

LANKA IOC PLC

# CIRCULAR TO SHAREHOLDERS

Dear Shareholders

## **VIRTUAL ANNUAL GENERAL MEETING OF LANKA IOC PLC FOR THE YEAR ENDED 31st MARCH 2025**

In Compliance with the guidelines of the Colombo Stock Exchange (CSE), the Twenty-Third (23rd) Annual General Meeting (AGM) of Lanka IOC PLC will be held virtually in the manner prescribed as follows:

### **A. GENERAL DETAILS**

1. The Twenty-Third (23rd) Annual General Meeting (AGM) of Lanka IOC PLC will be conducted virtually on Thursday, 19th June 2025 at 11.00 am.
2. The Board of Directors, Key Officials and the Company Secretary will be present at the venue of the Meeting in person and all shareholders will participate in the meeting through audio and audio-visual means. The Annual Report of the Company for the year ended 31st March 2025 will be available for perusal at the web-link [https:// www.lankaio.com/online-report/](https://www.lankaio.com/online-report/) and on the Colombo Stock Exchange website on [www.cse.lk](http://www.cse.lk) and the social media sites of the Company. The PDF version is also available for viewing by scanning the following QR code. A printed copy of the Annual Report could be collected by completing and forwarding the annexed Form of Request.



### **B. SHAREHOLDER PARTICIPATION**

1. The shareholders are encouraged to appoint a Director of the Company as their proxy to represent them at the meeting.
2. The shareholders may also appoint any other person other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting through audio- or audio-visual means only.

3. The shareholders who wish to participate in the meeting will be able to join the meeting through audio or audio visual means only. To facilitate this process, the shareholders are required to furnish their details by perfecting-Annexure to the circular to shareholders and forward same to [agmlankaio.com@gmail.com](mailto:agmlankaio.com@gmail.com) or by facsimile on +94 11 2391490 or by post to the registered address of the Company Level 20, West Tower, World Trade Centre, Colombo 01 to reach the Company not less than five (05) days before the date of the meeting so that the meeting login information could be forwarded to the e-mail addresses so provided by you.
4. To facilitate the appointment of proxies as specified in B.1 and B.2 above, the Form of Proxy is attached with the Notice of Meeting.

The duly filled Forms of Proxy should be sent to reach the Company via e-mail to [agmlankaio.com@gmail.com](mailto:agmlankaio.com@gmail.com) or facsimile on +94 11 2391490 or by post to the registered address of the Company Level 20, West Tower, World Trade Centre, Colombo 01, not less than forty eight (48) hours before the time fixed for the meeting.

### **C. SHAREHOLDERS' QUERIES**

1. The shareholders are hereby advised that if they wish to raise any queries, such queries should be sent to reach the Company, via e-mail to [agmlankaio.com@gmail.com](mailto:agmlankaio.com@gmail.com) or facsimile on +94 11 2391490 or by post to the registered address of the Company Level 20, West Tower, World Trade Centre, Colombo 01, not less than five (05) days before the date of the meeting. This is in order to enable the Company Secretary to compile the queries and forward same for the attention of the Board of Directors so that they can be addressed at the meeting.
2. You may contact the following persons if you require assistance in accessing the above links any time between 9.00 am to 5.30 pm on working days on the number of 0112475720. Mr. Ninuka Karunaratne/ Mr. Amila Perera

3. Enclosed herewith is the notice of the meeting and the proxy form of the AGM. The notice and the proxy form, will also be made available on the CSE website (<https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=LIOC.N0000>) and the Company's official website (<https://www.lankaio.com> under investor section)

Yours faithfully,



**Amali Liyanapatabendi**

Company Secretary  
Lanka IOC PLC.

27th May 2025

**Notes:**

1. The login information is authorized only for the use of shareholders (in the case of individuals), proxy holders and by the authorized representatives (in the case of corporates). THE COMPANY SHALL THEREFORE WILL NOT BE LIABLE FOR MISUSE AND/OR UNAUTHORIZED USE OF THE LOGIN INFORMATION.
2. In the case of proxyholders, please note that the login information will only be shared with those in whose favour a valid proxy has been submitted by the shareholder.
3. Voting in respect of the items of business on the agenda will be by using an online platform. The relevant voting procedure will be explained to the shareholders at the meeting.

