



Hatton NATIONAL BANK PLC

Report of the 51st Annual General Meeting held on 29th May 2020

51st Annual General Meeting (the “AGM”) of Hatton National Bank PLC was held on 29th May 2020 pursuant to the Notice of Meeting and Agenda circulated to the Shareholders on 20th February 2020 and a supplementary Notice dated 23rd April 2020, copies of which are attached hereto as Annex A for easy reference.

Due to the prevailing situation in the Country and social distancing rules observed, the Annual General Meeting was conducted at the first time as a hybrid meeting at a physical location as well as via an extended teleconference facility for shareholders unable/unwilling to attend the meeting in person, in line with the prevailing health and safety standards examined by the Government Authorities.

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 – Physically present	30	456,522
- via MS Teams	22	
By Proxy	50	269,658,895
Total represented		270,115,417

Total Number of shares eligible to vote – 369 009 666

% of the Total Number of shares represented at the Meeting – 67.19%

Total Number of shares as at the date of the AGM - 401 343 863

No of shares where voting rights are restricted (Stassen Group) - 31 417 484

Total Number of unregistered shares – 916 713

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

All resolutions and proposal submitted to the meeting under the agenda was decided by majority vote on a show of hand and for the shareholders participating via electronic platform who were able to vote by means of MS Teams – Forms Tool. A poll was not required to be carried out in respect of any of the resolutions or proposals. 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 2019 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

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(ii)	To re-elect Mr Amal Cabraal as a Director of the Bank	Approved unanimously
(iii)	To re-elect Mr Asoka Pieris as a Director of the Bank	Approved unanimously
(iv)	To re-elect Dr Harsha Cabral as a Director of the Bank	Approved unanimously
(v)	To appoint Messrs KPMG – Sri Lanka (Chartered Accountants) as the Bank's Auditors for the ensuing year/authorize the Directors to fix their remuneration	Approved unanimously
(vi)	To authorize the Directors to determine payments for charitable and other purposes	Approved unanimously



K A L Thushari Ranaweera
Company Secretary



Chairman




MD/CEO

June 25, 2020

Note: As per the supplementary Notice, any response to the clarifications sought by the shareholders in writing before the AGM, will be uploaded separately.

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