



සමුපත බැංකුව
சம்பத் வங்கி
Sampath Bank

SAMPATH BANK PLC

(Company Registration No. PQ 144)

No. 110, Sir James Peiris Mawatha,
Colombo 02, Sri Lanka.

Tel: 0115600600/0114730630

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 36th Annual General Meeting of Sampath Bank PLC (the Company) will be held at the "Board Room" of the Bank on 4th Floor, Sampath Bank PLC, at No. 110, Sir James Peiris Mawatha, Colombo 02, Sri Lanka, to be convened through an "online virtual" platform by using "audio-visual" tools on 30th March 2022 at 9.00 a.m. for the following purposes:

1. To receive and consider the Annual Report of the Board of Directors on the Affairs of the Company.
2. To receive and consider the Statement of Audited Accounts for the year ended 31st December 2021 with the Report of the Auditors thereon.
3. To approve the cash dividend of Rs.4.25 per share recommended by the Board of Directors as the first and final dividend for the financial year 2021.
4. To re-elect Mr Rushanka Silva who retires by rotation at the Annual General Meeting as a Director in terms of Article No. 87 of the Articles of Association of the Company.
5. To re-elect Mr Dilip de S Wijeyeratne who retires by rotation at the Annual General Meeting as a Director in terms of Article No. 87 of the Articles of Association of the Company.
6. To re-elect Mr Vajira Kulatilaka who retires by rotation at the Annual General Meeting as a Director in terms of Article No. 87 of the Articles of Association of the Company.
7. To approve the donations and contributions made by the Directors during the year under review and to grant approval to the Board of Directors to make any donations or subscriptions as it may consider appropriate during the financial year 2022.
8. To re-appoint Messrs Ernst & Young, Chartered Accountants as Auditors of the Company for the ensuing year and to authorise the Directors to determine their remuneration.

By Order of the Board,

R. L. S. Senarathne

LASANTHA SENARATNE
Company Secretary

Colombo, Sri Lanka
15th February 2022

Notes:

- I. A member is entitled to appoint a Proxy to participate and vote on his/her/its behalf and a Proxy need not be a member of the Company. A Form of Proxy is enclosed for this purpose.
- II. The completed Form of Proxy should be deposited at the Registered Office (Secretariat Department) of the Company at No. 110, Sir James Peiris Mawatha, Colombo 02, Sri Lanka, or scanned and emailed to "company_secretary@sampath.lk", **not less than 48 hours before**, the appointed time for holding the Annual General Meeting (AGM).
- III. The Board of Directors, having taken into consideration the health and safety guidelines issued by the authorities in view of the COVID-19 pandemic, and the guidelines issued by Colombo Stock Exchange on convening virtual shareholder meetings, has decided to hold the Annual General Meeting through an "online virtual" platform by using "audio-visual" tools in conformity with the applicable regulatory provisions.
- IV. Shareholders/ Proxy holders who wish to participate at the Annual General Meeting through the online platform are kindly requested to complete and forward the "Annexure II - Registration of Shareholder Details" attached hereto, by post to the Registered Office of the Company, or email the same to the email address "company_secretary@sampath.lk" with the email subject title "SAMP AGM 2022" **not less than 48 hours before**, the appointed time for holding of the Annual General Meeting.

Shareholders are requested to provide their email addresses in the space provided in "Annexure II" in order to forward the web-link if they wish to participate at the meeting through the online platform.
- V. The Chairman, certain members of the Board and key essential officials for the administration of formalities to conduct the meeting, will be physically present at the Registered Office.
- VI. Voting on the items listed in the Agenda will be registered by using an online platform and the procedures to be followed when voting will be explained to the shareholders prior to the commencement of the meeting.
- VII. Shareholders who wish to appoint a member of the Board of Directors as his/her proxy to represent them at the AGM may do so by completing the Form of Proxy. In such event the email address of the proxy holder will not be required.
- VIII. Shareholders may send their questions/comments on the items listed in the Agenda of the Notice convening the AGM by email to "company_secretary@sampath.lk" or by post to Company Secretary, Sampath Bank PLC, No. 110, Sir James Peiris Mawatha, Colombo 02, Sri Lanka **not less than 48 hours before**, holding of the meeting.
- IX. Only registered shareholders and registered proxy holders will be permitted to participate and vote at the AGM virtually.



සමුපත බැංකුව
சம்பத் வங்கி
Sampath Bank

SAMPATH BANK PLC

(Company Registration No. PQ 144)

No. 110, Sir James Peiris Mawatha,
Colombo 02, Sri Lanka.

Tel: 0115600600/0114730630

CIRCULAR TO SHAREHOLDERS

Dear Shareholder/s,

SUBMISSION OF BANK'S ANNUAL REPORT TO SHAREHOLDERS

We write to appraise you that in terms of Section 7.5 of the Listing Rules of the Colombo Stock Exchange (CSE), a listed entity is permitted to issue the Annual Reports to its Shareholders in a mode, other than in printed form, provided it complies with the requirement set out therein.