Encl :

1. Notice of Meeting
2. Form of Proxy
3. Registration Form for online participation
4. Form of Request

# LANKA IOC PLC

## NOTICE OF MEETING

**NOTICE IS HEREBY GIVEN THAT** the 23rd Annual General Meeting of the shareholders of Lanka IOC PLC will be held on Thursday, 19th June 2025 at 11.00 am virtually for the following purposes;

### Agenda

1. To receive and consider the Annual Report of the Board of Directors on the affairs of the Company and Statement of Compliance and the Financial Statements of the Company for the financial year ended 31st March 2025 with the Report of the Auditors thereon.
2. To declare a first & final dividend of Rs. 5.00 per share for the Financial Year 2024-25 as recommended by the Board.
3. (i) To re-elect Mr. R V N Vishweshwar as a Director of Lanka IOC PLC who retires by rotation as per Article 29(2) of the Articles of Association of the company and offers himself for re-election.  
(ii) To re-elect Mr. N D Mathur as a Director of Lanka IOC PLC who retires by rotation as per Article 29(2) of the Articles of Association of the company and offers himself for re-election  
(iii) To re-elect Mr. Satish Kumar Vaduguri who retires in terms of Article 27(6) of the Articles of Association of the Company and offers himself for re-election.
4. To re-appoint Messrs, B D O Partners Sri Lanka Chartered Accountants, as recommended by the Board of Directors as the Auditors of the Company for the ensuing year; and to authorize the Board of Directors to determine their remuneration.

The Annual Report of Lanka IOC PLC for 2024/25 will be available via the below links, once the Financial Statements for the year ended 31 March 2025 are released to the Colombo Stock Exchange:

- (1) Corporate Website <https://www.lankaioec.com> under investor section

- (2) The Colombo Stock Exchange – <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=LIOC.N0000>

Shareholders may also access the Annual Report and Financial Statements on their mobile phones by scanning the following QR code.



By Order of the Board



**[Ms] Amali Liyanapatabendi**  
Company Secretary  
Lanka IOC PLC.

27th May 2025  
Colombo

1. A duly registered and entitled holder of the Company's shares is entitled to attend, speak and vote at the AGM and is entitled to appoint a proxyholder to attend, speak and vote on his/ her behalf;
2. A proxyholder need not be a shareholder of the Company; A proxy so appointed shall have the same right as the shareholder to vote on a show of hand or on a poll as well as to speak at the AGM;
3. The Form of Proxy is enclosed for this purpose. The completed Form of Proxy must be deposited at the Registered Office of the Company situated at Level 20, West Tower, World Trade Centre, Echelon Square, Colombo 01 or forwarded via e-mail to [agmlankaioec@gmail.com](mailto:agmlankaioec@gmail.com) or facsimile to 011 2 391 490, not less than forty-eight (48) hours before the appointed hour of the meeting.
4. Members are encouraged to vote by Proxy through the appointment of a member of the Board of Directors to vote on their behalf and to include their voting preferences on the resolutions to be taken up at the Meeting in the Form of Proxy.
5. Instructions given in the Circular to shareholders dated 27th May 2025 must be followed to join the meeting via audio – visual means.

LANKA IOC PLC  
FORM OF PROXY

I/We .....[Full Name]

.....[NIC No] of .....being a

a member/s of Lanka IOC PLC, hereby appoint Mr/Mrs/Miss.....

[NIC No] .....of.....whom failing:

Mr. Satish Kumar Vaduguri	whom failing
Mr. Dipak Das	whom failing
Mr. R V N Vishweshwar	whom failing
Mr. N D Mathur	whom failing
Mr. H M A Jayasinghe	whom failing
Mr. S. Renganathan	

as my/our Proxy holder to represent me/us to speak at the meeting and to vote on a show of hands or on a poll for me/us on my/our behalf, as indicated below at the 23rd Annual General Meeting of the Company to be held on 19th June 2025 virtually and at any adjournment thereof and at every poll which may be taken in consequence thereof.

		For	Against
1.	To receive, consider and adopt the Annual Report for the financial year ended 31st March 2025 with the Report of the Auditors thereon	<input type="checkbox"/>	<input type="checkbox"/>
2.	To declare a first & final dividend of Rs. 5.00 per share for the Financial Year 2024-25.	<input type="checkbox"/>	<input type="checkbox"/>
3.	(i) To re-elect, Mr R V N Vishweshwar who retires in terms of Article 29(2) of the Articles of Association of the Company and being eligible has offered himself for re-election.	<input type="checkbox"/>	<input type="checkbox"/>
	(ii) To re-elect N D Mathur who retires in terms of Article 29(2) of the Articles of Association of the Company and being eligible has offered himself for re-election.	<input type="checkbox"/>	<input type="checkbox"/>
	(iii) To re-elect Mr Satish Kumar Vaduguri who retires in terms of Article 27(6) of the Articles of Association of the Company and being eligible has offered himself for re-election.	<input type="checkbox"/>	<input type="checkbox"/>
4	To re-appoint Messrs, B D O Partners Sri Lanka Chartered Accountants, as Auditors of the Company for the ensuing year and authorize the Board of Directors to their remuneration	<input type="checkbox"/>	<input type="checkbox"/>

