Company, will be available on the website of the CSE, www.cse.lk and the website of the Company, www.abansfinance.lk from four (04) Market Days prior to the date of opening of the subscription list until the date of maturity of the Debentures as stipulated in Rule 3.3.13 (b) of the CSE Listing Rules.

Audited financial statements of Abans Finance PLC made up to 31st March 2025, Interim Financials of Abans Finance PLC made up to 31st December 2025, Accountants Report and the five year summary of financial statements will be available on the website of the CSE, www.cse.lk and the website of the Company, www.abansfinance.lk.

5.19. PROSPECTUS AND APPLICATION FORMS

Application Forms may be obtained free of charge from the Collection Points listed in Annexure II from at least four (04) Market Days prior to the date of opening of the Subscription List. Soft Copies of the Prospectus and the Application Forms can also be downloaded from the websites of the CSE www.cse.lk, the Company website www.abansfinance.lk and the website of the Managers and Placement Agents to the Issue, www.ndbib.com.

As part of its broader sustainable initiatives, the Company aims to reduce the environmental impact of the Debenture issue by minimizing the use of printed material. Therefore, via the letter dated 30th March 2026 a waiver was requested from the CSE for Listing Rule 2.4 (f), which requires making physical copies of the Prospectus available. Upon careful deliberation of the said request, the CSE granted the waiver. Consequently, only digital copies of the Prospectus and the Application Form will be available to Trading Participants of the Exchange and the public.

6. PROCEDURE FOR APPLICATION

6.1. ELIGIBLE APPLICANTS

Applications are invited for the subscription of Debentures 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 incorporated or 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, citizens of foreign states whether resident in Sri Lanka or outside Sri Lanka 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.

“Persons resident outside Sri Lanka” will have the same meaning as in the notice published under Section 31 (3) of the Foreign Exchange Act No. 12 of 2017 in Government Gazette (Extraordinary) No. 2045/56 dated 17th November 2017.

When permitting Non-Residents to invest in the Debenture, 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 Debenture of companies incorporated in Sri Lanka to persons resident outside Sri Lanka as published in the Government Gazette (Extraordinary) No. 2045/56 dated 17th 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, which accompany and constitute a part of this Prospectus (exact size photocopies and scanned/digitally signed copies of Application Forms will also be accepted). Care must be taken to follow the instructions given herein and in the Application Form. Applicants using photocopies are requested to inspect the Prospectus which is available for inspection at the Registered Office of the Company and also issued free of charge by the parties listed in Annexure II of this Prospectus. The Application Form can also be downloaded from the website of the CSE, www.cse.lk, the website of the Company, www.abansfinance.lk and the web site of the Managers and Placement Agents to the Issue, www.ndbib.com until the Closure Date.

The Prospectus will be made available and can be downloaded from the website of the CSE, www.cse.lk, the website of the Company, www.abansfinance.lk until the date of redemption of the Debentures and the web site of the Managers and Placement Agents to the Issue, www.ndbib.com until the Closure Date.

A waiver of Rule 2.4(f) of the CSE Listing Rules, which pertains to the printing of the Prospectus, has been requested through a letter addressed to the CSE dated 30th March 2026. This request was made in line with the Company's commitment to environmental sustainability in connection with this Issue. The CSE has decided to grant the waiver via the letter dated 30th March 2026 through the in-principle approval letter dated 20th April 2026, allowing the Company to proceed without complying with the standard Prospectus printing requirements set out in the aforementioned rule.

Applications which do not strictly conform to instructions and other conditions set out herein or which are incomplete or illegible may be rejected.

- (b) Applicants should apply for only one type of Debentures (i.e either Debentures of Type A and Type B) under one Application Form.
- (c) In the event an Applicant wishes to apply for more than one type of Debentures, separate Application Forms should be used. Once an Application Form has been submitted for a particular type of Debenture, it will not be possible for an Applicant to switch between the types of Debentures.
- (d) More than one Application submitted by an Applicant will not be accepted. If more than one Application Forms are submitted from 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.
- (e) 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.
- (f) An Applicant of a joint Application will not be eligible to apply for the Debentures through a separate Application Form either individually or jointly. Such Applicants are also deemed to have made multiple Applications and will be rejected.

In the case of joint Applications, the refunds (if any), interest payments and the Redemption will be remitted in favour of the first Applicant as identified in the Application Form.

The Company shall not be bound to register more than three (03) natural persons as joint holders of Debentures (except in the case of executors, administrators or heirs of a deceased member).

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

- (g) Applications by companies, corporate bodies, incorporated 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.

- (h) All Applicants should indicate in the Application for Debentures, their CDS account 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/company number/passport 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.

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

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

- (i) Applicants who wish to apply through their margin trading accounts should submit the Application Forms in the name of the "Margin Provider / Applicant's name" signed by the margin provider, requesting a direct deposit of the Debentures to the Applicant's margin trading account in the CDS. The margin provider should indicate the relevant CDS account number relating to the margin trading account in the Application Form. A photocopy of the margin trading agreement must be submitted along with the Application.

Margin providers can, apply under their own name and such Applications will not be construed as multiple Applications.

- (j) 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.**

- (k) As per the Foreign Account Tax Compliance Act (FATCA) "US Persons" must provide the duly completed declaration as per the specimen given in Annexure V together with the Application Form. Under the provisions of FATCA, "US Persons" include;

- U.S. Citizens (including an individual born in U.S. but resident in another country who has not renounced U.S. citizenship)
- A lawful citizen of the U.S. (including Green card holders)
- A person residing in the U.S.
- A person who spends certain number of days in the U.S. each year
- U.S. Corporations, estates and trusts
- Any entity that has a linkage or ownership to U.S. or the U.S. territories
- Non U.S. entities that have at least one U.S. Person as a "substantial beneficial owner"

- (l) Funds for the investments in Debenture and the payment for Debentures by Non-Residents should be made only out of funds received as inward remittances or available to the credit of "Inward Investment Account" (IIA) of the Non-Residents opened and maintained in a licensed commercial bank in Sri Lanka in accordance with directions given by the Director of the Department of Foreign 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 has been made out of the funds available in the IIA.

Applications not made in line with the instructions will be rejected.

- (m) Non-Residents should have obtained necessary internal approvals as provided by their internal approval procedures at the time of applying for the Debentures and may be affected by the laws of the jurisdiction of their residence. If the Non-Resident Applicants 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.

Application Forms properly filled in accordance with the instructions thereof together with the remittance for the full amount payable on Application should be enclosed in an envelope Marked “**ABANS FINANCE PLC – DEBENTURE 2026**” on the top left hand corner in capital letters and dispatched by post or courier or delivered by hand to Registrars to the Issue or collection points mentioned in Annexure II of this Prospectus or sent via email to abansfindeb@ndbib.com.

Applications sent by post or courier or delivered to any collection point set out in Annexure II of this Prospectus should reach the office of the Registrar to the Issue, S S P Corporate Services (Private) Limited, 101, Inner Flower Road, Colombo 03, at least by 4.30 p.m. on the following Market Day immediately upon the Closure Date. Applications received after the said period will be rejected even though they have been delivered to any of the said collection points prior to the Closure Date or carry a postmark dated prior to the Closure Date.

Applications delivered by hand to the Registrars or sent via email to abansfindeb@ndbib.com should reach the Registrars before 4.30 p.m. on the Closure Date of the Issue and Applications delivered by hand to the Registrars or sent via email to abansfindeb@ndbib.com after the Closure Date of the Issue will be rejected.

Please note that Applicant information such as full name, address, NIC number/passport number/company number and residency will be downloaded from the database of CDS, based on the CDS account number indicated in the Application Form. Such information will take precedence over information provided in the Application Form.

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

Applications that do not strictly conform to such instructions and additional conditions set out hereunder or which are illegible may be rejected.

PLEASE NOTE THAT ALLOTMENT OF DEBENTURES WILL ONLY BE MADE IF THE APPLICANT HAS A VALID CDS ACCOUNT AT THE TIME OF SUBMISSION OF THE APPLICATION.

Please note that upon the allotment of Debentures under this Issue, the allotted Debentures would be credited to the Applicant’s CDS account so indicated.

Hence, DEBENTURE CERTIFICATES SHALL NOT BE ISSUED.

6.3. NUMBER OF DEBENTURES TO BE SUBSCRIBED

Applicants may invest in the Debentures of either,

- Type A ; and/or
- Type B

subject to a minimum of One Hundred (100) Debentures Sri Lanka Rupees Ten Thousand (LKR 10,000/-) and in multiples of One Hundred (100) Debentures Sri Lanka Rupees Ten Thousand (LKR 10,000/-) thereafter.

