

NOTES AND INSTRUCTIONS TO SHAREHOLDERS

VIRTUAL EXTRAORDINARY GENERAL MEETING OF SEYLAN BANK PLC

We wish to inform you the following in respect of the Extraordinary General Meeting (EGM) to be held via a virtual platform (on-line by audio-visual means):

- a) The Board of Directors ('the Board') decided that the EGM of the Company scheduled to be held on Tuesday, 14th March 2023 at 11.00 a.m. as a virtual meeting (on-line/via audio-visual means) with arrangements for the virtual meeting platform made at the registered office of the Company to ensure safety measures considering the public health and for the convenience of shareholders who intend to join the meeting.
- b) The Chairman, certain members of the Board, the Company Secretary will be present in person at the registered office for the conduct of the virtual (on-line) EGM. Other members of the Board, key management members of the Company, and any other invitees including the Auditors and the Lawyers will participate virtually (on-line).
- c) **Shareholders who wish to participate in the EGM virtually** (on-line), should ensure that he/she or, his/her proxy holder has the Microsoft Teams App downloaded in his/her smart phone or on his/her laptop/desktop computer if he/she intends to join the Virtual EGM via such devices, namely, the "**Microsoft Teams Mobile App**" in his/her smart phone and similarly, the "**Microsoft Teams Desktop App**" in his/her desktop computer, through compatible web browsers (Google Chrome; Microsoft Edge) via a desktop computer.

Shareholders are requested to email to: egm2023@seylan.lk their requests to join the Virtual EGM, by forwarding to the Company Secretariat of the Bank, the information requested in the form accompanying the Notice of EGM. "SEYLAN EGM 2023" shall be the subject of the email. The email should be received by the Company Secretariat 48 hours prior to the time scheduled for the EGM. On receipt of the shareholder's information, the Company Secretariat will email the log in information to the shareholder concerned.

- d) **Shareholders who wish to appoint a Proxy to participate in the EGM** – shall forward the duly completed Form of Proxy accompanying the Notice of EGM addressed to the Company Secretary and posted or hand delivered to the registered office of the Company at Seylan Towers, No. 90, Galle Road, Colombo 03. It can also be scanned and emailed to, egm2023@seylan.lk (*with the email subject titled "SEYLAN EGM PROXY"*) or faxed to fax number 011-2452584, not later than 48 hours before the time appointed for the holding of the EGM.
- e) **Option to appoint any member of the Board as a Proxy** – A shareholder may opt to appoint a member of the Board of Directors as the proxy holder to represent such shareholder at the EGM, by completing the Form of Proxy accordingly (in which event, proxy holder email address will not be applicable).
- f) **Questions and Queries** - Shareholders may send in their questions or queries on the matters listed in the Notice of EGM to email address: egm2023@seylan.lk or by fax number 011-2452584 addressed to the Company Secretary, Seylan Bank PLC. We request the shareholders to mention their full name, National Identity Card Number, telephone number and email address in such communications and the subject titled "EGM Queries".

- g) Documents (requests/information for on-line registration, Form of Proxy, questions/queries) received later than 48 hours before the time appointed for the meeting will not be accepted.
- h) At the EGM, the Chairman of the meeting will deal with questions/comments which are relevant to the agenda item in the Notice of EGM.
- i) **Voting on the Resolution listed in the Notice of EGM** - Ordinary shareholders with voting rights could vote their preference on the Resolution and, procedure/s with regard to same will be explained at the EGM.
- j) The date fixed for the EGM will not be affected even if a public holiday is declared or curfew is imposed on such date since arrangements will be in place to proceed via an on-line platform.

OUTLINE OF THE REGISTRATION/PARTICIPATION PROCESS FOR THE VIRTUAL EGM

1. The information (name, national identity card number/CDS account number etc.) received of a shareholder in his/her request to register for the above, should tally with the information in the Register of Shareholders. If the Company is satisfied with the request and supporting documents, it will accept such request for registration for participation at the EGM and will forward an email confirmation acknowledging the registration.
2. The shareholders and proxy holders whose on-line participation requests have been accepted will receive a separate email containing the Microsoft Teams meeting link/web-link from the Company, twenty-four (24) hours prior to the commencement of the EGM together with further instructions/guidelines. If the Shareholder has appointed a valid Proxy, such email with instructions/guidelines will be forwarded to the relevant Proxy holder.
3. Shareholders/proxy holders are required to click on the Microsoft Teams Meeting link and click on "JOIN" which will be prompted on the screen for the shareholders to join the Virtual EGM. An authorized officer of the Bank will allow you to enter the Virtual EGM.

It is recommended that the Shareholders / Proxy holders complete the process outlined above and join the EGM at least five (05) minutes before the start of the EGM.

4. Shareholders/ Proxy holders are given the opportunity to raise your questions/concerns verbally (within a given time slot) via the 'Raise Hand' option. Once your name is called upon by the Chairman you can unmute the microphone and raise your questions/concerns.
5. When declaring the voting on the resolution, Chairman will take into account the voting of the Shareholders/ Proxy holders participating virtually. Thirty (30) seconds will be allocated for Shareholders / Proxy holders to cast the vote in respect of the resolution by clicking the 'raise hand' option or by typing 'YES' on the chat box.
6. In a situation where a poll is demanded, shareholders are required to vote on the poll, a mechanism similar to that referred to for voting, will be applicable. This will be moderated by the Chairman of the meeting.

It is advised to check the online EGM access at least 3 hours prior to the meeting and also ensure that your devices have an audible sound system so that you could participate in the EGM without any inconvenience.

PARTICIPATION AT THE EXTRAORDINARY GENERAL MEETING (EGM)

Shareholders who wish to participate in the EGM virtually (on-line) are requested to email the following information to egm2023@seylan.lk with the email subject titled "SEYLAN EGM 2023".

Details of shareholder		
1. Full name		
2. Address		
3. National Identity Card number/ Company Registration number		
4. CDS Account number		
5. Contact number	Land line (residence/work):	Mobile:
6. Email address of shareholder <i>(on-line meeting link will be forwarded by the Company to such email)</i>		