Therefore, the Annual Report and Financial Statements of Sampath Bank PLC for the year ended 31st December 2021 are available on the:

- (1) Corporate Website
<https://www.sampath.lk/en/investor-relations/annual-reports>
- (2) Colombo Stock Exchange
<https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=SAMP.N0000>

The Annual Report and Financial Statements of Sampath Bank PLC for 2021 can also be accessed by scanning the following QR code.



We believe that as a responsible corporate citizen managing the impact of our activities on the environment is an integral part of our accountable and sustainable business practice.

As per the above-mentioned rule, if a printed copy of the Annual Report is required, a written request (Annexure I) shall be made by the shareholder informing such requirement to the Company. Accordingly, within Eight (08) market days of the receipt of such request and provided that the Annual Report been released to the CSE, the Company shall send a printed copy of the Annual Report to the requesting shareholder.

Yours faithfully,

R. L. S. Senarathne
LASANTHA SENARATNE
Company Secretary

15th February 2022

FORM OF PROXY

AGM 2022

THIRTY SIXTH ANNUAL GENERAL MEETING

Sampath Bank PLC
110, Sir James Peiris Mawatha,
Colombo 02, Sri Lanka.

I/We

bearing NIC No./Passport No./Company Reg. No. of

being a member/members of Sampath Bank PLC (the Company) hereby appoint Mr/Mrs/Miss/Ven/Rev.....

bearing NIC No./Passport No. of

..... whom failing:

- | | | | |
|------------------------------|-------------|----------------------------------|-------------|
| 1. Mr Harsha Amarasekera | failing him | 7. Mr Vajira Kulatilaka | failing him |
| 2. Mr Rushanka Silva | failing him | 8. Mrs Keshini Jayawardena | failing her |
| 3. Mr Deshal de Mel | failing him | 9. Mr Vinod Hirdaramani | failing him |
| 4. Mr Dilip de S Wijeyeratne | failing him | 10. Mr Nanda Fernando | failing him |
| 5. Ms Aroshi Nanayakkara | failing her | 11. Mr Ajantha de Vas Gunasekara | |
| 6. Dr Sanjiva Weerawarana | failing him | | |

as my/our proxy to participate and vote for me/us on my/our behalf at the Thirty Sixth Annual General Meeting of the Company to be held at the "Board Room" of the Bank on 4th Floor, Sampath Bank PLC, at No. 110, Sir James Peiris Mawatha, Colombo 02, Sri Lanka, to be convened through an "online virtual" platform by using "audio-visual" tools on 30th March 2022 at 9.00 a.m. and at any adjournment thereof.

Please mark your preference with "X"

- | | FOR | AGAINST |
|--|--------------------------|--------------------------|
| 1. To receive and consider the Annual Report of the Board of Directors on the Affairs of the Company. | ☐ | ☐ |
| 2. To receive and consider the Statement of Audited Accounts for the year ended 31st December 2021 with the Report of the Auditors thereon. | ☐ | ☐ |
| 3. To approve the cash dividend of Rs.4.25 per share recommended by the Board of Directors as the first and final dividend for the financial year 2021 set out in the Notice convening the meeting. | ☐ | ☐ |
| 4. To re-elect Mr Rushanka Silva who retires by rotation at the Annual General Meeting as a Director in terms of Article No. 87 of the Articles of Association of the Company. | ☐ | ☐ |
| 5. To re-elect Mr Dilip de S Wijeyeratne who retires by rotation at the Annual General Meeting as a Director in terms of Article No. 87 of the Articles of Association of the Company. | ☐ | ☐ |
| 6. To re-elect Mr Vajira Kulatilaka who retires by rotation at the Annual General Meeting as a Director in terms of Article No. 87 of the Articles of Association of the Company. | ☐ | ☐ |
| 7. To approve the donations and contributions made by the Directors during the year under review and to grant approval to the Board of Directors to make any donations or subscriptions as it may consider appropriate during the financial year 2022. | ☐ | ☐ |
| 8. To re-appoint Messrs Ernst & Young, Chartered Accountants as Auditors of the Company for the ensuing year and to authorize the Directors to determine their remuneration. | ☐ | ☐ |

