



Company Registration No: PQ9
Registered Office: Seylan Towers, 90,
Galle Road, Colombo 03, Sri Lanka
Telephone: +94 11 2456589 / 2456584

28th February 2025

Dear Shareholder,

ANNUAL REPORT – 2024

In terms of Rule 7.5 of the Listing Rules of the Colombo Stock Exchange ('CSE') which provides the flexibility for the listed companies to decide on the mode of dispatching Annual Reports to its shareholders and holders of other securities, Seylan Bank PLC ('the Bank') has uploaded its Annual Report for the year 2024 in the Bank's website, www.seylan.lk as well as in the CSE's website, www.cse.lk. The Bank will not be circulating a printed copy or a softcopy in the CD-form of the Annual Report.

For ease of access of the Annual Report 2024, please use the following links:

Bank's website:

<https://www.seylan.lk/about-us/investor-relation> or scan the QR code below.

QR code:



CSE's website:

<https://www.cse.lk/pages/company-profile>

If you wish to receive a printed copy of the Annual Report 2024, you may make a request to the undersigned by completing the information in "Form of Request for Printed Copy of the Annual Report 2024" enclosed in this booklet, in accordance with the instructions given. A printed copy will be forwarded to you within eight (8) market days of receiving your written request.

Shareholders may contact the following staff at the Company Secretariat of the Bank on telephone numbers during working hours if they have any queries or need any clarification with regard to the above:

Ms. Heshani Fernando - Tel : 011 2456589
Ms. Chryshanie Benjamin - Tel : 011 2456584

Yours faithfully,

A handwritten signature in black ink, appearing to be 'S. Poulraj', written over a horizontal line.

(Mrs) Saraswathie Poulraj
Company Secretary

Notice of Meeting

NOTICE IS HEREBY GIVEN THAT the Thirty Eighth (38th) Annual General Meeting of Seylan Bank PLC ('the Bank' or 'the Company') will be held on **Friday, 28th day of March 2025 at 10.00 a.m.** at "The Balmoral", of The Kingsbury Hotel, 48 Janadhipathi Mawatha, Colombo 01, Sri Lanka for the following purposes:

1. To receive and consider the Annual Report of the Board of Directors on the State of Affairs of the Company and the Audited Financial Statements for the year ended 31 December 2024 together with the Report of the Auditors thereon.
2. **Ordinary Resolution No.1**
To approve a first and final dividend of LKR 3.50 (in the form of a cash dividend) for the financial year ended 31 December 2024 as recommended by the Board of Directors.
3. **Ordinary Resolution No. 2**
To re-elect as a Director, Mr D M Rupasinghe, who retires by rotation at the Annual General Meeting in terms of Article 82 of the Articles of Association of the Company.
4. **Ordinary Resolution No. 3**
To re-elect as a Director, Mr L H A Lakshman Silva, who retires by rotation at the Annual General Meeting in terms of Article 82 of the Articles of Association of the Company.
5. **Ordinary Resolution No. 4**
To re-appoint Messrs. KPMG, Chartered Accountants as the Auditors of the Company for the ensuing year and to authorize the Board of Directors to determine their remuneration.
6. **Ordinary Resolution No. 5**
To authorize the Board of Directors to determine donations to be made by the Bank during the year 2025.
7. To consider any other business of which due notice may have been given.

By Order of the Board of Directors
Seylan Bank PLC



(Mrs) Saraswathie Poulraj
Company Secretary

25 February 2025
Colombo

Notice of Meeting

Please refer following instructions regarding attendance at the meeting:

- (a) An Ordinary (voting) shareholder who is entitled to attend, speak and vote at the meeting is entitled to appoint a proxyholder to attend, speak and vote on his/her behalf.
- (b) An Ordinary (non-voting) shareholder who is entitled only to attend and speak at the meeting is entitled to appoint a proxyholder to attend and speak on his/her behalf.
- (c) A proxyholder need not be a shareholder of the Company. A form of proxy is enclosed for this purpose.
- (d) The completed form of proxy should be deposited at the Office of the Company Secretary at Level 15, Seylan Towers, No.90, Galle Road, Colombo 03 not less than 48 hours before the time appointed for the holding of the Annual General Meeting. Only registered proxyholders will be permitted to attend the Annual General Meeting.
- (e) Shareholders/proxyholders are requested to bring with them their National Identity Cards or any other form of valid identification (e.g. passport, driving license) when attending the Annual General Meeting.

