

SANASA Development Bank PLC
(PB 62 PQ)
No.12, Edmonton Road, Kirulapone
Colombo 06

Circular to the Shareholders

Dear Valued Shareholders,

The Annual Report – Year 2020

This year the Annual Report of SANASA Development Bank PLC (“SDB” or “the Bank”) is presented to you via the websites listed below, complying with the rules of the Colombo Stock Exchange. An extract of these rules are set out for the information of our Shareholders, on the reverse of this letter.

The Bank’s official website – <https://www.sdb.lk/en/investor-relations/annual-reports> (**Investor Relations_Annual Reports**)

The Colombo Stock Exchange Website –
<https://www.cse.lk/home/company-info/SDB.N0000/financial>.

Accordingly, please note that CDs will not be issued this year.

If you should, however, require a printed copy of the said Annual Report; please provide us with a written request therefor. You may for this purpose complete and forward to us the attached Form of Request. We shall then, within eight (8) Market Days of the date of our receipt of your request, forward to you a printed copy of the said Annual Report.

In the event that you require assistance in accessing the above link or have any concerns pertaining to the above arrangement or if you have any queries, you may contact the following persons any time between 10.00 a.m to 4.00 p.m on any working day, on the following contact numbers.

Name	Contact Number	E-mail Address
Mr.Damitha Geeganage	0112-832590	sdbagm@sdb.lk
Mr.Uchitha Anuhas	0112-832625	sdbagm@sdb.lk
Ms.Imalka Madhushani	0112-832625	sdbagm@sdb.lk

In the event you are a Shareholder of the Bank, please be advised that the notice convening the Annual General Meeting (AGM) of the Bank, and the related Form of Proxy are also enclosed and if any Shareholder is unable to participate via online at the AGM, please return the Form of Proxy to us duly completed, to reach us not later than 24 hours before the time fixed for the said Meeting.

Shareholders are requested to kindly note that the AGM is scheduled to be held virtually and the Bank intends to proceed to hold the Meeting as planned despite the present pandemic. As such in the event any further communications are to be made to the Shareholders the same will be made where the Colombo Stock Exchange (CSE) website and / or the / Bank website detailed above.

By order of the Board of
SANASA Development Bank PLC

Tamarika Rodrigo
Company Secretary
03rd May 2021

Extract of the 7.5.b of the Revised Listing Rules of the Colombo Stock Exchange in relation to the Circulation of Annual Report

7.5 CIRCULATION OF ANNUAL REPORT

b. In the event the Listed Entity sends the annual report to its Securities holders in a mode, other than in printed form, the Entity shall comply with the following:

- (i) The Listed Entity shall provide a printed copy of the annual report to a Securities holder, upon such Securities holder's request in writing;
- (ii) The Listed Entity shall designate a person to attend to the Securities holder's requests as stated in subparagraph (a) above;
- (iii) The Listed Entity shall ensure that a printed copy of the annual report is forwarded to the Securities holder requesting the annual report, within eight (8) Market Days from the date of receipt of the request;
- (iv) The Listed Entity shall designate a person/s to answer queries from Securities holders relating to the mode of sending the annual report to its Securities holders;
- (v) Together with the annual report, the Listed Entity shall send a note to the Securities holders containing the following statement/ information:
 - 1. that the Listed Entity shall forward a printed copy of the annual report to the Securities holder requesting such printed copy within eight (8) Market Days from the date of receipt of the written request; and
 - 2. the Listed Entity's web site and email address, name/s of designated person/s attending to the Securities holder's requests and queries and contact number/s; and
 - 3. a request form to enable the Securities holders to request for a printed copy of the annual report , with the particulars of the Listed Entity's facsimile number and mailing address.

SANASA DEVELOPMENT BANK PLC (PB 62 PQ)
24th ANNUAL GENERAL MEETING

NOTICE OF MEETING

Notice is hereby given that the 24th Annual General Meeting of SANASA Development Bank PLC (the "Bank") Will be held as an Online Virtual Meeting on May 28, 2021 at 9.00 a.m at "Board Room", SANASA Development Bank PLC, No.12, Edmonton Road, Kirulapone, Colombo 06 and business brought before the Meeting will be as follows;

