

VALLIBEL ONE PLC

Company No. PB 3831 PQ
Level 29, West Tower, World Trade Centre
Echelon Square, Colombo 01
Tel: 011-2445577, Web: www.vallibelone.com

Circular to Shareholders

Dear Shareholder/s,

16TH ANNUAL GENERAL MEETING OF THE COMPANY

The Board of Directors of Vallibel One PLC, acting in terms of Article 58 of the Articles of Association of the Company and having taken into consideration, the Guidance Note to Listed Entities issued by the Colombo Stock Exchange on Hosting Virtual Shareholders' Meetings, has decided to hold its 16th Annual General Meeting (AGM) as a Virtual Meeting on 30th June 2026 at 2.30 p.m.

METHOD OF HOLDING THE AGM/ELECTRONIC PLATFORM

Only the key officials who are essential for the administration of the formalities of the meeting will be physically present in the venue and all others including shareholders will participate via an online meeting platform (Zoom).

REGISTRATION PROCEDURE

Those Shareholders and Proxy holders who wish to participate via the online meeting platform should notify the Registrars of the Company of such intention by completing the attached Registration Form. The Registration Form will also be made available on the corporate website of the Company and the website of the Colombo Stock Exchange.

The duly completed Registration Form should be deposited with the Registrars of the Company, Corporate Solutions Unit, Central Depository Systems (Pvt) Limited, Ground Floor, M & M Centre, 341/5, Kotte Road, Rajagiriya (Telephone: 011-2356444) or e-mail to agm_egm_registrars@cds.lk not later than 47 hours prior to the time appointed for the meeting.

Please refer to the attached Guidelines and Registration Process for the Annual General Meeting for further details in this regard.

APPOINTMENT OF PROXY HOLDERS

The Shareholders could appoint a Proxy to vote on their behalf and include their voting preferences on the resolutions that are to be taken up at the meeting, which are given in the Form of Proxy. The Shareholders who wish to appoint a Proxy should duly complete the Form of Proxy and include the details of such Proxy holder in the Registration Form as per the instructions given therein.

The duly completed Form of Proxy should be deposited at the Registered Office of the Company, Level 29, West Tower, World Trade Centre Echelon Square, Colombo 01 or e-mailed to: info@vallibel.com not later than 47 hours prior to the time appointed for the meeting.

LOGIN INFORMATION FOR PARTICIPATION VIA ONLINE MEETING PLATFORM / ASSISTANCE

The login information will be authorized only for use by individual Shareholders, Proxy holders and authorized representatives in case of Institutional Shareholders and the Company will not be responsible or liable for any misuse. Where the Proxy holders are concerned, please note that the login information will only be shared with those in whose favour a valid Proxy has been submitted by the Shareholder.

If any Shareholders who are registered for participation via online platform encounters any difficulty in connecting to the meeting, they could contact Mr. Vishan Alahapperuma on telephone: 011 2445577 or email to: info@vallibel.com for any assistance required.

QUERIES OF SHAREHOLDERS

Shareholders can send in their queries, if any, to Mr. Vishan Alahapperuma of the Company on e-mail to: info@vallibel.com not later than 47 hours prior to the time appointed for the meeting.

VOTING

Voting on the items on the Agenda will be conducted through the Polling App.

Voting on the items in the Agenda will be registered by using an online meeting platform or a designated ancillary online application, which will be explained prior to the commencement of the meeting.

Circular to Shareholders

Please refer to the attached Guidelines and Registration Process for the Annual General Meeting for further details in this regard.

All individuals participating at the meeting remotely through the online meeting platform are required to identify themselves at the time of voting. Further, individuals must also identify themselves when speaking at the AGM during the time allotted for comments by shareholders as directed by the Chairman. At that point, the individual will be required to give his/her name and address for purposes of identification as a shareholder or as a proxy.

ANNUAL REPORT 2025/26

The Annual Report of the Company is available for download on the corporate website of the Company and the Colombo Stock Exchange website, to which the links are provided below:

- (i) Corporate Website of VALLIBEL ONE PLC www.vallibelone.com
- (ii) Colombo Stock Exchange Website : <https://www.cse.lk/company-profile?symbol=VONE.N0000>

Shareholders may also access the said Annual Report including the Financial Statements and the Circular to Shareholders/related documents on their mobile phones by scanning the following QR code.



Should a Shareholder wish to obtain a printed copy of the Annual Report, they may send a written request to the Company Registrars by filling the Form of Request attached herein. A copy of the Annual Report will be forwarded to such shareholder within eight (8) market days from the date of receipt of the request.

Should you require assistance relating to your request for a printed copy of the Annual Report and/or the mode of forwarding such Report you may contact Mr. Vishan Alhapperuma of the Company on telephone: 011 2445577, email to: info@vallibel.com, anytime between 10.00 a.m. and 4.00 p.m. on any working day.