6.4. MODE OF PAYMENT OF THE INVESTMENT BY THE APPLICANTS

(a) Payment in full for the total value of Debentures applied for should be made separately in respect of each Application either by cheque/s, bank draft/s, bank guarantee drawn upon any licensed commercial bank operating in Sri Lanka or RTGS transfer directed through any licensed commercial bank operating in Sri Lanka or an Internal Direct Transfer, as the case may be, subject to the following:

(b) Payments for Applications for values below Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-)

Payment methods that are acceptable;

- Bank guarantee issued by a licensed commercial bank; or
- bank drafts/cheques drawn upon any licensed commercial bank operating in Sri Lanka only

However **multiple** bank guarantees or bank drafts/cheques will not be accepted for Applications for values below Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-).

Payment methods that are **not** acceptable:

- RTGS
- Internal Direct Transfer

(c) Payments for Applications for values above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-)

Payment methods that are acceptable;

- Bank guarantee issued by a licensed commercial bank; or
- Bank drafts/cheques drawn upon any licensed commercial bank operating in Sri Lanka, each of which should be for a value less than LKR 100,000,000/-; or
- RTGS / Internal Direct transfer with value on the Issue Opening Date.

In the case of Application values above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-), multiple bank drafts/cheques drawn upon any licensed commercial bank operating in Sri Lanka each of which should be for a value less than Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-) will be accepted.

For all the Applications Cash and SLIPS/CEFTS transfers will **NOT** be accepted as a mode of payment to ensure the accuracy of the application submission process, bank reconciliation process and timely allocation of Debentures within the given timelines.

- (d) Cheques or bank drafts should be made payable to **“ABANS FINANCE PLC – DEBENTURE 2026”** and crossed **“Account Payee Only”** and must be honoured on the first presentation.
- (e) In case of bank guarantees, such bank guarantees should be issued by any licensed commercial bank in Sri Lanka in favour of **“ABANS FINANCE PLC – DEBENTURE 2026”** in a manner acceptable to the Company and be valid for a minimum of one (01) month from the Issue Opening Date 24th April 2026.

Applicants are advised to ensure that sufficient funds are available in order to honour the bank guarantees, inclusive of charges when called upon to do so by the Registrars to the Issue. It is advisable that the Applicants discuss with their respective bankers the matters with regard to the issuance of bank guarantees and all charges involved. All expenses with regard to such bank guarantees should be borne by the Applicants.

- (f) In case of RTGS and Internal Direct Transfers (only for application values above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-), the transfers should be made to the credit of the following bank account with value on the Issue Opening Date (i.e. the funds to be made available to the above account on the Issue Opening Date).

Account Name	ABANS FINANCE PLC – DEBENTURE 2026
Account Number	111000352035
Bank	National Development Bank PLC
Branch	Nawam Mawatha

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 Debenture applied for to the credit of the above bank account and should be attached with the Application Form.

It is mandatory to provide the CDS Account Number as the transaction reference for RTGS transfers.

For RTGS transfers/ Internal Direct transfers above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-), the Applicants are entitled to an interest at the rate of two decimal five zero per centum (2.50%) per annum from the date of such transfers up to the Date of Allotment. However, no interest will be paid if the RTGS transfers/ Internal Direct transfers are not realized before the end of the Closure Date. Furthermore, even if such RTGS transfers/ Internal Direct transfers are effected prior to the Issue Opening Date, no interest will be paid for the period prior to the Issue Opening Date.

- (g) Payment for the Debentures by Non-Residents should be made only out of funds received as inward remittances or available to the credit of **“Inward Investment Account”** (IIA) maintained with any licensed commercial bank in Sri Lanka in accordance with directions given by the Director Department of Foreign 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 has been made out of the funds available in the IIA.

- (h) In the event that cheques are not realized within one (01) Market Day of deposit, 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.
- (i) The amount payable should be calculated by multiplying the number of Debentures applied for by the Par Value Sri Lanka Rupees One Hundred (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 Direct Transfer, the Application will be rejected.
- (j) All cheques/bank drafts received in respect of the Applications for Debenture will be banked commencing from the Working Day immediately following the Closure Date. Furthermore, Bank guarantees received in respect of Applications will be called on the Date of Allotment.

6.5. REJECTION OF APPLICATIONS

Application Forms and the accompanying cheques/bank drafts/bank guarantees RTGS/Internal Direct Transfer, which are illegible or incomplete in any way and/or not in accordance with the terms, conditions and instructions, set out in this Prospectus and in the Application Form will be rejected at the sole discretion of the Company.

Applications from individuals and Sri Lankans residing outside Sri Lanka who are under the age of eighteen (18) years or in the names of sole proprietorships, partnerships and unincorporated trusts will also be rejected.

Any Application Form, which does not state a valid CDS account number, will be rejected.

Any Applicant who has applied for Debentures Type A and Type B, in a single Application Form will be rejected.

More than one Application Form submitted by an Applicant will not be accepted. If more than one Application Form is submitted by a single Applicant, those would be considered 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.

Applications delivered by hand or to the Registrars to the Issue or sent via email to abansfindeb@ndbib.com after the 'Closure Date' will be rejected. Applications received at the Registrar's office by post or courier after 4.30 p.m. on the Market Day immediately following the Closure Date, will also be rejected even if they carry a post mark dated prior to the Closure Date.

Applications delivered to any place mentioned in Annexure II should also reach the office of the Registrars to the Issue at least by 4.30 p.m. on the Market Day immediately following 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 Closure Date.

In the event that cheques are not realized within one (01) Market Day of deposit and realized 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.

6.6. BANKING OF PAYMENTS

All cheques or bank drafts received in respect of Applications will not be banked until the Working Day immediately after the Closure Date as set out in Section 5.2 of this Prospectus, in terms of the CSE Listing Rules. Furthermore, Bank guarantees received in respect of Applications will be called on the Date of Allotment.

6.7. REFUNDS

Monies will be refunded where;

- an Application is rejected for reasons given in Section 6.5 of this Prospectus; or
- the Application is accepted only in part.

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/its 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 will be sent through RTGS in the event of refunds over Rupees Five Million (LKR 5,000,000/-).

If the Applicant has provided accurate and correct details of his/her bank account refunds will be made via SLIPS /RTGS or if the Applicant has not provided accurate and correct details of his/her 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 Applications, the cheques will be drawn in favour of the Applicant's name appearing first in the Application Form.

It is the responsibility of Non-Residents/Foreign Investors to ensure that their IIA details are accurately provided on the Application Form to forward the refund to IIA through which the Application was made.

Applicants can obtain details on bank and branch codes required for providing instructions on SLIPS/RTGS 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 excluding the Closure Date. 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 per centum (5.00%) for the delayed period on any refunds not made within this period.

6.8. BASIS OF ALLOTMENT OF DEBENTURES

In the event of an over subscription, the Board of Directors of the Company has appointed authorised personnel to decide the basis of allotment in a fair and equitable manner as soon as practicable so as to ensure compliance with the CSE Listing Rules. Upon the allotments being decided, an announcement will be made to the CSE, within seven (07) Market Days from the Closure Date. A written confirmation informing successful Applicants of the

allotment of Debentures will be dispatched within ten (10) Market Days from the Closure Date as required by the CSE.

The authorised personnel appointed by the Board shall reserve the right to allocate up to a maximum of 75% of the number of Debentures to be allotted under this Issue to institutional and or identified investor/s of strategic importance with whom the Company might have mutually beneficial relationships in the future.

Number of Debenture to be allotted to identified institutional investor/s of strategic and operational importance, on a preferential basis or otherwise will not exceed 75% of the total number of Debenture 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).

The Company reserves the right to reject any Application or to accept any Application in part only, without assigning any reason therefore.

6.9. CDS ACCOUNTS 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 Date. 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 Debentures on the secondary market will commence on or before the third (3rd) Market Day from the receipt of the Declaration by the CSE as per the CSE Listing Rules.

7. THE COMPANY

7.1. OVERVIEW

Abans Finance PLC is a reputed non-banking financial institution in Sri Lanka, strengthened by the synergetic support of the Abans Group. Incorporated on 8th April 2005 and re-registered under the Companies Act No. 7 of 2007, the Company was listed on the Colombo Stock Exchange in 2011. It operates under the regulatory oversight of the Central Bank of Sri Lanka and the CSE and holds a Fitch Rating of A- (lka) with a Stable Outlook.

Abans Finance PLC locally acclaimed non-banking financial institution in Sri Lanka has become a people-oriented non-banking financial service provider with the group synergetic affiliation of Abans group.

Abans Finance PLC's branch network plays a pivotal role in value creation, spreading across the country. it consists of nineteen branches extended its visibility through the backing of its parent company Abans PLC's network of 400 outlets.

7.2. STATED CAPITAL

The Stated Capital of the Company represents ordinary shares as given below.

Stated Capital	As at 31 st March 2024	As at 31 st March 2025	As at 31 st December 2025*
Balance (LKR)	1,321,097,699	1,321,097,699	1,321,097,699
Number of Shares	73,693,171	73,693,171	73,693,171

* Unaudited

7.3. MAJOR SHAREHOLDERS AS AT 31ST DECEMBER 2025

Twenty (20) voting ordinary shareholders of the Company as at 31st December 2025 are given below:

NO	NAME	NO. OF SHARES	%
1	ABANS PLC	37,010,472	50.22%
2	IRONWOOD INVESTMENT HOLDING PVT LTD	30,740,406	41.71%
3	LOGIRITE (PRIVATE) LIMITED	983,142	1.33%
4	ABLE INVESTMENTS (PRIVATE) LIMITED	892,818	1.21%
5	MISS. A.H. MATHEW	626,349	0.85%
6	MR. M.M. ROCHE	626,348	0.85%
7	MR. K. KUNENTHIRAN	516,832	0.70%

NO	NAME	NO. OF SHARES	%
8	MR R. PESTONJEE	220,660	0.30%
9	MRS. S. DUBASH	213,039	0.29%
10	AB SECURITAS (PRIVATE) LIMITED	159,428	0.22%
11	CLEANTECH PVT LTD	159,428	0.22%
12	MES A B COLD STORAGE (PVT) LIMITED	132,857	0.18%
13	MR. S. VASUDEVAN	112,000	0.15%
14	MRS. A. PESTONJEE	80,000	0.11%
15	MRS. H.I. SALGADO (DECEASED)	66,600	0.09%
16	MR. G.C. GOONETILLEKE	48,105	0.07%
17	PMF FINANCE PLC/M.A.I.D.A.MORAGODAARACHCHI	46,971	0.06%
18	MR. A.R. MOHAMED AROOS	43,100	0.06%
19	DR. K. POOLOGASUNDRAM	36,000	0.05%
20	SAMPATH BANK PLC/MR. ABISHEK SITHAMPALAM	31,882	0.04%
		72,746,437	98.72%
	BALANCE HELD BY OTHER SHAREHOLDERS	946,734	1.28%
	TOTAL NUMBER OF ORDINARY SHARES IN ISSUE	73,693,171	100.00%

7.4. DETAILS OF OTHER DEBT SECURITIES IN ISSUE AND DEBT SERVICING DETAILS

The Company doesn't have any outstanding debt securities as at Date of the Prospectus and the Company does not have any debt servicing details for the past five financial years.

7.5. PARTICULARS OF LONG-TERM LOANS AND OTHER BORROWINGS OF THE COMPANY

As at 31st March 2024, 31st March 2025, and 31st December 2025 the outstanding balances of long-term loans and other borrowings of the Company are given in the table below;

	LKR
Balance as at 31 st March 2024	663,297,903

	LKR
Balance as at 31 st March 2025	155,026,547
New borrowings / (settlements)	2,619,614,141
Balance as at 31 st December 2025*	2,774,640,688

*Unaudited

Borrowings of the Company as at 31st March 2024, 31st March 2025, and 31st December 2025 comprise of the following;

	As at 31 st March 2024 LKR	As at 31 st March 2025 LKR	As at 31 st December 2025* LKR
Due to Banks			
Bank Borrowings	615,027,140	150,362,272	2,399,000,379
Bank Overdrafts	48,270,764	4,664,275	375,640,309
Total	663,297,904	155,026,547	2,774,640,688

*Unaudited

7.6. CONTINGENT LIABILITIES OF THE COMPANY

In the ordinary course of business, the Company enters into various commitments and assumes certain contingent liabilities, all of which carry legal recourse to its customers. These transactions are not expected to result in any material loss, nor are they anticipated to have a significant impact on the company's current or future profitability. Except for the matters noted above, there are no material commitments or contingencies as of 31st December 2025.

However, the following tax assessments have been issued against the Company, and the Company has appealed against them.

Tax Type	Period	Assessment value (LKR)		Total Tax Liability (LKR)
		Tax default	Penalty & Interest	
FS VAT	21/22	9,545,285	5,964,257	15,509,542
FS VAT	20/21	66,438	26,731,784	26,798,222
FS VAT	19/20	1,413,741	2,996,911	4,410,652
FS VAT	18/19	2,061,485	2,264,605	4,326,091
FS VAT	22/23	22,399,702	11,199,851	33,599,553
CIT	22/23	39,528,379	30,417,631	69,946,011
CIT	21/22	63,500,946	26,670,818	90,171,764
APIT	21/22	35,869	25,825	61,694
SSCL	2240 (2022 4th Quarter)	250,763	30,860	281,622
SSCL	2310 (2023 1st Quarter)	3,364,051	166,621	3,530,672
Tax In Default	20212/2013	2,906,873	6,086,702	8,993,575
CIT	18/19	-	13,826,202	13,826,202

7.7. LITIGATIONS AGAINST THE COMPANY

As of 31st December 2025, the Company is involved in legal cases related to the normal course of operations, with an outstanding value of Rs. 315,725,989. The carrying value of these cases is zero, as the company has already made full impairment provisions. Accordingly, there will be no incremental impact on operating results even if these cases are concluded adversely in the future, since the claimants have sought possession of certain land and machinery. Other than above legal proceedings, the company is not involved in any litigation or arbitration. Furthermore, the company is not aware of any pending or threatened proceedings which, if determined adversely, would materially affect its financial position or profitability. The company has also not been a party to any such proceedings in the recent past.

7.8. KEY FINANCIAL RATIOS

Capital Adequacy Ratio (CAR)

	As at 31 st March 2021	As at 31 st March 2022	As at 31 st March 2023	As at 31 st March 2024	As at 31 st March 2025	As 31 st December 2025*
Capital adequacy - Tier 1 Capital Ratio %	11.98	15.63	19.79	21.81	22.68	16.93
Capital adequacy - Total capital ratio %	13.06	16.70	20.84	21.81	22.68	16.93

*Unaudited

Interest Cover and Debt to Equity Ratio

	As at 31 st March 2021	As at 31 st March 2022	As at 31 st March 2023	As at 31 st March 2024	As at 31 st March 2025	As at 31 st December 2025*
Debt / Equity Ratio (Times) **	3.27	2.94	2.47	2.28	2.46	2.98
Interest Cover Ratio (Times) ***	1.65	2.12	1.43	1.08	1.75	2.42

*Unaudited

** Debt/ Equity Ratio = $\frac{\text{Borrowings of the Company including customer deposits}}{\text{Shareholder funds}}$

*** Interest Cover Ratio = $\frac{\text{Profit before tax} + \text{Interest expense}}{\text{Interest expense}}$

7.9. TAXATION

The Company is not enjoying any tax exemptions as at the date of the Prospectus.

7.10. FINANCIAL STATEMENTS & FINANCIAL SUMMARY

The financial year of the Company commences on 1st April and ends on 31st March.

The following financial information is hosted on the Company's website, www.abansfinance.lk, and the CSE website www.cse.lk;

- Audited financial statements of Abans Finance Company PLC for the financial year ending 31st March 2025
- Interim financial statements of Abans Finance Company PLC for the period ending 31st December 2025
- Summarized financial statement for the five years ended 31st March 2021 to 31st March 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.

8. BOARD OF DIRECTORS

8.1. DETAILS OF THE DIRECTORS

The details of the Board of Directors of Abans Finance PLC as at the date of this Prospectus are given below:

Name of Director	Executive / Non- Executive/ Independent/ Non-Independent
Mr. K.J.C. Perera	Chairman, Independent, Non-Executive Director
Mr. H.C. Embuldeniya	Non-Independent, Non-Executive Director
Mr. W. B. W. M. R. A. M. T. G. Aluwihare	Independent, Non-Executive Director
Mr. P. T. Wanigasekara	Independent, Non-Executive Director
Ms. S. C. Kulasinghe	Independent, Non-Executive Director
Mr. S. D. I. De Silva	Non-Independent, Non-Executive Director
Mr. Y. Kanagasabai	Independent, Non-Executive Director

8.2. RELATED PARTY TRANSACTIONS REVIEW COMMITTEE

The primary objective of the Committee is to assess and consider all transactions with related parties of the Company in line with Section 9 of the Listing Rules.