Form of Proxy (Voting Shareholders) Annual General Meeting (AGM)

I/We* (full name of shareholder and names of joint holder/s; if any)

..... of (address of main shareholder)

..... being shareholder/s of Seylan Bank PLC

(the Company) hereby appoint (full name of proxyholder)

(NIC No.....) of.....(whom

failing)

Justice Buwaneka Pandukabaya Aluwihare, PC of Thalawathugoda, (whom failing)

Mr Ramesh Joseph Jayasekara of Colombo 04, (whom failing)

Mrs Sandya Kumari Salgado of Panadura, (whom failing)

Mr Don Manuwelge Don Krishan Thilakaratne of Battaramulla, (whom failing)

Mr Dissanayake Mudiyanseelage Rupasinghe of Kadawatha, (whom failing)

Mr Lokugan Hewage Ananda Lakshman Silva of Dehiwela, (whom failing)

Mrs Vithana Godellage Sarajika Sunjeevani Kotakadeniya of Nugegoda, (whom failing)

Mrs Averil Anne Ludowyke of Rajagiriya,

as my/our* Proxy to represent me/us* on my /our* behalf at the Thirty Eighth (38th) Annual General Meeting of the Company to be held on **Friday, 28 day of March 2025 at 10.00 a.m.** and at any adjournment thereof.

I/We* the undersigned hereby authorize my/our* Proxy to vote for me/us* and on my/our* behalf in accordance with the preferences as indicated below (please mark your preference with an "X"):

| Ordinary Resolution No. | FOR | AGAINST |
|--|--------------------------|--------------------------|
| 1. To approve a first and final dividend of LKR 3.50 (Rupees Three and Fifty Cents) per share in the form of a cash dividend for the financial year ended 31 December 2024 as recommended by the Board of Directors. | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To re-elect as a Director, Mr D M Rupasinghe, who retires by rotation in terms of Article 82 of the Articles of Association of the Company. | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To re-elect as a Director, Mr L H A Lakshman Silva, who retires by rotation in terms of Article 82 of the Articles of Association of the Company. | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To re-appoint Messrs. KPMG, Chartered Accountants as the Auditors of the Company for the ensuing year and to authorize the Directors to determine their remuneration for the said financial year. | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. To authorize the Board of Directors to determine donations that may be made by the Bank during the year, 2025. | <input type="checkbox"/> | <input type="checkbox"/> |

(*Please strike off inappropriate words)

Signed this.....day of.....2025

.....
Signature/s of Shareholder/s

.....
NIC/PP/Co. Reg. No. of Shareholder/s

.....
Folio No.

.....
Contact Number of the Shareholder

Form of Proxy (Voting Shareholders)

NOTES AND INSTRUCTIONS FOR THE COMPLETION OF FORM OF PROXY

1. In terms of Article 63 of the Articles of Association of Seylan Bank PLC (‘the Bank’) the instrument appointing a proxy shall be in writing and;

- (i) in the case of an individual be under the hand of the shareholder or his attorney or
- (ii) if such shareholder is a company or corporation either under its common seal or under the hand of an officer or attorney authorized in that behalf in accordance with its Articles of Association or Constitution.

In terms of Article 69, a company or corporation being a member of the Bank may appoint any of its officers or any other person to be its representative or proxy at any meeting or meetings of the Bank and any person so appointed shall be entitled to be present and vote and exercise all other powers in regard to any such meeting on behalf of the company or corporation which he/she represents as if he/she were a member holding the shares of such company or corporation.

(The Bank may, but shall not be bound to require evidence of the authority of any such attorney or representative officer).

2. The full name and address of the Ordinary Voting shareholder should be filled legibly on the Form of Proxy together with the National Identity Card Number/Passport/Company Registration Number/CDS Account Number (as applicable).

3. Ordinary Voting shareholders shall indicate with an ‘X’ in the space provided as to how the proxy is to vote on each of the resolutions. If no indication is given, the proxy of an Ordinary Voting shareholder shall exercise his/her discretion and vote as he/she thinks fit.

4. The completed Form of Proxy should either be:

- (i) addressed to the Company Secretary of Seylan Bank PLC and posted or hand delivered to the registered office of the Bank, at Seylan Towers, No. 90, Galle Road, Colombo 03, **OR**
- (ii) Scanned and emailed to the email address: agm2025@seylan.lk with the email subject titled “SEYLAN AGM PROXY” or faxed to fax number 011-2452584;

not later than forty eight (48) hours before the time appointed for the holding of the Meeting for the administrative purpose, and no registration of Proxies will be accommodated at the venue on the date of the AGM.

5. If the Form of Proxy has been signed by an attorney, a copy of the Power of Attorney certified by a Notary Public should accompany the completed Form of Proxy for registration, if such Power of Attorney has not already been registered with the Bank.

6. If there is any doubt as to how the vote is to be exercised, by reason of the manner in which the Form of Proxy has been completed, no vote will be recorded by the Form of Proxy.

REQUEST TO SHAREHOLDERS

Shareholders are kindly requested to indicate the ‘Folio Number’ appearing in the Address Label (pasted on the envelope) in the space provided for ‘Folio Number’ in the Form of Proxy. This is for the convenience of the Registrars. However, please note that non-indication of the ‘Folio Number’ will not invalidate the Form of Proxy, under any circumstances.