The Notice of meeting, Form of Proxy, Registration Form and Form of Request and other related documents will be made available on the Company website:

https://www.vallibelone.com/investor_relations/annual_reports.html

and the CSE website

<https://www.cse.lk/company-profile?symbol=VONE.N0000>

In the event the Company is required to take any action in relation to the Meeting in the best interests of the Meeting attendees and/or in line with any communications, guidelines, directives or orders issued by the Government of Sri Lanka, Notice of such action will be given by way of an announcement to the CSE and publication on the Company website – www.vallibelone.com

DOCUMENTS ATTACHED

The following documents are attached to this Circular to Shareholders:

1. Notice of Annual General Meeting.
2. Form of Proxy
3. Form of Request
4. Registration Form
5. Guidelines and Registration Process for the Annual General Meeting

By Order of the Board

Vallibel One PLC

P W CORPORATE SECRETARIAL (PVT) LTD
Secretaries

4th June, 2026

Notice of Annual General Meeting

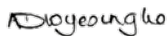
NOTICE IS HEREBY GIVEN that the Sixteenth (16th) Annual General Meeting of the Company will be held by electronic means on 30th June 2026 at 2.30 p.m. centered at No. 20, R A De Mel Mawatha, Colombo 3 for the following purposes:

1. To receive and consider the Annual Report of the Board of Directors on the affairs of the Company and its subsidiaries and the Statement of Accounts for the year ended 31st March 2026 with the Report of the Auditors thereon.
2. To re-elect as a Director, Mr. Kulappu Arachchige Don Dhammika Perera who retires by rotation in terms of Articles 87 and 88 of the Articles of Association of the Company.
3. To re-elect as a Director, Mr. Hector Manil Anthony Jayasinghe who retires by rotation in terms of Articles 87 and 88 of the Articles of Association of the Company.
4. To pass the ordinary resolution set out below to re-appoint Mr John Anthony Sunil Sumith Adhihetty who is 75 years of age as a Director of the Company;

“IT IS HEREBY RESOLVED THAT the age limit stipulated in Section 210 of the Companies Act No.07 of 2007 shall not apply to Mr John Anthony Sunil Sumith Adhihetty who is 75 years of age and that he be and is hereby re-appointed a Director of the Company.”
5. To re-elect as a Director, Mrs Yanika Amarasekera who was appointed since the last Annual General Meeting in terms of Article 94 of the Articles of Association of the Company
6. To re-appoint Messrs Ernst & Young, Chartered Accountants, as the Auditors of the Company and to authorize the Directors to fix their remuneration.
7. To authorize the Directors to determine donations for the year ending 31st March 2027 and up to the date of the next Annual General Meeting.

By order of the Board

Vallibel One PLC



P W Corporate Secretarial (Pvt) Ltd

Secretaries

4th June, 2026

Colombo

Notice of Annual General Meeting

Notes

1. *A Shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on behalf of him/her.*
2. *A proxy need not be a Shareholder of the Company.*
3. *The Form of Proxy is enclosed for this purpose.*
4. *The completed Form of Proxy should be deposited at the Registered Office of the Company, Level 29, West Tower, World Trade Centre Echelon Square, Colombo 01 not later than 47 hours prior to the time appointed for the meeting.*
5. *Since the Meeting will be held via electronic means, shareholders who wish to participate in the AGM either by themselves or through their Proxies, are requested to forward the duly completed and signed Registration Form as per the Guidelines for Registration made available to the Shareholders on the Company/CSE Websites, to the Registrars of the Company, Corporate Solutions Unit, Central Depository Systems (Pvt) Limited, Ground Floor, M & M Centre, 341/5, Kotte Road, Rajagiriya or e-mailed to agm_egm_registrars@cds.lk not later than 47 hours prior to the time appointed for the meeting.*

Form of Proxy

I/We*.....

(NIC/Passport/Co. Reg. No.) of

..... being a shareholder / shareholders of **VALLIBEL ONE PLC** hereby

appoint

(NIC/Passport No.) of or failing him/her

- Mr Dhammika Perera
- Mr J A S S Adhihetty
- Mrs Yogadinusha Bhaskaran
- Ms A A Kawshi Amarasinghe
- Ms K A D Brindhiini Perera
- Mr H Manil A Jayesinghe
- Mr Anura S. Fernando
- Mrs K Devika Weerasinghe
- Mrs Romany M A S Parakrama
- Mr A Jonathan Alles
- Mrs. Yanika Amarasekera
- or failing him*
- or failing him*
- or failing her*
- or failing her*
- or failing her*
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- or failing her*
- or failing her*
- or failing him*

as my/our* proxy to represent and speak and vote as indicated hereunder for me/us* and on my/our* behalf at the Sixteenth (16th) Annual General Meeting of the Company to be held by electronic means on 30th June 2026 and at every poll which may be taken in consequence of the aforesaid Meeting and at any adjournment thereof.

