



HNB Assurance PLC
Legal & Company Secretarial Division,
“Iceland Business Center”,
No: 30, Sri Uttarananda Mawatha,
Colombo 3,
Sri Lanka.
08th March 2024

CIRCULAR TO SHAREHOLDERS

Dear Shareholder,

CIRCULATION OF ANNUAL REPORT TO SHAREHOLDERS

We wish to bring to your notice that in terms of the recent amendment of Rule 7.5 of the Listing Rules of the Colombo Stock Exchange, the Listed Companies are provided with the flexibility regarding the mode of dispatching the Annual Reports. The shareholders can access the Annual Report of the Company via Colombo Stock Exchange Website <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=HASU.N0000>

Hence, HNB Assurance PLC has decided to circulate the Annual Report for the Financial Year 2023 to the shareholders in the Company website but not in the printed format unless so requested by a shareholder.

The Annual Report for the Financial Year 2023 is available on the Company website <https://www.hnbassurance.com/finance> and if you wish to receive the Annual Report in printed form kindly inform the Company to this effect by completing and posting/delivering (to the above mentioned address) or faxing (to Fax No: 0094 11 2337423) the attached Form of Request to reach the Company on or before **15th March 2024**. A printed copy will be sent by the Company within eight (08) market days of receipt of the request.

Kindly note that in the event we do not receive the completed Form of Request as advised above, the printed copy will not be posted to you.

Further, kindly be notified that the Notice of Meeting together with Proxy Form has been published in the Company's website (<https://www.hnbassurance.com/download>)

In the event that you require any assistance, you may contact the following officials during office hours (Monday to Friday between 8.30 a.m. and 4.30 p.m.) on the following contact numbers/ e- mail addresses:

Name	Contact Nos.	E – mails
Mr. Pramod Wijesinghe	+94 114 326 544	vindana.pramod@hnbassurance.com
Mr. Pathum Peiris	+94 114 326 544	pathum.peiris@hnbgeneral.com

By Order of the Board of HNB Assurance PLC,

K. Y. S. GUNADASA
BOARD SECRETARY

Encl: Form of Annual Report Request, Notice of Meeting and Form of Proxy

HNB ASSURANCE PLC (PQ 108)
FORM OF REQUEST

To : HNB Assurance PLC
Legal & Company Secretarial Division
"Iceland Business Center"
No 30, Sri Uttarananda Mawatha
Colombo 3.

REQUEST FOR A PRINTED COPY OF THE HNB ASSURANCE PLC
ANNUAL REPORT

Please indicate "✓" in the given box.

With reference to the Circular to shareholders dated 08th March 2024.

- I would like to receive a printed copy of the Annual Report. ☐

- සහාජනිකූලයේ පණිවිඩය, ප්‍රධාන විධායක නිලධාරීතුමාගේ විවරණය හා ප්‍රධාන මූල්‍ය වාර්තා පිටුවල සිංහල පරිවර්තනයේ පිටපතක් ලබා ගැනීමට කැමැත්තේ. ☐

- தமிழில் மொழிபெயர்க்கப்பட்ட, அவைத்தலைவியின் செய்தி பிரதம நிறைவேற்று அதிகாரியின் மீளாய்வு மற்றும் பிரதான கணக்கியல் கூற்றுக்களையும் பெற்றுக்கொள்ள விரும்புகிறேன். ☐

My details are as follows:

Full Name of Shareholder	
Shareholder's NIC/Passport/Company Registration No.	
Address	
Contact Number	

.....
Signature

.....
Date

Please note:

1. The Form of Request should be filled in legibly, signed and dated.
2. The completed Form of request should be mailed to reach the above mentioned address or faxed to Fax No: 0094 11 2337423 or delivered to the above mentioned address on or before **15th March, 2024.**
3. In the event of joint shareholders, the Form may be executed by the registered principal shareholder.
4. In the event that the shareholder is a company, the Form may be executed under the Common Seal of the company or by a duly authorized representative.
5. For any queries regarding this Form of Request please call Mr. Vindana Pramod or Mr. Pathum Peiris at Legal & Company Secretarial Help Desk on **0094 11 4326544** or email to board.secretariat@hnbassurance.com during normal office hours.

NOTICE OF MEETING

Notice is hereby given that the **Twenty Second (22nd) Annual General Meeting** of HNB Assurance PLC is convened on **Tuesday the Second (02nd) day of April 2024**, at the **Auditorium on Level 22 of "HNB Towers"**, at **No: 479, T. B. Jayah Mawatha, Colombo 10** at **10.00** in the forenoon when the following business will be transacted.

- i. To receive and consider the Annual Report of the Board of Directors along with the Financial Statements of the Company for the year ended 31st December 2023, the Auditors' Report thereon.
- ii. To declare a first and final dividend of Rs.3.90 per share for the year 2023, to the shareholders as recommended by the Directors.
- iii. To re-elect Mr. Lokugan Hewage Ananda Lakshman Silva, who retires at the Annual General Meeting, as a Director of the Company in terms of Article 27(2) of the Articles of Association of the Company.
- iv. To re-elect Dr. Prasanna Sankalpa Gamwarige, who retires at the Annual General Meeting, as a Director of the Company in terms of Article 27(2) of the Articles of Association of the Company.
- v. To re-elect Mr. Prawira Rimoe Saldin, who retires at the Annual General Meeting, as a Director of the Company in terms of Article 27(2) of the Articles of Association of the Company.
- vi. To re-elect Mr. Ashoka Goonesekere, who retires at the Annual General Meeting, as a Director of the Company in terms of Article 27(7) of the Articles of Association of the Company.
- vii. To re-appoint Mrs. Mirihana Arachchige Rose Chandralatha Cooray who retires at the Annual General Meeting, having attained the age of 74 years, as a Director of the Company and to adopt the following resolution :-

