NationsTrustBank

8 September 2026

Ms. Nilupa Perera
Chief Regulatory Officer
Colombo Stock Exchange
04-01 West Block
World Trade Centre, Echelon Square
Colombo 01.

Dear Madam,

NATIONS TRUST BANK PLC – RIGHTS ISSUE OF ORDINARY NON-VOTING CONVERTIBLE SHARES (CONVERTIBLE TO ORDINARY VOTING SHARES) TO THE HOLDERS OF ORDINARY VOTING SHARES AND ORDINARY NON-VOTING CONVERTIBLE SHARES TO RAISE A SUM OF LKR 13,867,522,230.00

We write to inform you that the Board of Directors of Nations Trust Bank PLC ('the Bank'), resolved at their Meeting held on 7 September 2026 to issue up to 45,467,286 of Ordinary Non-Voting Convertible Shares to both existing Ordinary Voting Shareholders and Ordinary Non-Voting Convertible Shareholders by way of a rights issue ("Rights Issue") on the following basis;

1. The Rights Issue shall be subject to the Colombo Stock Exchange (CSE) approving, in principle, the issue and listing of the Ordinary Non-Voting Convertible Shares, the listing of the Ordinary Voting Shares following conversion of the Ordinary Non-Voting Convertible Shares, and the Bank obtaining the approval of the holders of both Ordinary Voting Shares and Ordinary Non-Voting Convertible Shares by way of a Special Resolution at a General Meeting.

2. The number of shares to be issued by way of the Rights Issue shall be 45,467,286 Ordinary Non-Voting Convertible Shares, being shares of the same class as the existing Ordinary Non-Voting Convertible Shares issued by the Bank. The key rights and characteristics of such shares are set out below:

    a. the holders shall have no voting rights, but shall have the same rights as holders of Ordinary Voting Shares in all other respects;

    b. the shares shall have no nominal or par value;

    c. the shares shall be transferable in the manner provided in the Articles of Association of the Bank;

    d. upon final allotment, the shares shall rank *pari passu* in all respects with each other and with the existing Ordinary Non-Voting Convertible Shares in issue, including the right to an equal share in dividends declared and paid by the Bank after the final allotment;

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e. the holders shall have the option to convert the shares into Ordinary Voting Shares at the end of each calendar quarter, at a conversion ratio of one Ordinary Voting Share for every one Ordinary Non-Voting Convertible Share. Such conversion shall be at the option of the holder of the Ordinary Non-Voting Convertible Share(s), with no time limitation for conversion.

3. The shares shall be issued in the proportion of three (03) Ordinary Non-Voting Convertible Shares for every twenty-two (22) Ordinary Voting Shares and/or Ordinary Non-Voting Convertible Shares held by Shareholders whose names appear in the Register of Shareholders as at the relevant date.

4. The consideration for which the shares are to be issued shall be LKR 305/- per share.

5. The amount proposed to be raised through the Rights Issue shall be LKR 13,867,522,230.00

6. The current Stated Capital of the Bank is LKR 13,990,602,710.09, represented by 288,491,548 Ordinary Voting Shares and 44,935,218 Ordinary Non-Voting Convertible Shares.

7. Following completion of the Rights Issue, if fully subscribed, the number of Ordinary Voting Shares shall remain at 288,491,548 the number of Ordinary Non-Voting Convertible Shares shall increase to 90,402,504 and the Stated Capital of the Bank shall increase to LKR 27,858,124,940.09 (by LKR 13,867,522,230.00)

8. The purpose of the Rights Issue is to strengthen the Bank's Common Equity Tier 1 capital position, thereby enabling sustainable growth and greater scale while ensuring that adequate buffers are maintained to absorb heightened risks.

9. The Bank complies with Section 5.1.1(c) of the Listing Rules of the Colombo Stock Exchange, on the basis that the total value of all other classes of shares issued at any given time, including the proposed issuance of 45,467,286 Ordinary Non-Voting Convertible Shares for an aggregate value of LKR 13,867,522,230.00, shall not exceed fifteen per cent (15%) of the Bank's shareholder funds. The Bank's shareholder funds as per the Interim Financial Statements as at 30 June 2026 amount to LKR 103,928,679,041.13. Following completion of the Rights Issue, if fully subscribed, the Bank's share holder funds shall increase up to LKR 117,796,201,271.13.

Yours faithfully,
Nations Trust Bank PLC

Peshala Attygalle
General Counsel/Company Secretary