The Committee shall have authority :-

1. to review, to evaluate and to determine the advisability of any Related Party Transactions except for transactions set out in Rule 9.14.10 of the CSE Listing Rules, that require consideration by the Committee under the Related Party Policy of the Company and taking into consideration, Rule 9.14.5 of the Listing Rules of the CSE;
2. to approve or reject the Related Party Transaction upon the required internal approvals being obtained;
3. to determine whether the relevant Related Party Transaction is fair to, and in the best interests of, the Company and its stakeholders; and
4. to recommend to the full Board what action, if any, should be taken by the Board with respect to any Related Party Transaction. In such an instance, approval of the Board of Directors should be obtained prior to entering into the relevant Related Party Transaction.
5. to recommend to the full Board where necessary that the approval of the shareholders of the Company be obtained by way of a Special Resolution prior to the concerned transaction being entered into as specified in Section 9.14.6 and 9.14.9 of the Listing Rules.
6. in respect of transactions with Related Parties which are recurrent, of revenue or trading nature and which is necessary for day-today operations of the Company or its subsidiaries, to determine if the terms of a transaction with a Related Party is not favourable to the Related Party than those generally available to the public.

Composition of the Related Party Transactions Review Committee is as follows;

Name of the Board Subcommittee Member	Membership Status	Directorship Status
Mr. Y. Kanagasabai	Chairman	Independent, Non-Executive Director
Mr. K. J. Cecil Perera	Member	Independent, Non-Executive Director
Mr. W. B. W. M. R. A. M. T. G. Aluwihare	Member	Independent, Non-Executive Director

9. STATUTORY DECLARATIONS

9.1. STATUTORY DECLARATION BY THE DIRECTORS

We, the undersigned who are named herein as Directors of Abans Finance PLC (Company) hereby declare and confirm that we have read the provisions of the Colombo Stock Exchange (CSE) Listing Rules and of the Companies Act No.7 of 2007 and any amendments thereto relating to the issue of the Prospectus and those provisions have been complied with.

This Prospectus has been seen and approved by us and we collectively and individually accept full responsibility for the accuracy and completeness of the information given and confirm that after making all reasonable enquiries and to the best of our 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 Company have been given in the Prospectus, such representations have been made after due and careful enquiry of the information available to the Company and making assumptions that are considered to be reasonable at the present point in time in our best judgment.

The parties to the Debenture Issue including Lawyers, Trustee, Auditors, Rating Company, Registrar, and Managers and Placement Agents have submitted declarations to the Company declaring that they have complied with all regulatory requirements applicable to such parties, and that such parties have no conflict of interest with the Company. Further, the Company Secretary has also submitted declarations to the Company declaring that they have complied with all regulatory requirements applicable to them.

An application has been made to the CSE for permission to deal in and for a listing of Debentures issued by the Company and those Debentures which are the subject of this Issue. Such permission will be granted when Debentures are listed on the CSE. The CSE assumes no responsibility for the correctness of any of the statements made or omitted statements or opinions expressed or undisclosed information or reports included in this Prospectus. Listing on the CSE is not to be taken as an indication of the merits of the Company or of the Debenture issued.

Name of Directors	Designation	Signature
Mr. K.J.C. Perera	Chairman, Independent, Non-Executive Director	Sgd.
Mr. H.C. Embuldeniya	Non-Independent, Non-Executive Director	Sgd.
Mr. W. B. W. M. R. A. M. T. G. Aluwihare	Independent, Non-Executive Director	Sgd.
Mr. P. T. Wanigasekara	Independent, Non-Executive Director	Sgd.
Ms. S. C. Kulasinghe	Independent, Non-Executive Director	Sgd.
Mr. S. D. I. De Silva	Non-Independent, Non-Executive Director	Sgd.
Mr. Y. Kanagasabai	Independent, Non-Executive Director	Sgd.

9.2. STATUTORY DECLARATION BY THE MANAGERS AND PLACEMENT AGENTS TO THE ISSUE

We, NDB Investment Bank Limited of No 135, Baudhaloka Mawatha, Colombo 04, who are named in the Prospectus as the Managers and Placement Agents to the Issue hereby declare and confirm that to the best of our knowledge and belief, the Prospectus constitutes full and true disclosure of all material facts about the Issue and Abans Finance PLC whose Debentures are being listed.

Signed by two Directors of NDB Investment Bank Limited, being duly authorised thereto, at Colombo on this 20th April 2026.

Sgd.
Director

Sgd.
Director

10. FINANCIAL INFORMATION

10.1. ACCOUNTANTS' 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 6426
Fax +94 - 11 244 5872
+94 - 11 244 6058
Internet www.kpmg.com/lk

19 December 2025

Board of Directors
Abans Finance PLC
No. 456, R.A. De Mel Mawatha,
Colombo 3

Dear Sirs / Madam,

Accountant's Report for Inclusion in the Prospectus of Abans Finance PLC

This report has been prepared for the purpose of the prospectus issued in connection with the proposed public offer of up to Sri Lanka Rupees One Billion (LKR 1,000,000,000/-) by the issue of Ten Million (10,000,000) listed, rated, senior, unsecured, Redeemable Debentures at a par value of Sri Lanka Rupee One Hundred (LKR 100/-) in the first instance, and to raise a further sum of Srilankan Rupees Five Hundred Million (LKR 500,000,000) by the issue of up to a further Five Million (5,000,000) listed, rated, unsecured, senior, redeemable debentures at a par value of Sri Lanka Rupees One Hundred (LKR 100/-), in the event aforesaid initial issue is oversubscribed, subject to obtaining the requisite regulatory and other approvals.

We have examined the Financial Statements of the Abans Finance PLC ("the Company") for the years ended 31st March 2021 to 31st March 2025, and report as follows.

Responsibilities of the Directors and the Accountant

Directors' Responsibility

The Directors are responsible for the preparation of the five year summary financial information.

Accountant's Responsibility

Our engagement is limited to compiling the financial information based on the data provided by management. This is not an assurance engagement; therefore, we do not express an audit opinion or any assurance conclusion on the financial information.

1. Incorporation

Abans Finance PLC is a domiciled public limited liability company incorporated in Sri Lanka on 08 April 2005 under the Companies Act No. 17 of 1982. The Company was subsequently re-registered under the Companies Act No. 7 of 2007 on 15 June 2009.

The Company is a Licensed Finance Company regulated under the Finance Business Act No. 42 of 2011 and was listed on the Colombo Stock Exchange in 2011.

The registered office of the Company is located at No. 498, Galle Road, Colombo 03, while its principal place of business is situated at No. 456, R.A. De Mel Mawatha, Colombo 03.

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. Jayatilaka FCA
Ms. S. Joseph FCA
R.M.D.B. Rajapakse FCA
M.N.M. Shameel FCA
Ms. P.M.K. Sumanasekara FCA

T.J.S. Rajakarier FCA
W.K.D.C. Abeyratne FCA
Ms. B.K.D.T.N. Rodrigo FCA
Ms. C.T.K.N. Perera ACA
R. G. H. Raddella ACA,

W.W.J.C. Perera FCA
G.A.U. Karunaratne FCA
R.H. Rajan FCA
A.M.R.P. Alahakoon ACA

Principals: S.R.I. Perera FCMA (UK), LL.B., Attorney-at-Law, H.S. Goonewardene ACA, Ms. F.R. Ziyad FCMA (UK), FCIT, K. Somasundaram ACMA (UK), Ms. D. Corea Dharmaratne



The Company provides a comprehensive range of financial services encompassing Acceptance of Fixed Deposits, Maintenance of saving Deposits, Providing Finance Leases, Hire Purchase, Mortgage Loans, Personal Loans and Other Credit Facilities.

The Company's parent company is Abans PLC and the ultimate parent company is Abans International (Pvt) Limited which are incorporated in Sri Lanka.

2. Financial Information

2.1 Five Years Summary of Audited Financial Statements

A summary of Statement of Profit or Loss and Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and Statement of Cash Flows of Abans Finance PLC for the years ended 31st March 2021 to 31st March 2025, based on the Company's audited financial statements is presented in Annexure 1.

The summaries Operating Results, Assets, Liabilities and Shareholders' funds for financial years ended 31st March 2021 to 31st March 2025 have been derived from the financial statements prepared in accordance with SLFRSs and LKASs.

