



LVL ENERGY FUND PLC
Registered Office

2nd Floor, "Sayuru Sevana", No. 46/12, Navam Mawatha, Colombo 02.

Telephone : +94 11 2 439201 Facsimile : +94 11 2 439203

E-Mail : contact@lvleenergyfund.lk

CIRCULAR TO SHAREHOLDERS

Dear Shareholder,

Submission of annual report to shareholders

As you are aware, Rule 7.5 (b) of the Listing Rules of the Colombo Stock Exchange ("CSE") permits companies to forward their annual reports to the shareholders in a mode other than in printed form.

Accordingly, the annual report of LVL Energy Fund PLC for the financial year ended 31st March 2024, is available on the:

LVL Energy Fund Company website: <https://www.lvenergyfund.lk/>

CSE website : <https://cse.lk/pages/company-profile/company-profile.component.html?symbol=LVEF.N0000>

If you wish to receive a printed copy of the Annual Report for the year ended 31st March 2024, kindly send a scanned copy of the completed FORM OF REQUEST via email to contact@lvenergyfund.lk or by post to the registered address of the Company at 2nd Floor, 'Sayuru Sevana', No. 46/12, Navam Mawatha, Colombo 02. We will furnish a printed copy of the annual report within eight (8) market days from the date of receipt of such written request.

Further The Annual Report, Notice of Meeting, Form of Proxy and Registration Form, the Form of Request will be published on the website of the Colombo Stock Exchange (<https://cse.lk/pages/company-profile/company-profile.component.html?symbol=LVEF.N0000>) and the website of the Company (<https://www.lvenergyfund.lk/>).

If you have any queries, please contact Ms. Lakmi Hansika and Ms. Anupama Welgamage on 0112-439201 or e-mail contact@lvenergyfund.lk.

We also enclose herewith the Notice of meeting, instructions for participation, Form of Proxy for the annual general meeting scheduled to be held on 27th September 2024 at 9.00 a.m. via virtual platform.

Yours faithfully,

By order of the Board

CORPORATE SERVICES (PRIVATE) LIMITED

Secretaries

LVL ENERGY FUND PLC

Colombo, on this 30th day of August 2024

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Thirteenth Annual General Meeting of LVL Energy Fund PLC will be held on 27th September 2024 at 9.00 a.m. via virtual platform for the following purposes:

- 1) To receive and consider the Annual Report of the Board of Directors together with the Financial Statements of the Company for the year ended 31st March 2024 together with the Report of the Auditors thereon.
- 2) To re-elect Mr. M. R. Abeywardena who retires by rotation in terms of Article 27(12) of the Articles of Association of the Company, and being eligible has offered himself for re-election.
- 3) To re-elect Mr. M. A. Wijetunge who retires by rotation in terms of Article 27(12) of the Articles of Association of the Company, and being eligible has offered himself for re-election.
- 4) To re-appoint Messrs. KPMG, Chartered Accountants, as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be agreed with by the Board of Directors and to audit the Financial Statements of the Company for the accounting period ending 31st March 2025.
- 5) To consider and if thought fit to pass the following Special Resolutions to amend the Articles of Association of the Company in line with and to comply with the Listing Rules of the Colombo Stock Exchange that are currently in force.

Special Resolution 1:

IT IS HEREBY RESOLVED THAT article 27(1) be deleted in its entirety and substituted with the following Article 27(1):

27(1) "Unless otherwise determined by ordinary resolution of the shareholders of the Company, the number of Directors of the Company shall not be less than five (5) and not more than ten (10).

Special Resolution 2:

IT IS HEREBY RESOLVED THAT article 27(4) be deleted in its entirety and be substituted with the following new articles numbered 27(4) (a) to 27(4) (d).

27(4) A Director may, if he is unable to attend to his duties as a Director, by notice in writing under his hand to the registered office of the Company or by notice sent by facsimile transmission or by email, appoint any person to be an alternate director of the Company in exceptional circumstances and for a maximum period of one (01) year from the date of appointment and at any time remove the alternate director so appointed.

27(4) (b) If an alternate director is appointed by and for a non-executive director, such alternate should not be an executive of the Company.

27(4) (c) If an alternate director is appointed by and for an independent director, the person so appointed should meet the criteria of independence specified in the Listing Rules of the Colombo Stock Exchange and the Company shall satisfy the requirements relating to the minimum number of independent directors specified in the Rules. The Nominations and Governance Committee shall review and determine that the person nominated as the alternate would qualify as an independent director before such appointment is made.

27(4) (d) The attendance of any alternate director at any meeting, including a board committee meeting, shall be counted for the purpose of quorum.

Special Resolution 3:

IT IS HEREBY RESOLVED THAT article 27(5) be amended by inserting the words "Subject to Article 27(4) above" so that the amended article shall be read as follows:

27(5) Subject to Article 27(4) above, a Director appointed by another Director to be his alternate director shall thereupon be entitled to exercise (in addition to his own right of voting as a Director) such appointer's rights at meetings of the Board. A person may act as an alternate director for more than one Director.

Special Resolution 4:

IT IS HEREBY RESOLVED THAT article no 27(7) be deleted in its entirety and that Articles 27 (8), 27(9) (a), 27(9) (b), 27(10), 27(11) and 27(12) be renumbered as Articles 27(7), 27(8) (a), 27(8) (b), 27(9), 27(10) and 27(11) respectively.

