

PLEASE STAPLE THE CHEQUE/BANK DRAFT HERE

NATIONS TRUST BANK PLC (PQ 118) – DEBENTURE ISSUE

A Public Limited Liability Company incorporated in Sri Lanka on 21st January 1999 under the Companies Act No. 17 of 1982, quoted in the Colombo Stock Exchange in May 1999 and a licensed commercial bank under the Banking Act No. 30 of 1988. The Bank was re-registered on 14th February 2008 as required under the provisions of the Companies Act No. 7 of 2007.

Issue Opens	12	12	2013	BANKER'S/ STOCKBROKER'S SEAL
Issue Closes	03	01	2014	
Earliest Closing	12	12	2013	MASTER SERIAL NO. (For office use only)
Date	DD	MM	2013	

APPLICATION FORM

INITIAL ISSUE OF TWENTY MILLION (20,000,000) RATED UNSECURED SUBORDINATED REDEEMABLE DEBENTURES OF LKR 100/- EACH WITH AN OPTION TO ISSUE UPTO A FURTHER TEN MILLION (10,000,000) OF THE SAID DEBENTURES IN THE EVENT OF AN OVERSUBSCRIPTION OF THE INITIAL ISSUE TOTTALLING UPTO A MAXIMUM OF THIRTY MILLION (30,000,000) DEBENTURES TO BE LISTED ON THE MAIN BOARD OF THE COLOMBO STOCK EXCHANGE PAYABLE IN FULL ON APPLICATION

To: Board of Directors – Nations Trust Bank PLC, No. 242, Union Place, Colombo 02

I/We, the undersigned hereby apply for and request you to allot me/us the number of Debentures stated below as per the Prospectus dated 05th December 2013. The amount payable on application is attached herewith. I/We, hereby agree to accept the Debentures applied for or such smaller number as may be allotted to me/us, subject to the terms and conditions contained in the Prospectus. I/We irrevocably give my/our authority and consent to Deutsche Bank AG, Colombo Branch to act as my/our Trustee subject to the terms and conditions stipulated in the Trust Deed dated 28th November 2013 entered into between Nations Trust Bank PLC and the said Trustee. I/We authorise you to procure my/our name(s) to be placed in the register of the holders of the above mentioned Debentures for such number of Debentures that may be allotted on the basis of acceptance by Nations Trust Bank PLC.

Please use block capitals and read Instructions on the reverse carefully.

TYPES OF DEBENTURES (PLEASE TICK (✓) ONE TYPE ONLY)	
Type A	
5 Year - Fixed interest rate of 13.00% p.a. payable semi-annually (AER of 13.42% p.a.)	

NUMBER OF DEBENTURES		PRICE (LKR)	TOTAL AMOUNT TO BE PAID (LKR)			
Minimum of 100 Debentures and in multiples of 100 Debentures thereof			Minimum Amount Rs. 10,000/-			
		100/-				

MODE OF PAYMENT – CHEQUE/BANK DRAFT/ BANK GUARANTEE /RTGS DETAILS				
PLEASE SELECT APPROPRIATELY		NAME OF BANK	NAME OF BRANCH	CHEQUE/BANK DRAFT/BANK GUARANTEE NUMBER
CHEQUE <input type="checkbox"/>	BANK DRAFT <input type="checkbox"/>	BANK GUARANTEE <input type="checkbox"/>	RTGS <input type="checkbox"/>	

The allotted Debentures would be credited to the CDS account specified below. (Please refer instructions overleaf)

CDS ACCOUNT NO.																			
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	SOLE/FIRST APPLICANT				JOINT APPLICANTS			
STATUS (MR./ MRS./ MS./ OTHER)					1		2	
SURNAME WITH INITIALS/ NAME OF CORPORATE BODY					1			
NAMES DENOTED BY INITIALS					2			
					1			
ADDRESS					2			
					1			
CONTACT TELEPHONE NO.					1		2	
NATIONAL IDENTITY CARD NO. / COMPANY NO. / PASSPORT NO.					1		2	
NATIONALITY (Please tick (✓) as appropriate)	SRI LANKAN		OTHER		1		SRI LANKAN	OTHER
	RESIDENT		OTHER		2		SRI LANKAN	OTHER
RESIDENCY IN SRI LANKA (Please tick (✓) as appropriate)					1		NON-RESIDENT	
					2		NON-RESIDENT	
NAME, ADDRESS AND SIGNATURE OF FINANCIER (MARGIN TRADING ONLY)								

REFUND PAYMENT INSTRUCTION

(Please tick (✓) as appropriate)	DIRECT TRANSFER VIA SLPIS	CHEQUE SENT BY ORDINARY MAIL TO THE ADDRESS INDICATED ABOVE
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BANK CODE	BRANCH CODE	ACCOUNT NUMBER

DECLARATION IN TERMS OF THE PROVISIONS OF THE EXCHANGE CONTROL ACT	
TICK (✓) ONE BOX ONLY	For Sri Lankan Citizens resident in Sri Lanka, and Corporate Bodies incorporated in Sri Lanka in terms of the provisions of the Exchange Control Act I/We, the Applicant(s) of the abovementioned Debentures hereby declare that I am/we are a citizen(s) of and resident in Sri Lanka and I am/we are not acting as nominee(s) of any person(s) resident outside Sri Lanka.
	For Non-Residents and Non-Citizens in terms of the provisions of the Exchange Control Act I/We, the Applicant(s) of the abovementioned Debentures hereby declare that, I am/we are resident outside of Sri Lanka and that, I/we have made the remittance as stipulated by the Controller of Exchange. A confirmation/endorsement from my/our bank to such effect is attached to this Application.

SIGNATURE(S) OF APPLICANT(S)	SOLE/FIRST APPLICANT	JOINT APPLICANT (1)	JOINT APPLICANT (2)

INSTRUCTIONS

- **All Applicants should indicate their CDS account number in the Application Form**
- Any Application which does not carry a valid CDS account number or indicates a number of a CDS account which is not opened at the time of the closure of the subscription list or which indicates an inaccurate/incorrect CDS account number will be rejected and no allotment will be made.
- If you wish to open a CDS account, you may do so prior to making the application through any Member/Trading Member of the CSE as set out in Annexure C or through any Custodian Bank as set out in Annexure C of the Prospectus.
- **The allotted Debentures would only be credited to the Applicant's CDS account.**
- **NO DEBENTURE CERTIFICATE WILL BE ISSUED.**

(1) HOW TO APPLY

- (i) The Application Form must be completed in **FULL**, in **BLOCK CAPITALS**.
- (ii) Please tick (v) in the boxes appropriate to you.
- (iii) In the event a particular section in this Application Form is not applicable, **please indicate "N/A" in the relevant section.**
- (iv) All Applicants should meet the eligibility criteria set out under Section 4.2 in the Prospectus.
- (v) Applications should be made on the Application Forms, issued with the Prospectus. Application Forms will be made available from the collection points listed in Annexure C of the Prospectus and can also be downloaded from www.cse.lk and www.nationstrust.com. **Exact sized photocopies of the original Application Form will also be permissible. Care must be taken to follow the instructions given in the Application Form.**
- (vi) Applications for Debentures should apply for a minimum of One Hundred (100) Debentures (LKR 10,000/-) and in multiples of One Hundred (100) Debentures (LKR 10,000/-) thereafter. Applications which do not strictly conform to instructions and the other conditions set out herein or which are incomplete or illegible may be rejected.
- (vii) Multiple applications will not be entertained. The Issuer reserves the right to reject all multiple applications or suspected multiple applications.
- (ix) If the ownership of the Debentures is desired in the name of one Applicant, full details should be given only under the heading **SOLE/FIRST APPLICANT** in the Application Form. In the case of joint Applicants, the signatures and particulars in respect of all Applicants must be given under the relevant headings in the Application Form.
- (x) In the case of joint Applicants, a joint CDS account in the name of the joint Applicants should be indicated.
- (xi) Joint Applications may be made. However, an applicant of a joint application will not be eligible to send a separate application individually or jointly with another party. Only one Application should be made for the benefit of any person or corporate body. The interest and capital payments/repayments (if any) and refunds will be remitted in favour of the principal applicant as given in the Application Form. Joint Applicants should note that all parties should either be residents of Sri Lanka or Non-Residents.
- (xii) In the case of corporate applicants, the common seal of the company should be affixed and attested if required by the articles of association or such other constitutional documents of such applicants or as per status governing them. In the case of approved Provident Funds, Trust Funds and approved Contributory Pension schemes, the applications should be in the name of the Trustees/Board of management.
- (xiii) **All Applicants should indicate in the Application for Debentures, their CDS account number. A Sri Lankan citizen must state his/her National Identity Card (NIC) number on the Debenture Application Form. The passport number can be given only when the NIC number is not available. In the case of a corporate entity, the company registration number must be given. A foreign citizen must state his/her passport number in the space provided.** Application Forms stating third party CDS accounts, instead of Applicants' own CDS account numbers, except in the case of margin trading, will be rejected.
- (xiv) Applicants who wish to apply through their Margin Trading Account should submit the application in the name of the "Margin Provider / Applicants Name" signed by the margin provider, requesting a direct upload of the debentures to the Applicants Margin Trading account in the CDS. A copy of the margin Trading Agreement should be attached with the Application Form. Please note that the margin provider can apply under its own name and such Applications will not be construed as multiple Applications. Margin providers can apply under their own name and such Applications will not be construed as multiple Applications. The applicants should state the relevant CDS account number relating to the margin trading account in the space provided for the CDS account number in the Application Form. The Debentures shall be uploaded to the CDS account indicated in the Application Form. The NIC, passport or company registration number of the applicant as the case may be, must be stated in the Application Form. Application Forms stating third party CDS accounts instead of their own CDS account numbers, except in the case of margin trading accounts will be rejected. Applications that do not strictly conform to such instruction and additional conditions set out here under or which are illegible may be rejected.
- (xv) In the case of the applications made under Powers of Attorney (POA) a copy of such POA certified by a Notary Public as "True Copy" should be attached with the Application Form. Original POA should not be attached.
- (xvi) Foreign investors and non-resident investors may be affected by the laws of the jurisdiction of their residence. It is the responsibility of such investors to comply with the laws relevant to their country of residence and the laws of Sri Lanka, when making an application for subscription of the Debentures.

(2) MODE OF PAYMENT

- (i) Payment in full for the total value of Debentures applied for should be made either by cheque/s, bank draft/s, bank guarantee drawn upon any licensed commercial bank operating in Sri Lanka or RTGS transfer directed through any licensed commercial bank operating in Sri Lanka, as the case may be, subject to (ii) below. **Cash will not be accepted.**
- (ii) Payments for Applications for values above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-) could be supported by a cheque or bank draft only. Either Supported by a:
 - Bank guarantee issued by a licensed commercial bank; or
 - Multiple bank drafts/cheques drawn upon any licensed commercial bank operating in Sri Lanka, each of which should be for a value less than LKR 100,000,000/-; or
 - RTGS transfer with value on the Issue opening date**Payment for applications for Debentures of a value below Rupees One Hundred Million (LKR 100,000,000) could be supported by a cheque or bank draft only.**
- (iii) Cheques or bank drafts should be drawn upon any commercial bank in Sri Lanka and crossed "Account Payee Only" and made payable to "**Nations Trust Bank PLC - Debenture Issue 2013**" and crossed If Account Payee Only and must be honoured on the first presentation. In case of bank guarantees, such bank guarantees should be issued by any licensed commercial bank in Sri Lanka in favour of "**NATIONS TRUST BANK PLC – DEBENTURE ISSUE 2013**" in a manner acceptable to the Bank, and be valid for a minimum of one (01) month from the Issue opening date.
- (iv) In case of RTGS transfers (only for Application values above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-), such transfers should be made to the credit of "**Nations Trust Bank PLC - Debenture Issue 2013**" bearing the account number 0061 0002 1840 at Nations Trust Bank PLC with value on the Issue opening date (i.e. the funds to be made available to the above account on the Issue opening date). The Applicant should obtain a confirmation from the Applicant's bank, to the effect that arrangements have been made to transfer payment in full for the total value of Debentures applied for to the credit of "**Nations Trust Bank PLC - Debenture Issue 2013**" bearing the account number 0061 0002 1840 at Nations Trust Bank PLC with value on Issue opening date (i.e. the funds to be made available to the above account on the Issue opening date) and should be attached with the Application Form. For RTGS transfers above and inclusive of Sri Lanka Rupees One Hundred Million (LKR 100,000,000/-), the Applicants are entitled to an interest at the rate of Seven decimal zero per centum (7.00%) per annum from the date of such transfers up to the Date of Allotment. However, no interest will be paid if the RTGS transfers are not realised before the end of the Closure Date. Furthermore, even if such RTGS transfers are effected prior to the issue opening date, no interest will be paid for the period prior to the Issue opening date.
- (v) All cheques/bank drafts/bank guarantees received in respect of the applications will be banked immediately after the closure of the Subscription List. Payments in any form other than as mentioned above will not be accepted
- (vi) Payment for the subscription of the Debentures by Foreign Investors and non-resident Sri Lankan citizens should be made only out of funds received as inward remittances or available to the credit of "Securities Investment Account" (SIA) maintained with any licensed Commercial Banks in Sri Lanka in accordance with directions issued by the Controller of Exchange. **Such applications must be accompanied with a letter from the respective Commercial Bank confirming that the Cheque / Bank Draft / Bank Guarantee/RTGS is issued out of funds from a SIA account.**
- (vii) Please refer Section 4.4 of the Prospectus for further details.

(3) FORWARDING COMPLETED APPLICATIONS

Application Forms properly filled in accordance with the instructions thereof together with the remittance for the full amount payable on Application should be enclosed in an envelope marked "**NATIONS TRUST BANK PLC – DEBENTURE ISSUE 2013**" on the top left hand corner in capital letters and dispatched by post or courier or delivered by hand to the Registrars to the Issue or collection points mentioned in Annexure C of the Prospectus.

Applications sent by post or courier or delivered to any collection point in Annexure C should reach the office of the Registrars to the Issue; **S S P Corporate Services (Private) Limited, No. 101, Inner Flower Road, Colombo 03 (Tel: +94 11 2 573 894)** at least by 4.30 p.m. on the following Working Day immediately upon the Closure Date. Applications received after the said period will be rejected even though they have been delivered to any of the said collection points prior to the Closure Date or carry a postmark dated prior to the Closure Date. Applications delivered by hand to the Registrars to the Issue after the Closure Date of the Issue will also be rejected.

(4) REFUNDS ON APPLICATIONS

Refunds on Applications rejected or partly allotted Debentures would be made within ten (10) Market Days excluding the Closure Date. Please refer Section 4.8 of the Prospectus for further details.