2.2 Audit Reports

We have audited the financial statements of the Company as at and for the year ended 31 March 2025 and an unmodified audit opinion was issued on 5 June 2025.

The Financial Statements of the Company as at and for the years ended 31 March 2021 to 31 March 2024 were audited by another auditor who expressed unmodified opinion on 15 June 2021, 30 May 2022, 9 June 2023 and 12 June 2024.

2.3 Accounting Policies

The Financial Statements of the Company for the years ended 31st March 2021 to 31st March 2025 have been prepared in compliance with Sri Lanka Accounting Standards (commonly referred to as SLFRSs/LKASs), issued by the Institute of Chartered Accountants of Sri Lanka (CA Sri Lanka) and in accordance with the requirement of the Companies Act No. 07 of 2007.

The accounting policies of the Company are set out in detail in the audited Financial Statements of Abans Finance PLC for the years ended 31 March 2021 to 31 March 2025. These accounting policies have been applied consistently to all periods presented in the Financial Statements unless otherwise stated.

2.4 Dividends

The Company did not declare any dividends on its ordinary shares for the years ended 31 March 2021 to 31 March 2025.

2.5 Events after Reporting Date

There were no events occurring after the reporting date require adjustments to or disclosure in the financial statements as at 31 March 2025.

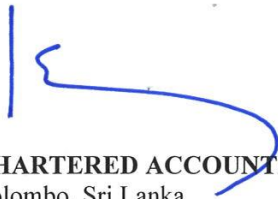


3. Restriction on Use

This report is solely for the Board of Directors of Abans Finance PLC to be used in the prospectus issued in connection with the proposed public offer to issue of up to Sri Lanka Rupees One Billion (LKR 1,000,000,000/-) by the issue of Ten Million (10,000,000) listed, rated, senior, unsecured, redeemable Debentures at a par value of Sri Lanka Rupee One Hundred (LKR 100/-) in the first instance, and to raise a further sum of Sri Lanka Rupees Five Hundred Million (LKR 500,000,000/-) by the issue of up to a further Five Million (5,000,000) listed, rated, senior, unsecured Debentures at a par value of Sri Lanka Rupees One Hundred (LKR 100/-), in the event aforesaid initial issue is oversubscribed, subject to obtaining the requisite regulatory and other approvals.

This report should not be used for any other purposes than mentioned above and should not be distributed to or used by parties other than the Company. Our report is not modified in respect of this matter.

Yours Faithfully,



CHARTERED ACCOUNTANTS
Colombo, Sri Lanka
19 December 2025

Anexxure 1
ABANS FINANCE PLC

STATEMENT OF FINANCIAL POSITION

As at 31 March,

	Notes	31-Mar-25 Rs.	31-Mar-24 Rs.	31-Mar-23 Rs.	31-Mar-22 Rs.	31-Mar-21 Rs.
Assets						
Cash and Bank Balances	16	315,577,083	160,835,567	371,545,331	183,803,274	226,092,543
Placement With Banks	17	469,476,605	1,266,431,226	433,981,434	485,662,416	207,264,972
Repurchase Agreements	18	4,403,264	315,294,233	271,331,939	255,049,144	942,235,676
Financial Investments - Held For Trading		-	-	-	-	-
Loans and Advances	19	1,272,403,552	915,609,768	1,019,648,500	1,109,139,474	1,379,508,592
Lease Rentals Receivable & Stock out on Hire	20	9,797,524,125	6,775,412,023	7,787,483,346	6,999,758,895	6,027,133,949
Financial Investments at Fair Value through P&L	21	317,071,437	591,848,876	8,613,335	291,202,975	-
Equity Instruments at Fair Value through OCI	22	80,400	80,400	80,400	80,400	80,400
Financial Investments - Held to Maturity	23	-	-	-	-	-
Debt Instruments at Amortised Cost	23	631,753,297	430,455,264	713,692,026	587,159,325	13,684,192
Other Financial Assets	24	142,823,271	97,810,135	112,611,633	110,968,742	99,842,557
Real Estate Stock	25	39,483,688	40,273,387	38,468,202	32,066,726	31,066,726
Other Non Financial Assets	26	86,656,745	62,438,913	88,215,996	57,812,919	49,289,851
Tax Recoverable		-	-	-	-	-
Intangible Assets	27	19,469,643	22,172,554	23,126,958	27,950,766	33,866,422
Property, Plant & Equipment	28	208,255,870	189,209,476	168,485,711	152,722,069	146,041,713
Right-of-use Assets	29	179,947,895	142,449,114	151,375,430	175,125,283	62,490,872
Deferred Tax Assets	30	-	-	-	-	9,815,140
Total assets		13,484,926,875	11,010,320,936	11,188,660,241	10,468,502,408	9,228,413,605
Liabilities						
Due to Banks	31	4,664,275	48,270,764	2,087,507	138,597,100	380,234,236
Due to Customers	32	8,449,847,230	6,366,847,674	5,376,613,892	4,448,008,287	4,918,802,137
Other Borrowed Funds	33	150,362,272	615,027,140	1,953,023,415	2,552,107,092	1,210,632,535
Other Financial Liabilities	34	958,596,511	718,032,879	561,484,647	644,871,381	535,607,003
Other Non Financial Liabilities	35	94,622,412	64,773,615	59,890,451	43,821,143	15,877,158
Current Tax Liabilities		265,712,395	58,471,051	214,913,361	175,080,456	147,245,448
Deferred Tax Liabilities	30	-	18,494,556	13,251,024	13,298,359	-
Retirement Benefit Liability	36	58,658,560	41,284,829	37,432,541	27,600,613	27,014,926
Total Liabilities		9,982,463,655	7,931,202,508	8,218,696,838	8,043,384,431	7,235,413,443
Shareholders' Funds						
Stated Capital	37	1,321,097,699	1,321,097,699	1,321,097,699	1,121,412,955	1,121,412,955
Retained Earnings	38.1	1,741,428,100	912,324,112	535,358,397	956,131,916	610,075,860
Other Reserves	38.2	439,937,422	845,696,617	1,113,507,307	347,573,105	261,511,347
Total Shareholders' Funds		3,502,463,220	3,079,118,428	2,969,963,403	2,425,117,976	1,993,000,162
Total Liabilities and Shareholders' Funds		13,484,926,875	11,010,320,936	11,188,660,241	10,468,502,408	9,228,413,605

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March,

	Notes	2025 Rs.	2024 Rs.	2023 Rs.	2022 Rs.	2021 Rs.
Income	5	3,457,209,812	2,863,207,931	2,857,850,498	2,122,022,275	1,841,057,823
Interest Income	5.1	3,032,532,615	2,606,301,957	2,651,738,774	1,932,052,227	1,686,328,068
Interest Expense	5.2	(941,158,915)	(1,393,853,695)	(1,230,834,778)	(547,034,438)	(654,608,735)
Net Interest Income		2,091,373,700	1,212,448,262	1,420,903,996	1,385,017,788	1,031,719,333
Fee and Commission Income	6.1	350,540,958	208,700,499	190,985,038	161,686,573	129,899,513
Fee and Commission Expense	6.2	(34,838,272)	(30,402,970)	(26,548,114)	(21,674,478)	(22,341,043)
Net Fee and Commission Income		315,702,686	178,297,529	164,436,924	140,012,096	107,558,470
Net Gain/(Loss) from Trading	7	39,151,386	31,415,061	2,650,600	6,443,343	320,000
Other Operating Income (net)	8	34,984,853	16,790,414	12,476,086	21,840,132	24,510,242
Total Operating Income		2,481,212,625	1,438,951,266	1,600,467,606	1,553,313,359	1,164,108,045
Credit Loss Expense on Financial Assets	9	(408,337,325)	(382,424,952)	(82,156,790)	(130,500,395)	(108,266,753)
Net Operating Income		2,072,875,300	1,056,526,314	1,518,310,816	1,422,812,965	1,055,841,292
Operating Expenses						
Personnel Costs	10	(569,215,317)	(383,236,706)	(399,834,364)	(335,541,769)	(273,473,301)
Depreciation & Amortization	11	(80,117,199)	(74,662,134)	(66,347,264)	(65,188,794)	(68,844,612)
Other Operating Expenses	12	(472,176,408)	(384,579,616)	(369,634,023)	(282,140,919)	(190,643,922)
Operating Profit before Taxes on Financial Services		951,366,376	214,047,858	682,495,165	739,941,482	522,879,457
Taxes on Financial Services	13	(247,738,710)	(104,635,017)	(149,266,744)	(124,703,277)	(95,713,451)
Profit before Taxation from Operations		703,627,666	109,412,841	533,228,421	615,238,205	427,166,006
Provision for Income Taxation	14.1	(277,872,043)	(5,074,791)	(178,165,934)	(184,929,414)	(139,975,056)
Profit for the Year		425,755,623	104,338,050	355,062,487	430,308,791	287,190,950
Other Comprehensive Income (OCI)						
Items that will not be reclassified to profit or loss						
Actuarial Gains/(Losses) on Defined Benefit Plan	36.1	(10,589,044)	3,468,893	(3,108,334)	2,380,293	(2,516,706)
Deferred Tax Effect on Actuarial Gains/(Losses)	14.1	3,176,713	(1,040,668)	932,500	(571,270)	604,010
		(7,412,331)	2,428,225	(2,175,834)	1,809,023	(1,912,696)
Items that will be reclassified to profit or loss						
Surplus from Revaluation of Property, Plant & Equipment	28.1	7,145,000	3,412,500	80,000	-	89,459,907
Deferred Tax Effect on Revaluation of Property, Plant & Equipme	14.1	(2,143,500)	(1,023,750)	(24,000)	-	(19,056,000)
Tax change impact on Revaluation Reserve	30	-	-	(7,781,972)	-	-
		5,001,500	2,388,750	(7,725,972)	-	70403907
Other Comprehensive (Loss)/Profit for the Year, Net of Tax		(2,410,831)	4,816,975	(9,901,806)	1,809,023	68,491,211
Total Comprehensive Income for the Year		423,344,792	109,155,025	345,160,681	432,117,813	355,682,161
Earnings Per Share : Basic / Diluted (Rs.)	15.1	5.78	1.42	4.82	6.46	4.31

Accounting Policies and Notes from pages 11 to 77 form an integral part of these Financial Statements.

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 March,

	Stated Capital	Statutory Reserve	Revaluation Reserve	Regulatory Loss Allowance Reserve	Retained Earnings	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Balance as at 31 March 2021	1,121,412,955	191,107,440	70,403,907	-	610,075,860	1,993,000,162
Net Profit for the year	-	-	-	-	430,308,791	430,308,791
Other Comprehensive Income net of tax	-	-	-	-	1,809,023	1,809,023
Transfer to Statutory Reserve Fund	-	86,061,758	-	-	(86,061,758)	-
Balance as at 31 March 2022	1,121,412,955	277,169,198	70,403,907		956,131,916	2,425,117,977
Net Profit for the year	-	-	-	-	355,062,488	355,062,488
Rights Issue	199,684,744	-	-	-	-	199,684,744
Other Comprehensive Income net of tax	-	-	(7,725,972)	-	(2,175,834)	(9,901,806)
Transfer to Statutory Reserve Fund	-	17,753,124	-	-	(17,753,124)	-
Transfer to Regulatory Loss Allowance	-	-	-	755,907,050	(755,907,050)	-
Balance as at 31 March 2023	1,321,097,699	294,922,322	62,677,935	755,907,049	535,358,397	2,969,963,402
Total Comprehensive Income For the Year						
Net Profit for the year	-	-	-	-	104,338,050	104,338,050
Other Comprehensive Income net of tax	-	-	-	-	2,428,225	2,428,225
Transfer to Statutory Reserve Fund	-	5,216,903	-	-	(5,216,903)	-
Revaluation Gain From Land Revaluati	-	-	2,388,750	-	-	2,388,750
Transfer from Regulatory Risk Allowance Reserve	-	-	-	(275,416,342)	275,416,342	-
Balance as at 31 March 2024	1,321,097,699	300,139,225	65,066,685	480,490,707	912,324,112	3,079,118,428
Total Comprehensive Income For the Year						
Net Profit for the year	-	-	-	-	425,755,623	425,755,623
Other Comprehensive Income net of tax	-	-	-	-	(7,412,331)	(7,412,331)
Transfer from Statutory Reserve Fund	-	21,287,781	-	-	(21,287,781)	-
Revaluation Gain From Land Revaluati	-	-	5,001,500	-	-	5,001,500
Transfer from Regulatory Risk Allowance Reserve	-	-	-	(432,048,476)	432,048,476	-
Balance as at 31 March 2025	1,321,097,699	321,427,006	70,068,185	48,442,231	1,741,428,100	3,502,463,220

Accounting Policies and Notes from pages 11 to 77 form an integral part of these Financial Statements.

ABANS FINANCE PLC

STATEMENT OF CASH FLOWS

For the year ended 31 March,

	Notes	2025 Rs.	2024 Rs.	2023 Rs.	2022 Rs.	2021 Rs.
Cash Flows From / (Used in) Operating Activities						
Profit before Income Tax Expense		703,627,666	109,412,841	533,228,422	615,238,205	427,166,006
Adjustments for						
Depreciation	28.2	27,188,157	20,267,582	16,693,991	15,775,818	18,004,159
Amortization of Intangible Assets	27	7,253,603	5,982,869	6,004,183	5,915,655	7,996,000
Amortization of Right to use assets	29	45,675,440	48,411,683	43,972,272	43,497,322	42,844,453
Interest Expense on Borrowings	5.2	64,556,676	278,172,889	438,608,327	142,002,027	141,143,541
Interest Expense on Lease Liability	29.2	25,114,860	26,624,358	17,408,500	13,543,777	10,692,222
Loss/(Profit) on early termination of Lease Assets		(1,605,133)	-	-	-	-
Impairment charge/(reversal) for the year	9	408,337,325	382,424,951	82,156,789	130,500,395	108,266,753
Decrease / (Increase) in fair value of Real stock		789,700	-	-	-	-
Loss/(Profit) from Sale of Unit Trust	7	(38,922,821)	(31,235,541)	(2,410,360)	(6,203,343)	-
Loss/(Profit) on Disposal of Property & Equipment	8	-	-	888,197	(3,990)	(3,545,932)
Provision/(Reversal) for Defined Benefit Plans	10	13,115,855	12,309,257	9,287,345	5,261,365	6,581,662
Dividend Received		(228,565)	(179,520)	(240,240)	(240,000)	(320,000)
Operating Profit before Working Capital Changes		1,254,902,763	852,191,369	1,145,597,426	965,287,231	758,828,865
(Increase)/Decrease in Real Estate Stock		-	(1,805,185)	(6,401,476)	(1,000,000)	8,246,487
(Increase)/Decrease in Loans and Advances		(395,180,916)	56,803,058	100,874,582	247,937,550	384,697,689
(Increase)/Decrease in Lease Rentals Receivable & Stock out on hire		(3,392,062,295)	919,734,450	(792,522,688)	(1,062,798,619)	(187,101,950)
(Increase)/Decrease in Other Financial Assets		(45,013,136)	(228,050,906)	(90,355,051)	(29,021,340)	(79,215,544)
(Increase)/Decrease in Other Non Financial Assets		(24,217,831)	25,777,083	(30,403,077)	(8,523,067)	14,663,283
Increase/(Decrease) in Amounts Due to Customers		2,082,999,556	990,233,782	928,605,604	(470,793,850)	(229,339,907)
Increase/(Decrease) in Other Financial Liabilities		196,325,559	153,385,151	(68,415,197)	(8,521,225)	(247,764,751)
Increase/(Decrease) in Other Non Financial Liabilities		29,848,796	4,883,165	16,069,308	27,943,985	(7,914,068)
Cash Generated from / (Used in) Operations		(292,397,504)	2,773,151,968	1,203,049,431	(339,489,335)	415,100,104
Interest Expense Paid		(185,598,309)	(464,547,312)	(219,166,970)	(99,483,344)	(153,204,719)
Retirement Benefit Liabilities Paid	36	(6,331,169)	(4,988,076)	(2,563,751)	(2,295,385)	(1,518,589)
Taxes Paid		(88,092,041)	(158,337,983)	(145,253,835)	(134,552,174)	(23,614,622)
Dividend Received		228,565	179,520	240,240	240,000	320,000
Net Cash (Used in)/From Operating Activities		(572,190,458)	2,145,458,117	836,305,115	(575,580,238)	237,082,174
Cash Flows from / (Used in) Investing Activities						
Acquisition of Property, Plant & Equipment	28.1	(39,089,551)	(37,578,847)	(32,942,647)	(22,457,183)	(4,426,125)
Acquisition of Intangible Assets	27	(4,550,692)	(5,028,464)	(1,180,375)	-	(12,523,002)
Proceeds from Sales of Property, Plant & Equipment		-	-	(1,583,557)	5,000	3,739,000
Cash Flow from / (Used in) Fixed Deposits		5,609,180	106,421,799	(97,319,400)	4,915,471	186,490
Sale/(Purchase) of Debt Instruments at Amortised Cost		160,929,897	(552,000,000)	336,127,928	(323,237,950)	211,736,951
Sale of Financial Investments- Unit Trust		-	-	-	-	-
Purchase of Financial Investments- Unit Trust		-	-	-	-	-
Net Cash Flows Generated from/(Used in) Investing Activities		122,898,833	(488,185,512)	1,039,407,064	(916,354,900)	435,795,488
Cash Flows from / (Used in) Financing Activities						
Cash Inflow from Long Term Bank Borrowings	31.2	-	-	(121,116,610)	(128,400,000)	(285,799,259)
Cash Inflow from Other Borrowings	33.2	-	225,000,000	828,602,510	1,979,015,444	1,241,191,784
Cash outflow from Other Borrowings	33.2	(368,738,095)	(1,403,246,210)	(1,647,127,542)	(680,059,569)	(655,866,821)
Net Cash Flow from Issue of Shares		-	-	-	-	-
Dividend Paid		-	-	-	-	-
Lease Capital Paid	29.2	(37,331,015)	(36,322,288)	(50,547,501)	(51,889,911)	(50,246,244)
Proceeds from the right issue	37	-	-	199,684,744	-	-
Net Cash Flows from/(Used in) Financing Activities		(406,069,109)	(1,214,568,498)	(790,504,399)	1,118,665,964	249,279,459
Net Increase in Cash and Cash Equivalents		(855,360,734)	442,704,107	248,902,665	202,311,064	685,074,948
Cash and Cash Equivalents at the beginning of the year		2,119,034,029	1,676,329,922	1,427,457,257	1,225,146,193	540,071,245
Cash and Cash Equivalents at the end of the year		1,263,673,295	2,119,034,029	1,676,329,922	1,427,457,257	1,225,146,193