Form of Proxy (Non-Voting Shareholders) Annual General Meeting (AGM)

I/We* (full name of shareholder and names of joint holder/s; if any)

..... of (address of main shareholder)

..... being shareholder/s of Seylan Bank PLC ('the Company')

hereby appoint (full name of proxyholder)

(NIC No.....) of..... (whom failing)

Justice Buwaneka Pandukabaya Aluwihare, PC of Thalawathugoda, (whom failing)

Mr Ramesh Joseph Jayasekara of Colombo 04, (whom failing)

Mrs Sandya Kumari Salgado of Panadura, (whom failing)

Mr Don Manuwelge Don Krishan Thilakaratne of Battaramulla, (whom failing)

Mr Dissanayake Mudiyanseelage Rupasinghe of Kadawatha, (whom failing)

Mr Lokugan Hewage Ananda Lakshman Silva of Dehiwela, (whom failing)

Mrs Vithana Godellage Sarajika Sunjeevani Kotakadeniya of Nugegoda, (whom failing)

Mrs Averil Anne Ludowyke of Rajagiriya,

as my/our* Proxy to represent me/us* on my /our* behalf at the Thirty Eighth (38th) Annual General Meeting of the Company to be held on **Friday, 28 day of March 2025 at 10.00 a.m.** and at any adjournment thereof.

(*Please strike off inappropriate words)

Signed this..... day of.....2025

.....
Signature/s of Shareholder/s

.....
NIC/PP/Co. Reg. No. of Shareholder/s

.....
Folio No.

.....
Contact Number of the Shareholder

Form of Proxy (Non-Voting Shareholders)

NOTES AND INSTRUCTIONS FOR THE COMPLETION OF FORM OF PROXY

1. In terms of Article 63 of the Articles of Association of Seylan Bank PLC ('the Bank') the instrument appointing a proxy shall be in writing and;
 - (i) in the case of an individual be under the hand of the shareholder or his attorney or
 - (ii) if such shareholder is a company or corporation either under its common seal or under the hand of an officer or attorney authorized in that behalf in accordance with its Articles of Association or Constitution.

In terms of Article 69, a company or corporation being a member of the Bank may appoint any of its officers or any other person to be its representative or proxy at any meeting or meetings of the Bank. (The Bank may, but shall not be bound to require evidence of the authority of any such attorney or representative officer).
2. The full name and address of the Ordinary Non-voting shareholder should be filled legibly on the Form of Proxy together with the National Identity Card Number/Passport/Company Registration Number/CDS Account Number (as applicable).
3. The completed Form of Proxy should either be:
 - (i) addressed to the Company Secretary of Seylan Bank PLC and posted or hand delivered to the registered office of the Bank, at Seylan Towers, No. 90, Galle Road, Colombo 03, OR
 - (ii) Scanned and emailed to the email address: agm2025@seylan.lk with the email subject titled "SEYLAN AGM PROXY" or faxed to fax number 011-2452584;

not later than forty eight (48) hours before the time appointed for the holding of the Meeting for the administrative purpose, and no registration of Proxies will be accommodated at the venue on the date of the AGM.
4. If the Form of Proxy has been signed by an attorney, a copy of the Power of Attorney certified by a Notary Public should accompany the completed Form of Proxy for registration, if such Power of Attorney has not already been registered with the company.

REQUEST TO SHAREHOLDERS

Shareholders are kindly requested to indicate the 'Folio Number' appearing in the Address Label (pasted on the envelope) in the space provided for 'Folio Number' in the Form of Proxy. This is for the convenience of the Registrars. However, please note that non-indication of the 'Folio Number' will not invalidate the Form of Proxy, under any circumstances.

Seylan Bank PLC - Form of Request for a Printed Copy of the Annual Report 2024

To:

The Company Secretary,
Seylan Bank PLC
Seylan Towers, 90, Galle Road, Colombo 3

I would like to receive the printed version of the Annual Report 2024 of Seylan Bank PLC.

Voting Shareholder/s Non-voting shareholder/s Both

| | | | |
|---|---------|-----------------|-------------------------|
| Full Name of Shareholder: | | | |
| Address: (please enter the relevant postal code of town/area) | | | |
| Shareholders' NIC/ Passport/Company Registration No. | | CDS Account No. | |
| Folio Number indicated in the address label: | | | |
| Contact details: | Mobile: | Land line: | Email address (if any): |
| Signature: (in the case of a corporate entity, an authorized officer shall sign under the Company rubber stamp) | | | Date: |

Notes:

1. Please complete the above Form by filling legibly the required information and signing in the space provided.

In the event the shareholder is a company, the Form of Request should be signed by a duly authorized officer of the company with the Company Rubber Stamp.

2. Please forward the completed Form of Request to the Company Secretariat by any one of the following methods-

By Post/By hand addressed to:
Company Secretary,
Seylan Bank PLC, "Seylan Towers", No. 90, Galle Road, Colombo 03

Or,

By email to - agm2025@seylan.lk

- Signature is not required if sent from the individual shareholder's personal email
- However, in the case of a corporate entity, or an individual who wants to send the information from a third-party email, a duly completed/signed scanned copy of the above form shall be attached.

PRINTED MATTER

If undelivered, please return to:

The Company Secretary
Seylan Bank PLC
Level 15, Seylan Towers
90, Galle Road,
Colombo 03,
Sri Lanka