



POLICY ON RELATIONS WITH SHAREHOLDERS AND INVESTORS

OBJECTIVE: *This Policy sets out with the objective of enhancing the Bank's long term shareholder value through regular communication with its shareholders, both individual and institutional ('shareholder') and the existing and potential investors of the Bank (hereinafter referred to as 'investors').*

1. THE POLICY

Seylan Bank PLC ('the Bank' or 'the Company') which is a public, listed entity in the Colombo Stock Exchange ('CSE') is required to make disclosures in the form of financial information, Governance information, Risk information, and any other relevant information that are relevant to shareholders, existing and potential investors (hereinafter referred to as 'investors'), and other stakeholders (including the public) in a timely manner and in an accurate, fair, complete and efficient way in compliance with relevant regulatory requirements/directions.

The Policy strives to ensure that all shareholders of the Bank have ready and timely access to all publicly available information of the Bank. The Bank promotes effective communications with shareholders so as to enable them to engage actively with the Bank and exercise their rights in an informed manner.

2. COMMUNICATION PRINCIPLES

The Bank believes in open communication with shareholders and investors and providing them access to information to make informed assessments of its performance and future prospects. As far as it is practical, the Bank uses clear and concise language in communicating with shareholders and the main medium of communication is English. However, in order to fully and accurately communicate company information it may use industry/financial terminologies and where considered relevant may issue translated versions of such communications.

3. COMMUNICATION CHANNELS

The Bank will use different channels of communication to ensure that shareholders and all interested parties have equal access to corporate information in the public domain. Corporate communications which contain regulatory disclosures and notices of the Company, including but not limited to financial reports, results announcements, corporate announcements and circulars will be distributed in accordance with the legal and regulatory requirements applicable to the Bank.

The Bank supports the use of electronic and other means of dissemination of information and communication with shareholders including through its own corporate website, email, telephone, one to one discussions, meetings (physical, virtual or hybrid), letters and facsimile and webcasts/webinars.

Corporate communications and other general information concerning the Company and its businesses such as press releases, presentation materials and operating performance data will be posted on the corporate website (www.seylan.lk) and/or distributed to the media as soon as practicable. The Bank uses social media platforms such as Facebook, YouTube, LinkedIn and Instagram to disseminate business information to the public at large.

3.1 Shareholder Meetings

The general meetings of the Bank, namely, the annual general meetings and extraordinary general meetings are the primary forums for communication with shareholders and for shareholder participation. The Bank encourages shareholders to participate in general meetings in person or by representative proxies, if the shareholders are unable to attend.

Notices of general meetings, proxy forms and accompanying circulars and reports are provided within the prescribed time period prior to general meetings. These documents along with the Bank's Annual Report are provided in soft copy form on the CSE website, www.cse.lk and also in the Bank's corporate website, www.seylan.lk. A hard copy of the Annual Report is issued if any shareholder makes a request. Notice of meeting is drafted clearly to communicate the date, time and venue (in the event of a physical meeting) or the mode of conducting the meeting along with the resolutions set out explaining the nature of business to be transacted at the meeting.

Shareholders are able to submit notice of issues to be taken up at the general meetings provided they are submitted to the Company Secretary or to the Chairman of the Bank prior to the time period stipulated for such notices under the Companies Act No.7 of 2007. The Chairman of general meetings will allow reasonable time for shareholders to raise questions and comments.

A general meeting of the Bank may determine its own procedure to the extent that it is not governed by the Articles of Association of the Company. Shareholders' meetings are held as physical meetings at a convenient location, or as fully virtual/on-line meetings, or as hybrid meetings (virtual and physical) to the extent they are not contravening any statutory or regulatory provision in force for the time being. The Bank issues specific instructions to shareholders as regards the steps to be followed to connect to respective meetings of shareholders in the event virtual or hybrid meetings are scheduled.

The Directors and relevant key officials who are necessary for the conduct of the meeting will be present physically or via the on-line platform. Directors and applicable management members will respond to the queries from shareholders at these meetings.

The Independent External Auditor of the Bank is invited to the general meetings and is available to answer questions on the conduct of the audit and preparation of the content of the Auditors' Report.

The Company Secretary announces specific approvals and special resolutions passed at the general meetings to the CSE immediately or within a reasonable time period in terms of the Listing Rules of the CSE.

