



## Hatton NATIONAL BANK PLC

### Report of the 50<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> March 2019

50<sup>th</sup> Annual General Meeting (the "AGM") of Hatton National Bank PLC was held on 29<sup>th</sup> March 2019 pursuant to the Notice of Meeting and Agenda circulated to the Shareholders on 20<sup>th</sup> February 2019 a copy of which is attached hereto as Annex A for easy reference.

The shareholder representation recorded on the day of the Annual General Meeting was as follows:

Mode of Participation	No of Shareholders	No of shares represented
In person	150	944,329
By Proxy	91	295,576,415
Total represented		296 520 744

Total Number of shares eligible to vote – 363 591 787

% of the Total Number of shares represented at the Meeting – 81.55%

Total Number of shares as at the date of the AGM - 395 451 248

No of shares where voting rights are restricted (Stassen Group) - 30 956 207

Total Number of unregistered shares – 903 254


[Eligible no of shares are taken excluding the restricted & unregistered shares]

All resolutions and proposals submitted to the meeting under the agenda was decided by majority vote on a show of hand except for the resolution No.(ii) for which a poll was carried out. The subject resolution was approved by a majority vote of 59.38% by the shareholders. Accordingly, voting and/or decisions of the resolutions submitted to the AGM are as follows:

(i)	To declare the recommended dividend of Rs. 7/- per share as the final dividend for 2018 and	Approved unanimously
	(a) to adopt Ordinary Resolution - Declaration of Dividend and approval of its method of satisfaction	Approved unanimously
	(b) to adopt Special Resolution – Approval of the holders of voting shares under section 99 of the Companies Act No. 7 of 2007, for the issue of shares by way of a scrip dividend	Approved unanimously
(ii)	To re-elect Dr Rohan Karunaratne as a Director of the Bank	Approved by a majority vote of the shareholders
(iii)	To re-elect Mr Rusi Captain as a Director of the Bank	Approved unanimously

(iv)	To re-elect Mr Nilanth de Silva as a Director of the Bank	Approved unanimously
(v)	To re-elect Mr Damien Fernando as a Director of the Bank	Approved unanimously
(vi)	To re-elect Mr Madu Ratnayake as a Director of the Bank	Approved unanimously
(vii)	To re-appoint Messrs Ernst & Young (Chartered Accountants) as the Bank's Auditors for the ensuing year/authorize the Directors to fix their remuneration	Approved unanimously
(viii)	To authorize the Directors to determine payments for charitable and other purposes	Approved unanimously
(ix)	(a) To adopt Special Resolution (a) – amendment to Article 34 (ii) and (iii) of the Articles of Association of the Bank	Approved unanimously
	(b) To adopt Special Resolution (b) – amendment to Article 43 (i) (a) of the Articles of Association of the Bank	Approved unanimously

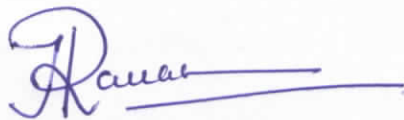
Signed



Chairman



MD/CEO



K A L Thushari Ranaweera  
Company Secretary



May 21, 2019

**\*\*The disclosure is made Under Code of Best Practice on Corporate Governance – 2017.**