6) To authorize the Directors to determine contribution to charities for the ensuing year.

By order of the Board

Corporate Services (Private) Limited

Secretaries

LVL Energy Fund PLC

30th August 2024

Colombo

Note:

- I. A shareholder entitled to attend and vote at the Meeting is entitled to appoint a Proxy who need not be a shareholder to attend instead of him/her.
- II. The Form of Proxy is attached herewith.
- III. The completed Form of Proxy should be deposited at the office of the Company at 2nd Floor, "Sayuru Sevana", No.46/12, Navam Mawatha, Colombo 02 not less than 48 hours before the meeting.

FORM OF PROXY

*I/We..... of.....
being * a shareholder /
 shareholders of LVL ENERGY FUND PLC, do hereby appoint
 of..... (whom failing)

Mr. P.G.D.B. Pallewatte	of Colombo or failing him
Mr. N.H.T.I. Perera	of Colombo or failing him
Mr. M.A. Wijetunge	of Colombo or failing him
Mr. M.R. Abeywardena	of Colombo or failing him
Mr. M.M. Wijetunge	of Colombo or failing him
Mr. J.D.N. Kekulawala	of Colombo or failing him
Mr. K.C.S. Dharmawardana	of Colombo or failing him
Mr. R.A. Dassanayake	of Colombo or failing him
Mr. A.G.R. Dissanayake	of Colombo or failing him
Mr. W.P. K. Jayawardana	of Colombo

as *my/our Proxy to represent *me/us and to speak and vote for *me/us on *my/our behalf at the ANNUAL GENERAL MEETING OF THE COMPANY to be held on the 27th day of September 2024 at 9.00 a.m. and at any adjournment thereof, and at every poll which may be taken in consequence thereof.

	FOR	AGAINST
1) To receive and consider the Annual Report of the Board of Directors together with the Financial Statements of the Company for the year ended 31 st March 2024 together with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2) To re-elect Mr. M. R. Abeywardena who retires by rotation in terms of Article 27(12) of the Articles of Association of the Company, and being eligible has offered himself for re-election.	<input type="checkbox"/>	<input type="checkbox"/>
3) To re-elect Mr. M. A. Wijetunge who retires by rotation in terms of Article 27(12) 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. KPMG, Chartered Accountants, as the Auditors of the Company to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be agreed with by the Board of Directors and to audit the Financial Statements of the Company for the accounting period ending 31 st March 2025.	<input type="checkbox"/>	<input type="checkbox"/>
5) To consider and if thought fit to pass the Special Resolutions to amend the Articles of Association of the Company in line with and to comply with the Listing Rules of the Colombo Stock Exchange that are currently in force.	<input type="checkbox"/>	<input type="checkbox"/>
6) To authorize the Directors to determine contribution to charities for the ensuing year.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this..... day of Two Thousand and Twenty Four.

.....
 *Signature/s

Note:

- 1) *Please delete the inappropriate words.
- 2) Instructions as to completion are noted on the reverse hereof.

INSTRUCTIONS AS TO COMPLETION

1. Kindly perfect the Form of Proxy after filling in legibly your full name and address and signing in the space provided and filling in the date of signature.
2. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy who need not be a member, to attend and vote instead of him. Please indicate with an "X" in the boxes provided how your Proxy is to vote on each resolution. If no indication is given, the Proxy in his discretion will vote as he thinks fit.
3. If the Form of Proxy is signed by an Attorney, the relevant Power of Attorney should also accompany the completed Form of Proxy for registration, if such power of attorney has not already been registered with the Company.
4. In the case of a Corporate Member, the Form of Proxy must be executed in the manner prescribed by the Articles of Association.
5. The completed Form of Proxy should be lodged with the Company not less than forty eight (48) hours before the Meeting.

LVL ENERGY FUND PLC

FORM OF REQUEST

TO: The Company Secretaries,
Corporate Services (Private) Limited,
216, de Saram Place,
Colombo 10.

I would like to receive the printed version of the Annual Report of LVL Energy Fund PLC.

SHARE HOLDER'S DETAILS	
Full name	
NIC/Passport/Company Registration No.	
Address	
Contact Number	

.....
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 forward the completed Form of Request to the Company Secretaries at the address given above to reach us on or before 18th September 2024.
3. In the event the shareholder is a company/corporate, the Form of Request should be signed under common seal or by a duly authorized officer of the company in accordance with its articles of association.

REGISTRATION FORM
LVL ENERGY FUND PLC

13TH ANNUAL GENERAL MEETING FOR THE YEAR ENDED 31ST MARCH 2024

DETAILS OF SHAREHOLDER

Full Name of the Shareholder :

NIC No. / Passport No. /
Company Registration No. :

CDS Account No. :

Residential Address :

Telephone No/s :

Email :

DETAILS OF PROXY HOLDER: (only if a proxy is appointed)

Full Name of the Proxy holder :

NIC No. / Passport No. of Proxy holder:

Telephone No/s :

Email :

.....
Shareholder's Signature Date

Note:

1. Please perfect the Registration Form by filling in legibly your full name, address, email, contact number, signing in the space provided and filling in the date of signature.
2. In the Case of a Company/Corporation, the Shareholder Registration Form must be signed under its Common Seal which should be affixed and attested in the manner prescribed by its Articles of Association.
3. In the case of a Power of Attorney, the relevant Power of Attorney should accompany the completed Registration Form, if such Power of Attorney has not already been registered with the Company.