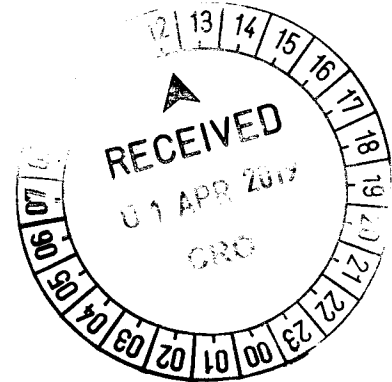


1st April, 2019

Mr. Renuke Wijayawardhane
Chief Regulatory Officer
Colombo Stock Exchange
04-01 West Block
World Trade Centre, Echelon Square
Colombo 01.



Dear Sir,

ANNOUNCEMENT - CONVERSION/ RE-CLASSIFICATION OF ORDINARY NON-VOTING CONVERTIBLE SHARES TO ORDINARY VOTING SHARES

We are sending herewith an announcement with regard to conversion/ re-classification of ordinary non-voting convertible shares of the Company to ordinary voting shares of the Company to be published on the Company page of the CSE Website as undertaken in the Circular to the shareholders dated 18th December, 2017.

Thank you.

Yours faithfully,



Theja Silva
Company Secretary / General Counsel

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Arundha
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NATIONS TRUST BANK PLC

ANNOUNCEMENT TO THE HOLDERS OF ORDINARY NON-VOTING CONVERTIBLE SHARES
CONVERSION / RE-CLASSIFICATION OF ORDINARY NON-VOTING CONVERTIBLE SHARES
TO ORDINARY VOTING SHARES

As already conveyed in our Circular dated 18th December, 2017 pertaining to the Rights Issue of Ordinary Non-Voting Convertible Shares offered for subscription to the Shareholders of the Company holding Ordinary Voting Shares, as at the date specified therein, with the option for the Subscribers thereof, to convert / reclassify such Ordinary Non-voting Convertible shares subscribed for as Ordinary Voting Shares by the addition of Voting Rights, and listing the shares so converted / reclassified on the Trading floor of the Colombo Stock Exchange (CSE),

the fifth of such conversion will commence on the **last Market Day** of the Quarter ending **30th June, 2019**.

The process to be followed for such conversion / reclassification is as follows:

1. The holders of Ordinary Non-voting Convertible shares, as at end of Trading on 28th June, 2019, shall be entitled to convert / reclassify, their Ordinary Non Voting Convertible Shares to Ordinary Voting Shares, by the alteration of the rights of the Ordinary Non-voting Convertible Shares so converted, with the addition of the right to vote.
2. Shareholders holding Ordinary Non-voting Convertible shares, who **decide to exercise the option to convert**, are required to fill the “**Application for Conversion**” and “**Letter of Authorization to CDS**” (which can be downloaded from the Bank’s website, **www.nationstrust.com** (About → Investor Relations → Conversion Application – NV Shares)), and submit same / to be received by the:

Registrars to the Conversion / Reclassification, of Ordinary Non-Voting Convertible Shares to Ordinary Voting Shares, P W Corporate Secretarial (Pvt) Ltd, at No. 3/17, Kynsey Road, Colombo 08,

within **Three (03) Market days**, from the end of the Calendar quarter ending on 30th June, 2019, [excluding last day of the Calendar quarter provided further, if the last day of the Calendar quarter falls on a Non-Market Day, the entitlement date for conversion / reclassification shall be end of Trading, of the last Market day of such quarter]

Accordingly

- (i) the Entitlement date for Conversion / Reclassification for the Calendar quarter ending June 2019 is **28th June, 2019**.

Therefore;

- (ii) application for Conversion / Reclassification should be received by the Registrars as aforesaid on **or before 03rd July, 2019**.

3. Applications for Conversion received after the period aforesaid will be processed for Conversion / Reclassification, in the following quarter ending, 30th September, 2019, based on such Ordinary Non-voting convertible shareholders details as appearing in the Entitlement Schedule as of the following quarter end (namely) 30th September, 2019.

Provided however, Application for Conversion / Reclassification will be accepted, by the Registrars during the interim periods “from an end of a quarter” to “the end of the next quarter” and Applications so received will be processed at the end of the next succeeding quarter.

The process of Conversion / Reclassification will be completed within Twenty Two (22) market days of an end of a quarter. Conversion / Reclassification of Ordinary Non-Voting Convertible shares will be subject to the rules and regulations applicable on maximum holding of voting shares by a Shareholder, in a commercial bank.

By Order of the Board
NATIONS TRUST BANK PLC



Theja Silva
Group Company Secretary/ General Counsel

On this First (1st) day of April, 2019