3.2 Corporate and Financial Disclosures

Upon being approved by the Board, the Company Secretary or the Chairman of the Board communicates information pertaining to the Bank, such as change of Directors/Secretary/CEO and other material

disclosures such as, but not limited to, recommendations of dividends, rights issue proposals, Debenture Issues etc. as required under the Rules of the CSE which are published/updated by the CSE on its' website.

The Bank publishes its interim financial results on a quarterly basis, and its financial year-end audited accounts and annual report in accordance with the Continuing Listing Requirements of the CSE and other applicable regulations and standards. The Bank ensures timely publication of financial results aiming to provide a fair, balanced and understandable disclosure of information to allow shareholders assess the Bank's financial position.

Upon the disclosures pertaining to change of directorate and their profiles and financial reports being posted on the CSE's website, the Company Secretary of the Bank coordinates the posting of such information in the Bank's corporate website, www.seylan.lk. Relevant press releases are also made by the Chief Executive Officer or the Head of Marketing in accordance with the Bank's Communication Policy.

3.3. Corporate Website

The Bank believes that communicating with shareholders and investors by electronic means, particularly through its website is an efficient way of communicating and updating the shareholders in a timely and convenient manner. The Bank's website, www.seylan.lk has a dedicated 'Investors' section which carries latest corporate announcements and press releases made to the market and media; annual reports together with financial statements and notices of general meetings, interim (quarterly) financial statements, Bank's daily share price information, information on debentures issued by the Bank, etc.

The Bank will also use webcasts technology to broadcast announcements, disseminate updated information (which is not market sensitive) on the Bank to shareholders and investors.

Shareholders are encouraged to access and read corporate communications and reports posted on the Bank's website to help reduce the number of printed copies in support of cost containment and sustainability initiatives of the Bank.

3.4. Unpublished Price Sensitive Information (information which are not 'generally available')

Directors, management and employees of the Bank and all other connected parties are expected to be aware of the disclosure obligations and requirements under the Bank's Policy on Insider Dealing in handling confidential information which are not 'generally available' however, if becoming available to a reasonable person he/she would expect it to have a material effect on the price or value of the securities (commonly referred to as 'unpublished price sensitive information').

The Bank shall not make available any unpublished price sensitive information ((including but not limited to announcements regarding appointments to the Board, capital issues, financials, sales and profit forecasts and aspects which could compromise the Company's competitive position in the market), on an individual or selective basis to analysts, shareholders or other persons unless such information has previously been disclosed and disseminated to the market.

The Bank does not endorse any analyst report, nor make any attempt to influence the recommendations or conclusions of individual analysts. In general, the Company refrains from commenting on market rumors or speculative inquiries, unless they contain factual errors or information which could affect the Company's share price and trading activity.

4. SHAREHOLDERS' COMMUNICATION WITH SEYLAN BANK PLC

Shareholders may at any time direct their inquiries relating to their shareholding or any published/publicly available information relating to the Bank and may also provide comments and suggestions to the Directors or management of the Bank through the Company Secretary of the Bank at the following address:

Company Secretary
Seylan Bank PLC
Level 15 – Seylan Towers
90 Galle Road
Colombo 3

Or, by email to: csy@seylan.lk

Shareholder queries received which are not related to their shareholding, but are connected to the Bank's operations are referred to the responsible Divisional Heads concerned for reply. Shareholders' queries and requests relating to their shareholding, dividends due, dividend payment history, etc., are responded to by the Company Secretary or by the staff of the Company Secretariat.

If shareholders have any concerns they may address them to the Chairman or the Chief Executive Officer of the Bank. In the event their concerns have not been adequately addressed by such channels or if they feel that such channels of communication are inappropriate to resolve such concerns, they may inform same to the Senior Director of the Bank, c/o the Company Secretary at the aforementioned address.

Shareholders are requested to update their correspondence address with the Company Secretariat in the event the shares are held in the scrip form. If the shares are held in accounts maintained with the Central Depository Systems (Pvt) Ltd [CDS], such shareholders are informed to update their correspondence address with the CDS through their respective stockbrokers.

5. SHAREHOLDER PRIVACY

The Bank recognizes the importance of shareholders' privacy and will not disclose shareholders' information without their consent unless required by law.

6. REVIEW OF THE POLICY

The Board Nomination and Governance Committee shall review this Policy once in every two years and submit its recommendations to the Board for review and approval.

7. PUBLICATION OF THIS POLICY

This Policy is made available in Seylan Bank PLC's corporate website for the perusal of its shareholders and other interested stakeholders.

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