Signed on this day of 2022

Signature/s

NIC/Passport/Company Reg. No. of Shareholder/s

Note: 1. Proxy need not be a member of the Company

2. Instructions as to completion of the Form of Proxy are given in the next page

INSTRUCTIONS AS TO COMPLETION

1. Kindly perfect the Form of Proxy, after filling in legibly your full name and address and by signing in the space provided.
2. The completed Form of Proxy should be deposited at the Registered Office (Secretariat Department) of the Company at No.110, Sir James Peiris Mawatha, Colombo 02, Sri Lanka, **not less than 48 hours before**, the appointed time for holding the Annual General Meeting and **no registration of Proxies will be accommodated at the venue on the date of the Annual General Meeting.**
3. If you wish to appoint a person other than Chairman, Deputy Chairman or a Director of the Company as your Proxy, please insert the relevant details in the space provided before names of the Board of Directors on the Form of Proxy.
4. Article No. 73 of the Articles of Association of Company provides that: "Any corporation which is a member of the Company may, by resolution of its directors or other governing body, authorize such person as it thinks fit to act as its representative at any meeting of the Company or of any class of members of the Company, and the person so authorized shall be entitled to exercise the same powers on behalf of such corporation as the corporation could exercise if it were an individual member of the Company".
5. Please mark your preference with "X" in the space provided, how your Proxy is to vote on the resolution. If no indication is given, the Proxy, at his/her discretion, will vote as he/she thinks fit.
6. Article No. 63 of the Articles of Association of the Company provides that: "In the case of joint-holders of a share, the senior who tenders a vote, whether in person or by proxy or by attorney or by representative shall be accepted to the exclusion of the votes of the other joint-holders, and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding".
7. In the case of a Company/Corporation, the Proxy must be under its **Common Seal** which should be affixed and/or attested in the manner prescribed by its Articles of Association.
8. In the case of a Proxy signed by an Attorney, the Power of Attorney must be deposited at the Registered Office of the Company for registration.

Name of Shareholder	:	
NIC/Passport/Company Reg. No. of Shareholder	:	
Membership No./Share Certificate No.	:	
CDS A /C No. [if applicable]	:	
No. of Shares	:	
Name of Proxy holder	:	
NIC No./Passport No. of Proxy holder	:	

FORM OF REQUEST

To : Company Secretary
Sampath Bank PLC
No.110, Sir James Peiris Mawatha,
Colombo 02, Sri Lanka.

REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT - 2021

I/We would like to request for a printed copy of the Annual Report of Sampath Bank PLC for the financial year ended 31st December 2021.

My/our details are as follows;

Full Name of Shareholder	
Shareholder's NIC/ Passport/ Company Registration No.	
Membership No./ CDS Account No.	
Number of Shares	
Address	
Contact No.	
Name of the nearest Sampath Bank, Branch (to collect the printed copy of the Annual Report)	

.....
Signature/s

.....
Date

Notes:

1. The Form of Request should be filled in legibly, signed and dated.
2. The duly completed Form of Request should be mailed/delivered to the Company Secretary, Sampath Bank PLC, No. 110, Sir James Peiris Mawatha, Colombo 02, Sri Lanka, or the same may be handed over to any nearest Sampath Bank Branch to reach the Company Secretary.
3. In the event of joint shareholding, the Form of Request may be executed by the registered primary shareholder.
4. In the case of a Company/Corporation, the Form of Request must be under its **Common Seal** which should be affixed and attested in the manner prescribed by its Articles of Association.
5. For any queries regarding the Form of Request you may contact the following officers attached to the Bank's Secretariat Department during normal office hours.

Name	Contact No.	Fax No.	Email
Malaka Liyanage	+94 11 5407728	+94 11 2300924	shareholder_relations1@sampath.lk
Ayodhya Kuruppu	+94 11 5407729	+94 11 2300924	share.ofc5@sampath.lk

Membership No./CDS Account No./NIC No.

SAMPATH BANK PLC
REGISTRATION OF SHAREHOLDER DETAILS

To : Company Secretary
 Sampath Bank PLC
 No: 110, Sir James Peiris Mawatha,
 Colombo 02, Sri Lanka.

I/We or my/our proxy wish to participate at the 36th AGM to be convened through an "online virtual" platform by using "audio-visual" tools on 30th March 2022 at 9.00 a.m.

Yes

No

1. Full Name of the Shareholder/s :
2. Name of Joint holder/s (If any):
 1)
 2)
3. Shareholder/s Address :
4. Shareholder/s NIC No. / Passport No. / Co. Reg No.:
5. National Identity card number/s of Joint holder/s:
 1) 2)
6. Shareholder/s Contact No. (Residence):.....
7. Mobile No.:
8. Name of the Proxy holder:
9. Proxy holder's NIC No. / Passport No.:
10. Proxy holder's Contact No. (Residence):.....
11. Proxy holder's Mobile No.:
12. Shareholder's/ Proxy holder's E-mail :

 Shareholder's Signature Date

 1st Joint holder's Signature Date

 2nd Joint holder's Signature Date

Note:

- Shareholders are requested to provide their email address in the space provided in order to forward the web-link if they wish to view the proceedings of the AGM through an online platform.
- In the case of a Company/Corporation, the shareholder details form must be under its **Common Seal** which should be affixed and attested in the manner prescribed by its Articles of Association.
- In the case of a shareholder details form signed by an Attorney, the Power of Attorney must be deposited at the Registered Office of the Company for registration.
- Shareholders/ Proxy holders who wish to participate at the Annual General Meeting through the online platform are kindly requested to complete and forward the "Annexure II - Registration of Shareholder Details", by post to the Registered Office of the Company, or email the same to the email address "company_secretary@sampath.lk" with the email subject title "SAMP AGM 2022", **not less than 48 hours before**, the appointed time for holding of the Annual General meeting.

Printed Matter

INLAND POSTAGE PAID

M - 49

Secretariat, No. 110, Sir James Peiris Mawatha,
Colombo 02, Sri Lanka.

සමුප්ප් වාங்கි
Sampath Bank



If Undelivered, Please Return to: