



**DFCC BANK PLC**  
**[Company Registration No. PQ 233]**

## **69<sup>TH</sup> ANNUAL GENERAL MEETING**

**to be held on Friday, 28 March 2025 at 10:00 AM**

**at the “Visionarium”, 4th Floor, DFCC Bank Head Office**

**No. 73/5, Galle Road, Colombo 03**

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DFCC Bank PLC [PQ 233]  
73/5, Galle Road, Colombo 00300, Sri Lanka  
Tel: +94 11 2442442; Fax: + 94 11 2440376  
Website: www.dfcc.lk; Email: care@dfccbank.com

## CIRCULAR TO SHAREHOLDERS

Dear Shareholder/s,

The Annual Report of Directors which includes Financial Statements for the year ended 31 December 2024, other related information and the Auditors' Report can be accessed via the link [https://bit.ly/dfcc\\_2024](https://bit.ly/dfcc_2024). The Report is also available on the Colombo Stock Exchange website [www.cse.lk](http://www.cse.lk). The Notice of Meeting and the Proxy Form is sent herewith.

You can also access our comprehensive, end-to-end HTML version of the 2024 Annual Report at <http://dfcc2024.annualreports.lk>. This version offers an enhanced user experience, allowing you to find, record, and share information with greater ease.

As a sustainable organisation committed to minimising our carbon footprint, we have taken deliberate steps to significantly reduce the number of printed copies of the Annual Report this year. We strongly encourage our valued shareholders to support this initiative by accessing the report digitally. This not only reduces environmental impact but also offers greater convenience, allowing you to easily navigate to specific sections of interest. Furthermore, by choosing digital alternatives, you contribute to the Bank's sustainability goals and broader environmental objectives. However, if you still wish to receive a printed copy, you may complete and forward the 'Form of Request' provided in Annexure 1 below, following the instructions therein. Printed copies will be made available within eight market days upon receipt of your duly completed request.

Shareholders and proxy holders attending the **69<sup>th</sup> Annual General Meeting** to be held at the **"Visionarium" of the Bank, No. 73/5, Galle Road, Colombo 03**, at **10:00 AM on Friday, 28 March 2025**, are kindly requested to bring with them their National Identity Card (NIC) or any other form of valid identification.

The notice of meeting and form of proxy are also available on the Colombo Stock Exchange website ([www.cse.lk](http://www.cse.lk)) and the Bank's official website ([www.dfcc.lk](http://www.dfcc.lk)).

A shareholder appointing a proxy (other than a Director of the Bank) to attend the meeting should indicate the proxy holder's NIC number on the form of proxy (sent herewith) and request the proxy holder to bring his/her NIC with him/her. Instructions as to completion are provided in the form of proxy.

Please note that only registered shareholders and proxy holders will be permitted to attend the meeting.

The Directors regret any inconvenience that may be caused to shareholders by the above arrangements which, however, are in the best interests of the Bank and its shareholders.

By Order of the Board



Nimali Ranaraja  
Company Secretary

19 February 2025

The Annual Report of DFCC Bank PLC for 2024 can be accessed through the below "QR Code."



*For any queries regarding this Notice, please contact Ms Binara Panapitiya on +94 11 2442428 between 0900-1600 hrs. on working days.*

**NOTICE OF MEETING  
69<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the **69<sup>th</sup> Annual General Meeting** of the DFCC Bank PLC will be held at the **“Visionarium” of the Bank, No. 73/5, Galle Road, Colombo 03, at 10:00 AM on Friday, 28 March 2025**, for the following purposes:

1. To receive and consider the Annual Report of Directors, including the financial statements for the year ended 31 December 2024, together with the Auditors’ Report thereon.
2. To appoint Messrs KPMG as Auditors for 2025 and to authorise the Board of Directors to determine the remuneration of the Auditors.
3. To re-elect Ms L K A H Fernando, who will retire at the Annual General Meeting in terms of Article 44 of the Articles of Association of DFCC Bank PLC as a Director of the Bank.
4. To re-elect Mr N K G K Nemmawatta, who will retire at the Annual General Meeting in terms of Article 44 of the Articles of Association of DFCC Bank PLC as a Director of the Bank.
5. To re-elect Mr P A Jayatunga, who will retire at the Annual General Meeting in terms of Article 46 (ii) of the Articles of Association of DFCC Bank PLC as a Director of the Bank.
6. To authorise the Board of Directors to determine the Directors’ remuneration for the year 2025.
7. To authorise the Board of Directors to determine the donations for the year 2025.

By Order of the Board



Nimali Ranaraja  
Company Secretary

19 February 2025

DFCC BANK PLC  
FORM OF PROXY- ANNUAL GENERAL MEETING

I/We .....  
of .....  
being a shareholder/shareholders of DFCC Bank PLC hereby appoint:  
.....  
of .....or failing him/her\*

Mr Jegatheesan Durairatnam	<i>of Colombo or failing him*</i>
Ms Ladduwa Kovisge Anne Hiroshini Fernando	<i>of Colombo or failing her*</i>
Mr Wellege Ruwan Harsha Fernando	<i>of Colombo or failing him*</i>
Mr Pradeep Arjuna Jayatunga	<i>of Colombo or failing him*</i>
Mr Nemmawatta Kankanamalage Gamini Kithsiri Nemmawatta	<i>of Colombo or failing him*</i>
Mr Neelakanni Hettiarachchige Thimal Ishan Perera	<i>of Colombo or failing him*</i>
Ms Arnila Lakshmi Thambiayah	<i>of Colombo or failing her*</i>
Mr Namasivayam Vasantha Kumar	<i>of Colombo or failing him*</i>
Mr Harin Amendra Joseph de Silva Wijeyeratne	<i>of Colombo*</i>

\*Please select what is required and delete the others

as my/our proxy to represent me/us and to speak on my/our behalf at the **69<sup>th</sup> Annual General Meeting** of the Bank to be held on **Friday, 28 March 2025** and at any adjournment thereof and at every poll which may be taken in consequence thereof to vote: (Please indicate your preference with a “√” in the relevant box.)

	For	Against
1. To receive and consider the Annual Report of Directors, including the financial statements for the year ended 31 December 2024 together with the Auditors’ Report thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To appoint Messrs KPMG as Auditors for 2025 and authorise the Board of Directors to determine the remuneration of Auditors.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Ms L K A H Fernando, who will retire at the Annual General Meeting in terms of Article 44 of the Articles of Association of DFCC Bank PLC as a Director of the Bank.	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Mr N K G K Nemmawatta, who will retire at the Annual General Meeting in terms of Article 44 of the Articles of Association of DFCC Bank PLC as a Director of the Bank.	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Mr P A Jayatunga, who will retire at the Annual General Meeting in terms of Article 46 (ii) of the Articles of Association of DFCC Bank PLC as a Director of the Bank.	<input type="checkbox"/>	<input type="checkbox"/>
6. To authorise the Board of Directors to determine the Directors’ remuneration for the year 2025.	<input type="checkbox"/>	<input type="checkbox"/>
7. To authorise the Board of Directors to determine the donations for the year 2025.	<input type="checkbox"/>	<input type="checkbox"/>

.....  
Signature

.....  
Date

Please provide the following details:

Shareholder's NIC No.

.....

Share Certificate/CDS No.

.....

Number of Shares held

.....

Proxy holder's NIC No.

.....

(If not a Director of the Bank)

**Note:**

- 1 In order to appoint a proxy, this form duly completed, together with any Power of Attorney under which it is signed, must be deposited at the Head Office of the Bank, 73/5, Galle Road, Colombo 03, not later than 48 hours prior to the time appointed for the holding of the meeting.
- 2 The proxy appointed need not be a shareholder of the Bank.
- 3 In the case of a corporate shareholder, the proxy must be executed under its Common Seal or by its authorised attorney.

**FORM OF REQUEST****FOR A PRINTED COPY OF THE ANNUAL REPORT OF DFCC BANK PLC**

TO: The Company Secretary  
DFCC Bank PLC  
No.73/5, Galle Road  
Colombo 03.

☐

I would like to receive the printed version of the Annual Report of DFCC Bank PLC for the financial year to 31/12/2024.

**SHAREHOLDER DETAILS**

Shareholders Full Name	
Shareholders Address	
Shareholder's NIC/Passport No./ Company Registration No.	
Shareholders Folio No. (Please refer the address label)	
Contact Telephone Number	

.....  
Shareholder's Signature

.....  
Date

Notes:

1. Please complete the Form of Request by filling in legibly the required information, signing in the space provided and filling in the date of signature.
2. Please mail the completed Form of Request to the Company Secretary at the address given above.
3. In the event the shareholder is a company, the Form of Request should be signed under its Common Seal or by a duly authorised officer of the company in accordance with its Articles of Association.
4. If you have any query regarding this Form of Request, please contact us on our Shareholder Hotline, +94 11 2442428, during 0900-1600 hours on working days (Fax No.+94 11 2440376).