

19th December 2025

OUR REF: MBSL/HO/CSSD/2025/095

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

Dear Madam,

MERCHANT BANK OF SRI LANKA & FINANCE PLC (MBSL)
CORPORATE DISCLOSURE - RECONSTITUTION OF BOARD SUB COMMITTEES

In compliance with Section 9.10.3 of the Colombo Stock Exchange Listing Rules, the Board of Directors of MBSL, at its meeting held on 18 December 2025, resolved to reconstitute the Board Audit Committee, Board Integrated Risk Management Committee, Nomination & Governance Committee, and Related Party Transaction Review Committee effective from 18 December 2025.

This reconstitution follows the appointment of Mr. Herath Mudiyanseelage Priyantha Bandara Herath as a Non-Executive Independent Director and the re-classification of the designation of Mr. Adikarige Mervin Perera as a Non-Executive Non-Independent Chairman/Director, which is pending for Central Bank of Sri Lanka (CBSL) approval.

Accordingly, the revised compositions of the respective Committees are as follows:

Board Audit Committee (BAC)

Ms. R D Fernando - **Chairperson** (Non-Executive/ Independent Director)
Mr. A J Ismail (Non-Executive/ Non-Independent Director)
Mr. H.M.P.B Herath (Non-Executive/ Independent Director)

Mr. A. M. A. Perera stepped down from the Committee, and Mr. H.M.P.B Herath was appointed in his place.

Board Integrated Risk Management Committee (BIRMC)

Mr. H.M.P.B Herath -**Chairman** (Non-Executive/ Independent Director)
Mr. G A Jayashantha (Non-Executive/ Non-Independent Director)
Mr. R M N Jeewantha (Non-Executive/ Non-Independent Director)
Ms. R D Fernando (Non-Executive/ Independent Director)
Mr. A J Ismail (Non-Executive/ Non-Independent Director)
Mr. A. M. A. Perera (Non-Executive/ Non-Independent Director)

Mr. R L S A Rajapakse (Member) stepped down from the Committee, and Mr. H.M.P.B Herath was appointed as the Chairman of the Committee.

Mr. A.M.A Perera was appointed as a member of the Committee



Nomination & Governance Committee (N & GC)

Mr. R L S A Rajapakse - **Chairman** (Non-Executive/ Independent Director)
Mr. G A Jayashantha (Non-Executive/ Non-Independent Director)
Ms. Dulani Fernando (Non-Executive/ Independent Director)
Mr. H.M.P.B Herath (Non-Executive/ Independent Director)

Mr. Mr. H.M.P.B Herath was appointed as a Member of the Committee.

Related Party Transaction Review Committee (RPTRC)

Ms. R D Fernando - **Chairperson** (Non-Executive/ Independent Director)
Mr. H P K Silva (Non-Executive/ Non-Independent Director)
Mr. R L S A Rajapakse (Non-Executive/ Independent Director)
Mr. H.M.P.B Herath (Non-Executive/ Independent Director)

Mr. H.M.P.B Herath was appointed as a Member of the Committee.

Additionally, the compositions of the Board Human Resources and Remuneration Committee (HR & RC) and the Information and Communication Technology (ICT) Committee will remain unchanged.

Yours faithfully,

MERCHANT BANK OF SRI LANKA & FINANCE PLC



Nadeeka Jayawickrama
Company Secretary