In witness I/we set my/our hand/Seal hereto on this ..... day of ..... 2025

.....  
NIC Number

.....  
Signature/s

Notes

1. A Proxy need not be a shareholder of the Company
2. Instructions as to completion are noted on the reverse hereof

### Instructions as to Completion

- Please perfect the Form of Proxy by filling in legibly your full name, NIC No and address as well as the full name and NIC number of the proxy holder, by signing in the space provided and filling in the date of signature.
- The completed Form of Proxy should be deposited at Lanka IOC PLC, Level 20, West Tower, World Trade Centre, Colombo 01 or emailed to [agmlankaio@gmail.com](mailto:agmlankaio@gmail.com) or facsimile to +94 112391490 not less than 48 hours before the time appointed for the holding of the Meeting.
- If the appointer is a Company or Corporation, this Form must be executed under its Common Seal or the hand of a duly Authorized Officer of the Company, in accordance with its Articles of Association.
- If the Form of Proxy is signed by an Attorney, the relative Power of Attorney should accompany the Form of Proxy for registration, if such Power of Attorney has not already been registered with the Company.
- If this Form of Proxy is returned without any indication of how the person appointed as Proxy shall vote, then the Proxy shall exercise his/her discretion as to how he/she votes or, whether or not he/she abstains from voting.

Please fill in the following details:

NIC No: .....

Full Name: .....

Address: .....  
.....

Jointly with: .....

Tel No: .....

email ID: .....

LANKA IOC PLC

# REGISTRATION OF SHAREHOLDER DETAILS FOR ONLINE PARTICIPATION

LANKA IOC PLC- 23RD ANNUAL GENERAL MEETING

To: Lanka IOC PLC

Level 20, West Tower, World Trade Centre,

Colombo 01

1. Full Name of the Shareholder/s:

Primary
*Joint
*Joint

2. Shareholder/s Address: \_\_\_\_\_

3. Shareholder's NIC No. / Passport No. / Co. Reg. No. :

Primary
*Joint
*Joint

4. Shareholder's Contact No. :

Fixed line:		Mobile:	
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5. Shareholder's e-mail: \_\_\_\_\_

6. Name of the Proxy holder: \_\_\_\_\_

7. Proxy holder's NIC No. / Passport No. : \_\_\_\_\_

8. Proxy holder's Contact No.:

Fixed line:		Mobile:	
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9. Proxy holder's e-mail : \_\_\_\_\_

I/We hereby certify that the details given above are true and accurate and are furnished for the purpose of enabling my/our online participation at the Annual General Meeting. I/We acknowledge that the Company shall have the right to disable my/our participation in the event the above information furnished are found to be incorrect or inconsistent with shareholding records..

.....  
Shareholder's Signature / Date

.....  
\*1st Joint holder's Signature / Date

.....  
\*2nd Joint holder's Signature / Date

\* Strike out if not applicable

**Note:**

1. It is mandatory for the shareholder/s to provide the e-mail address in the space provided above in order to forward the log in information to facilitate the online participation at the meeting.
2. Duly filled Registration of Shareholder Details Form should be forwarded to [agmlankaic@gmail.com](mailto:agmlankaic@gmail.com) or by facsimile on +94 11 2391490, to reach the Company not less than five (05) days before the date of the meeting.

# FORM OF REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT 2024/25

## Central Depository Systems (Pvt) Limited

Ground Floor, M & M Center

341/5, Kotte Road

Rajagiriya.

With reference to the Circular to Shareholders dated 27th May 2025 I/We hereby request you to provide me/us a printed copy of the Annual Report for the financial year 2024-25 of Lanka IOC PLC.

Please mark [x] as appropriate.

1. I will collect a copy from your office	
2. Please hand over a copy to bearer of this form	
3. Please mail it to my address given below	

Full Name of Shareholder/s	
Address of Shareholder/s	
NIC No./Passport No./	
Company Registration No.	
CDS Account No.	
Contact No.	
Email ID:	

.....  
Signature

.....  
Date

\* Strike out if not applicable

### Note:

- Kindly perfect the Form of Request by filling in legibly the required information, signing in the space provided and filling in the date of signature.
- In the case of Joint holders, the letter may be executed by the registered Principal holder.
- In the event that the shareholder is a Company, the Form may be executed in terms of the Articles of Association of the Company or by a duly authorized representative/s.
- The completed Form of Request shall be dispatched to reach the Central Depository Systems (Pvt) Limited, Registrars to Lanka IOC PLC, Ground Floor, M & M Center, 341/5, Kotte Road, Rajagiriya. Fax No 94-112440396 on or before 5th June 2025.