1. To receive and consider the Annual Report of the Board of Directors and the Financial Statements of the Bank for the year ended December 31, 2020 together with Auditors report thereon.
2. To declare a final Dividend of LKR 2.25 per share, as recommended by the Board of Directors.
3. To re-elect/elect any two Directors out of the following;
 - To re-elect as a Director, Mr.Prabhash Subasinghe who retires at the 24th AGM by rotation in terms of Article 6 (4) of the Articles of Association who represents Ayenka Holdings Private Limited.
 - To elect as a Director, Mr.S.H.S.Nandasiri who represents SANASA Federation Limited.
 - To elect as a Director, Mr.Shamindra Marcelline who represents Peoples Leasing & Finance PLC.
 - To elect as a Director, Mr.R.K.E.P.de Silva who represents Alliance Finance Company PLC.
4. To appoint Messrs Ernst & Young, Chartered Accountants as Auditors for the Financial Year 2021 and to authorize the Board to determine their remuneration.
5. To authorize the Directors to determine donations for the year 2021.

Manner of Holding the 24th Annual General Meeting:

1. The 24th Annual General Meeting (AGM) of the Bank is to be held by way of a Virtual Meeting in accordance with the Articles of Association of the Bank, the prevailing laws and the guidelines issued by the Colombo Stock Exchange.
2. Chairman, Board of Directors, Chief Executive Officer, Company Secretary and the representatives of the Bank, and others essential for the administration of formalities of the meeting will assemble at the place specified as the venue of the meeting. All others, including Shareholders, will participate via Zoom following the steps below;
 - a) All shareholders wishing to participate at the Virtual Meeting must forward the duly completed Form 1 (attached hereto) via post to the Company Secretary at the registered office of the Bank or email to the Company Secretary (sdbagm@sdb.lk) or to facsimile number – 0112-514256 not later than 24 hours prior to the meeting to enable the Bank to share the login information.
 - b) All participating shareholders will have to pre-register themselves online prior to the commencement of the meeting and will be authenticated to participate. As such all Shareholders must strictly ensure that the details provided in the Form 1 shared with the Company Secretary and the online pre-registration must be the same.

3. Shareholders who participate the meeting required to identify themselves, if they speak at the AGM during the time allotted for comments by Shareholders as directed by the Chairman. At that point, the individual will be required to give his / her name and address for the purpose of identification as a Shareholder or Proxy.
4. Shareholders are also given the opportunity to forward their queries via post to the Company Secretary at the registered office of the Bank or email to the Company Secretary (sdbagm@sdb.lk) or to facsimile number 011-2514256 before 24 hours prior to the meeting and your concerns will be addressed as deemed appropriate by the Chairman.
5. Shareholders are encouraged to opt to duly completing the Form of Proxy clearly setting out their preference of vote under each item of the Agenda set out in the Form of Proxy and to appoint one of the Directors of the Bank to act on their behalf in order that in the event a Shareholder cannot participate at the meeting, such Shareholder's vote may be identified and recorded as if such shareholders were present at the meeting.

The duly completed Form of Proxy must reach the Company Secretary (in accordance with the instructions specified therein), not less than twenty-four (24) hours before the time appointed for the holding of the Meeting so that your proxy could represent you at the AGM and exercise your vote in accordance with your directions.

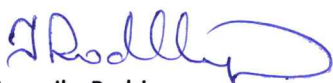
As this meeting will be a 'Virtual Meeting' and for the Bank's administrative convenience, the Bank would very much appreciate and requests all Shareholders to send in their Proxy Forms along with their Registration Form (Form 1) to reach the Bank, not later than 24 hours prior to the meeting as this would enable the Bank to efficiently make all arrangements for the virtual meeting.

6. The Bank intends to proceed to hold the Virtual Meeting as planned despite the present pandemic. As such in the event any further communications are to be made to the Shareholders of the Bank, the same will be made via the Colombo Stock Exchange website (www.cse.lk) and/ or the Bank website <https://www.sdb.lk/en/>
7. Contact Company Secretary Department via 0112832590 by the Shareholders participating at the Virtual Meeting to address any technical difficulties faced in accessing / participating at the meeting.

*Login details are authorized only for the use by Individual Shareholders / Proxy holder and authorized representatives in the case of corporate / institutional shareholders. The Bank will not be responsible or liable for the misuse of login details and access granted to the Meeting.

By Order of the Board

SANASA DEVELOPMENT BANK PLC



Tamarika Rodrigo
Company Secretary
03rd May 2021