Ordinary Resolution - "That Mrs. Mirihana Arachchige Rose Chandralatha Cooray who has attained the age of 70 years on 23rd May 2019, be and is hereby re-appointed as a Director of the Company in terms of Section 211 of the Companies Act, No: 7 of 2007 and it is hereby declared that the age limit of 70 years referred to in Section 210 of the Companies Act, shall not apply to the said Director".
- viii. To re-appoint Messrs. KPMG Sri Lanka Chartered Accountants, as the Auditors for the ensuing year and to authorise the Directors to fix their remuneration.
- ix. To authorise the Directors to determine payments for the year 2024 for charitable and other purposes.

By Order of the Board
HNB ASSURANCE PLC



K. Y. S. GUNADASA
BOARD SECRETARY

Colombo, Sri Lanka.
15th February 2024

Notes:

1. A member entitled to attend or attend and vote at the meeting is entitled to appoint a proxy to attend or attend and vote as the case may be, in his stead.
2. A proxy need not be a member of the Company. The Form of Proxy is enclosed.
3. The completed Form of Proxy should be deposited with the Board Secretary at the Corporate Office of the Company at Legal & Company Secretarial Division, "Iceland Business Centre", No: 30, Sri Uttarananda Mawatha, Colombo 3, not less than 48 hours before the time appointed for holding the meeting.

**HNB ASSURANCE PLC
FORM OF PROXY**

I/We
of being *a
member/members of the HNB Assurance PLC, hereby appoint
..... of

..... or
failing him/her Mirihana Arachchige Rose Chandralatha Cooray, or failing her Lintotage Udaya Damien Fernando,
or failing him Stuart Anthony Chapman, or failing him Ashoka Goonesekere, or failing him Lokugan Hewage
Ananda Lakshman Silva, or failing him Prasanna Sankalpa Gamwarige, or failing him Prawira Rimoe Saldin, as
*my/our proxy, to represent *me/us and to vote for *me/us on *my/our behalf on the resolutions (including the
under mentioned) at the Twenty Second (22nd) Annual General Meeting of the Company to be convened on Tuesday
the Second (02nd) day of April 2024 at 10.00 in the forenoon at the Auditorium on Level 22 of "HNB Towers" at No:
479, T. B. Jayah Mawatha, Colombo 10 and at any adjournment thereof and at every poll which may be taken in
consequence thereof:

To declare a first and final dividend of Rs.3.90 per share	In favour	
	Against	
To re-elect Mr. Lokugan Hewage Ananda Lakshman Silva, as a Director of the Company	In favour	
	Against	
To re-elect Dr. Prasanna Sankalpa Gamwarige, as a Director of the Company	In favour	
	Against	
To re-elect Mr. Prawira Rimoe Saldin, as a Director of the Company	In favour	
	Against	
To re-elect Mr. Ashoka Goonesekere, as a Director of the Company	In favour	
	Against	
To re-appoint Mrs. Mirihana Arachchige Rose Chandralatha Cooray, as a Director of the Company	In favour	
	Against	
To re-appoint Messrs. KPMG Sri Lanka Chartered Accountants, as the Auditors for the ensuing year/authorise the Directors to fix their remuneration	In favour	
	Against	
To authorise the Directors to determine payments for charitable and other purposes	In favour	
	Against	

Mark your preference with "✓"

Signed this day 2024.

Signature/s

.....

Please provide the details :

Shareholder's NIC No./Company Registration No.

Folio No./Number of Shares held

Proxy holder's NIC No. (if not a Director)

Note – See reverse hereof for instructions to complete the Proxy

***Delete inappropriate words**

INSTRUCTIONS TO COMPLETE PROXY

1. The full name and the registered address of the shareholder appointing the proxy should be legibly entered in the Form of Proxy, duly signed and dated.
2. The completed Proxy should be deposited with the Board Secretary, at the Corporate Office of the Company at **Legal & Company Secretarial Division, "Iceland Business Centre", No: 30, Sri Uttarananda Mawatha, Colombo 3**, not less than **48 hours before** the time appointed for holding the Meeting.
3. The Proxy shall -
 - (a) in the case of an individual be signed by the shareholder or by his attorney, and if signed by an attorney, a notarially certified copy of the Power of Attorney should be attached to the completed Proxy if it has not already been registered with the Company.
 - (b) in the case of a company or corporate body, either be under its Common Seal or signed by its attorney or by an officer on behalf of the Company or corporate body in accordance with the Articles of Association or the Constitution of that Company or corporate body.

The Company may, but shall not be bound to, require evidence of the authority of any such attorney or officer.
 - (c) in the case of joint-holders, the first joint-holder has the power to sign the proxy without the concurrence of the other joint-holder/s.
4. Every alteration or addition to the Proxy must be duly authenticated by the full signature of the shareholder, signing the Proxy. Such signature should as far as possible be placed in proximity to the alteration or addition intended to be authenticated.
5. Kindly be informed that a 'vote withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes for and against the resolution.