Note: Dividend Income from Investing Activities reclassified to Operating Activities.

Accounting Policies and Notes from pages 11 to 77 form an integral part of these Financial Statements.


Country Head

FitchRatings

RATING ACTION COMMENTARY

Fitch Assigns Abans Finance's Proposed Senior Debt a Final 'A-(Ika)' Rating

Thu 16 Apr, 2026 - 3:03 AM ET

Fitch Ratings - Singapore/Colombo - 16 Apr 2026: Fitch Ratings has assigned Abans Finance PLC's (A-(Ika)/Stable) proposed Sri Lankan rupee-denominated senior unsecured debentures of up to LKR1.5 billion a final National Long-Term Rating of 'A-(Ika)'.

The final rating is the same as the expected rating published on 9 December 2025 for the same debt class 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 support loan-book expansion.

The proposed debentures are rated at the same level as Abans Finance's National Long-Term Rating in accordance with Fitch's criteria. This is because the issue ranks equally with the claims of the company's other senior unsecured creditors.

Fitch upgraded Abans Finance's National Long-Term Rating to 'A-(Ika)', from 'BBB+(Ika)', on 24 January 2025 following the upgrade of the parent, Abans PLC, to 'AA(Ika)', from 'AA-(Ika)'. Abans Finance's rating reflects Fitch's expectation of extraordinary support from Abans, if needed, based on the parent's majority shareholding, its involvement in Abans Finance's strategic decisions through board representation and shared branding.

Abans Finance is rated four notches below its parent due to its limited strategic importance and negligible contribution to the parent's consumer-durables revenue. Fitch believes

Annu

Abans Finance may remain a potential medium-term disposal candidate, despite the parent holding a 50.2% stake following a 2022 rights issuance and earlier divestment efforts.

Please refer to our commentary, [Fitch Upgrades 10 Sri Lankan NBFIs' Ratings, Affirms 8 Following National Scale Recalibration](#), published 24 January 2025, for details on Abans Finance's key rating drivers and sensitivities.

RATING SENSITIVITIES

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

A downgrade of Abans Finance's National Long-Term Rating would lead to a downgrade of the proposed debenture rating.

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

An upgrade of Abans Finance's National Long-Term Rating would lead to an upgrade of the proposed debenture rating.

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

Abans Finance's rating is linked to Abans' National Long-Term Rating.

RATING ACTIONS

ENTITY / DEBT ↕	RATING ↕	PRIOR ↕
Abans Finance PLC		
senior unsecured	Natl LT A-(lka) New Rating	A-(EXP)(lka)

[VIEW ADDITIONAL RATING DETAILS](#)



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Additional information is available on www.fitchratings.com

Answer

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 (pub. 01 Feb 2025) (including rating assumption sensitivity)

ADDITIONAL DISCLOSURES

Solicitation Status

Endorsement Policy

Potential Conflicts Resulting from Revenue Concentrations

ENDORSEMENT STATUS

Abans Finance PLC

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Answer

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The complete span of best- and worst-case scenario credit ratings for all rating categories ranges from 'AAA' to 'D'. Fitch also provides information on best-case rating upgrade

scenarios and worst-case rating downgrade scenarios (defined as the 99th percentile of rating transitions, measured in each direction) for international credit ratings, based on historical performance. A simple average across asset classes presents best-case upgrades of 4 notches and worst-case downgrades of 8 notches at the 99th percentile. For more details on sector-specific best- and worst-case scenario credit ratings, please see [Best- and Worst-Case Measures](#) under the Rating Performance page on Fitch's website.

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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.

Issuer Abans Finance PLC No. 498, Galle Road, Colombo 03 Tel: + 94 112 208 888 Fax: +94 112 375 517	Managers and Placement Agents to the Issue NDB Investment Bank Limited Level 1, NDB Capital Building No. 135, Bauddhaloka Mawatha Colombo 04 Tel: + 94 112 300 385-90 Fax: +94 112 300 393
Registrars to the Issue S S P Corporate Services (Private) Limited No. 101, Inner Flower Road, Colombo 03, Sri Lanka. Tel: +94 112 573 894 Fax: +94 112 573 609	Bankers to the Issue National Development Bank PLC No. 40, Navam Mawatha, Colombo 02 Tel: +94 112 448 448 Fax: +94 112 341 044, +94 112 440 262

Branch Network of Abans Finance PLC

Copies of the Application Form can be obtained free of charge from all branches/customer centres of Abans Finance PLC.

ANNEXURE III – TRADING PARTICIPANTS OF CSE

<p>HNB Stockbrokers (Private) Limited</p> <p>No. 53, Dharmapala Mawatha, Colombo 03.</p> <p>Tel: +94 11 2 206 206 Fax: +94 11 2 206 298/9 E-mail: sales@acuitystockbrokers.com</p>	<p>Asha Securities Limited</p> <p>No.60, 5th Lane, Colombo 03.</p> <p>Tel: +94 11 2 429 100 Fax: +94 11 2 429 199 E-mail: asl@ashasecurities.net</p>
<p>Asia Securities (Private) Limited</p> <p>4th Floor, Lee Hedges Tower, No.349, Galle Road, Colombo 03.</p> <p>Tel: +94 11 7 722 000 Fax: +94 11 258 4864 E-mail: marketinfo@asiasecurities.lk</p>	<p>ACS Capital (Private) Limited</p> <p>No.44, Guilford Crescent, Colombo 07.</p> <p>Tel: +94 11 789 8302 Fax: - E-mail: info@acscapial.lk</p>
<p>ACAP Stock Brokers (Private) Limited</p> <p>No. 46/46, Greenlanka Building, 6th Floor, Nawam Mawatha, Colombo 02.</p> <p>Tel: +94 117 564 000 Fax: +94 112 331 756 E-mail: info@acapstockbrokers.lk</p>	<p>Almas Equities (Private) Limited</p> <p>Westin Tower, 5th Level, No 2 - 4/1, Lake Drive, Colombo 8.</p> <p>Tel: +94 11 707 1445 51 Fax: +94 11 2 673 908 E-mail: info@almasequities.com</p>
<p>Ambeon Securities (Private) Limited</p> <p>No.100/1, 2nd Floor, Elvitigala Mawatha, Colombo 08.</p> <p>Tel: +94 11 5 328 200 / 100 Fax: +94 11 5 328 177 E-mail: info@ambeonsecurities.lk</p>	<p>Bartleet Religare Securities (Private) Limited</p> <p>Level “G”, “Bartleet House” 65, Braybrooke Place, Colombo 02.</p> <p>Tel: +94 11 4 221 000 Fax: +94 11 2 434 985 E-mail: info@bartleetstock.com</p>
<p>Capital Alliance Securities (Private) Limited</p> <p>Level 5, “Millennium House” 46/58, Navam Mawatha, Colombo 02.</p> <p>Tel: +94 11 2 317 777 Fax: +94 11 2 317 788 Email: info@cal.lk</p>	<p>Capital Trust Securities (Private) Limited</p> <p>42, Mohamed Macan Markar Mawatha, Colombo 03.</p> <p>Tel: +94 11 2 174 174/ +94 11 2 174 175 Fax: +94 11 2 174 173 E-mail: inquiries@capitaltrust.lk</p>

<p>CT Smith Securities (Pvt) Limited 4-14, Majestic City, 10, Station Road, Colombo 04.</p> <p>Tel: +94 11 2 552 290-4 Fax: +94 11 2 552 289 E-mail: info@ctclsa.lk</p>	<p>Capital Alliance PLC Level 5, "Millenium House" 46/58, Nawam Mawatha, Colombo 02.</p> <p>Tel: +94 11 2 317 777 Fax: +94 11 2 317 788 E-Mail: info@cal.lk</p>
<p>Enterprise Ceylon Capital (Private) Limited</p> <p>2nd Floor-4B, Liberty Plaza, 250,R. A. De Mel Mawatha, Colombo 3</p> <p>Tel: +94 112 445 644 Fax: +94 11 237 2541 E-mail: info@ecc.lk</p>	<p>First Capital Equities (Pvt) Limited Level 12,Vallible Property, No. 480, Galle Road, Colombo 03.</p> <p>Tel: +94 11 2 123 901 Fax: - E-mail: equity@firstcapital.lk</p>
<p>First Guardian Equities (Private) Limited 32nd Floor, East Tower, World Trade Centre, Colombo 01.</p> <p>Tel: +94 11 5 884 400 Fax: +94 11 5 884 401 E-mail: info@fge.lk</p>	<p>J B Securities (Private) Limited No. 150, St. Joseph Street, Colombo 14.</p> <p>Tel: +94 11 2 490 900 Fax: +94 11 2 430 070 E-mail: jbs@jb.lk</p>
<p>John Keells Stockbrokers (Private) Limited</p> <p>186, Vauxhall Street, Colombo 02.</p> <p>Tel: +94 11 2 306 250 Fax: +94 11 2 342 068 E-mail: jkstock@keells.com</p>	<p>Lanka Securities (Private) Limited 3rd Floor," M2M Veranda Offices", No34, W.A.D. Ramanayeke Mawatha, Colombo 2.</p> <p>Tel: +94 11 4 706 757, +94 11 2 554 942 Fax: +94 11 4 706 767 E-mail: info@lankasec.com</p>
<p>LOLC Securities Limited</p> <p>No.481, T.B. Jayah Mawatha, Colombo 10.</p> <p>Tel: +94 11 758 2000 Fax: +94 11 2 662 883 E-mail: info@lolcsecurities.com</p>	<p>Nestor Stockbrokers (Private) Limited The Landmark Building, No 385, Galle Road, Colombo 03.</p> <p>Tel: +94 11 475 8813 Fax: +94 11 2 550 100 E-mail: info@nestorstockbrokers.lk</p>

<p>NDB Securities (Private) Limited</p> <p>Level 2, NDB Capital Building, No. 135, Bauddhaloka Mawatha, Colombo 04.</p> <p>Tel: +94 11 2 131 000 Fax: +94 11 2 314 181 E-mail: mail@ndbs.lk</p>	<p>Richard Pieris Securities (Pvt) Limited</p> <p>No. 310, Highlevel Road, Nawinna, Maharagama.</p> <p>Tel: +94 11 4 310 500 Fax: +94 11 2 802 385 E-mail: communication@rpsecurities.com</p>
<p>Senfin Securities Limited</p> <p>4th Floor, No.180, Bauddhaloka Mawatha, Colombo 04.</p> <p>Tel: +94 11 2 359 100 Fax: +94 11 2 305 522 E-mail: info@senfinsecurities.com</p>	<p>Softlogic Stockbrokers (Private) Limited</p> <p>Level 16, One Galle Face Tower, Colombo 02.</p> <p>Tel: +94 11 7 277 000 Fax: +94 11 7 277 099 Email: info@softlogicstockbrokers.lk</p>
<p>S C Securities (Private) Limited</p> <p>5th Floor, No. 26 B, Alwis Place, Colombo 03.</p> <p>Tel: +94 11 4 711 000 / +94 11 4 711 001 Fax: +94 11 2 394 405 E-mail: itdivision@sampathsecurities.lk</p>	<p>Somerville Stockbrokers (Private) Limited</p> <p>410/95,1/1, Bauddhaloka Mawatha, Colombo 7</p> <p>Tel: +94-11 2 502 858/ 62 Fax: +94 11 2 502 852 E-mail: contact@somerville.lk</p>
<p>Wealthtrust Securities Limited</p> <p>No. 102/1, Dr. N.M. Perera Mawatha, Colombo 8.</p> <p>Tel: +94 11 2 675 091 – 4 Fax: +94 11 2 689 605 E-Mail: info@wealthtrust.lk</p>	<p>Seylan Bank PLC</p> <p>Level 3, Seylan Towers, 90, Galle Road, Colombo 03</p> <p>Tel: +94 11 245 6300 Fax: +94 11 245 2215 E-Mail: info@seylan.lk</p>

ANNEXURE IV - CUSTODIAN BANKS

Bank of Ceylon1 (Head Office) 11th Floor, 04, Bank of Ceylon Mawatha, Colombo 01 T: +94 11 2 204 064	Citi Bank, N A 65 C, Dharmapala Mawatha, Colombo 07 T: +94 11 4 794 733
Commercial Bank of Ceylon PLC Commercial House, 21, Bristol Street, Colombo 01 T: +94 11 2 440010-15	Deutsche Bank AG 86, Galle Road, Colombo 03 T: +94 11 2 447 062, 2 438 057
Hatton National Bank PLC HNB Towers, 479, T. B. Jayah Mawatha, Colombo 10 T: +94 77 7 712 406	The Hong Kong and Shanghai Banking Corporation Limited 24, Sir Baron Jayathilake Mawatha, Colombo 01 T: +94 11 2325435, 2446591, 2446303
People's Bank (Head Office) Treasury, 5th Floor, Sir Chittampalam A Gardiner Mawatha, Colombo 02 T: +94 11 2 206 782	Standard Chartered Bank 37, York Street, Colombo 01 T: +94 11 2 480 450
Sampath Bank PLC 110, Sir James Peiris Mawatha, Colombo 02 T: +94 11 5 331 458, +94 11 4 730 662	State Bank of India 16, Sir Baron Jayathilake Mawatha, Colombo 01 T: +94 11 4 622 350
Seylan Bank PLC Level 8, Ceylinco Seylan Towers, 90, Galle Road, Colombo 03 T: +94 11 4 701 812, +94 11 4 701 819	Union Bank of Colombo PLC 64, Galle Road, Colombo 03 T: +94 11 2 374 205
Nations Trust Bank PLC 256, Sri Ramanathan Mawatha, Colombo 15 T: +94 11 4 313 131	Pan Asia Bank 450, Galle Road, Colombo 03 T: +94 11 2 565 565
National Development Bank PLC No.40, Navam Mawatha, Colombo 02 T: +94 (0) 11 2 448 448	DFCC Bank PLC No.73/5, Galle Road, Colombo 03. T: +94 112 442 031

ANNEXURE V – FATCA DECLARATION

Manager

Abans Finance PLC

I/We.....

.....and.....

.....of.....

(address).....holder/s of Passport Number/

NIC Number..... who fall under definition of a US Persons under the provision of the Foreign Account

Tax Compliance Act (“FATCA”) which is a US legislation aimed at preventing tax evasion by US persons through

overseas assets. I/We confirm that I/We understand FATCA is extraterritorial by design and requires “US

Persons” to report their financial assets held overseas.

I/We hereby request Abans Finance PLC which is recognized as a Foreign Financial Institutions (FFIs) in terms of

the FATCA to report all information pertaining to the accounts and investments held by me/us in the Abans

Finance PLC and to remit any tax payable to the Internal Revenue Services (IRS) of the United States of America.

I/We further confirm that this request is made by me/us with full knowledge and understanding of FATCA.

Date:.....

Signature/s of Applicants