		For	Against
1.	To re-elect Mr. K A D D Perera as a Director of the Company	☐	☐
2.	To re-elect Mr H M A Jayesinghe as a Director of the Company	☐	☐
3.	To pass the ordinary resolution set out under item 4 of the Notice of Meeting for the re-appointment of Mr J A S S Adhihetty as a Director	☐	☐
4.	To re-elect Mrs Yanika Amarasekera as a Director of the Company	☐	☐
5.	To re-appoint Messrs Ernst & Young, Chartered Accountants, as the Auditors of the Company and to authorize the Directors to fix their remuneration.	☐	☐
6.	To authorize the Directors to determine donations for the year ending 31st March 2027 and up to the date of the next Annual General Meeting.	☐	☐

In witness my/our* hands this day of Two Thousand and Twenty Six.

.....
Signature of Shareholder/s

*Please delete what is inapplicable.

- Notes:**
1. A proxy need not be a shareholder of the Company
2. Instructions as to completion appear overleaf.

Form of Proxy

VALLIBEL ONE PLC

Instructions for completion

1. The full name, National Identity Card number and the registered address of the shareholder appointing the Proxy and the relevant details of the Proxy should be legibly entered in the Form of Proxy which should be duly signed and dated.
2. The completed Proxy should be deposited at the Registered Office of the Company, Level 29, West Tower, World Trade Centre, Colombo 01 not later than 47 hours before the time appointed for the Meeting.
3. The Proxy shall –
 - (a) In the case of an individual be signed by the shareholder or by his attorney, and if signed by an attorney, a notarially certified copy of the Power of Attorney should be attached to the completed Proxy if it has not already been registered with the Company.
 - (b) In the case of a company or corporate / statutory body either be under its Common Seal or signed by its Attorney or by an Officer on behalf of the Company or corporate / statutory body in accordance with its Articles of Association or the Constitution or the Statute. (as applicable)
4. Please indicate with a 'X' how the Proxy should vote on each resolution. If no indication is given, the Proxy in his discretion will vote as he thinks fit.

Form of Request

FOR A PRINTED COPY OF THE ANNUAL REPORT OF VALLIBEL ONE PLC
FOR THE YEAR ENDED 31ST MARCH 2026

TO: VALLIBEL ONE PLC
C/o Corporate Solutions Unit
Central Depository Systems (Pvt) Limited
Ground Floor, M & M Centre
341/5, Kotte Road, Rajagiriya

I/We hereby request for a printed copy of the Annual Report of VALLIBEL ONE PLC for the year ended 31st March 2026.

DETAILS OF THE SHAREHOLDER(S)

Full name:	
National Identity Card /Passport / Company Registration No. :	
Address.	
Contact Telephone Number :	

.....
Signature of Shareholder(s)

.....
Date

Contact details of Vallibel One PLC

Telephone 011 2445577
Facsimile 011 2445500
Email info@vallibel.com

Contact details of Corporate Solutions Unit of Central Depository Systems (Pvt) Limited

Telephone 011-2356444
Facsimile 011-2440396
Email agm_egm_registrars@cds.lk

Guidelines for Registration for the Annual General Meeting to be Held on 30th June 2026

Shareholders / Proxy holders who wish to participate in the Annual General Meeting Vallibel One PLC to be held via an Online Meeting Platform (Virtual AGM), could do so by using a smart phone or a desktop computer.

If a Shareholder/Proxy holder intends to join the Virtual AGM via a smart phone, it is necessary for him/her to download the **“Zoom Mobile App”** onto his/her smart phone. Similarly if a Shareholder/Proxy holder wishes to attend the Virtual AGM via a desktop computer, the link can be opened by downloading the **“Zoom Desktop App”** to the respective desktop computer (compatible web browser: **Google Chrome**).

1. Shareholder who wish to participate in the Virtual AGM of Vallibel One PLC, either by themselves or through their Proxies, are requested to forward their details to the Registrars to the Company as per the attached **REGISTRATION FORM**.
2. The duly completed and signed **REGISTRATION FORM** should be deposited at the Registrars of the Company, Corporate Solutions Unit, Central Depository Systems (Pvt) Limited, Ground Floor, M & M Centre, 341/5, Kotte Road, Rajagiriya (Telephone: 011-2356444) or e-mail to agm_egm_registrars@cds.lk to be received by the Registrars not later than 47 hours prior to the time appointed for the meeting.

Note:

If a Proxy is appointed, the information set out in the **REGISTRATION FORM** pertaining to the Proxy holder should tally with the information indicated in the duly completed **FORM OF PROXY** submitted by the Shareholder.

3. The Company will verify all registration requests and identification details received as aforesaid, against the details of Shareholders set out in the Shareholders' Register and accept the registrations for the Virtual AGM if it is satisfied with the request and supporting documents (if any).
4. The Shareholders whose registration requests have been accepted will receive an email from the Company 24 hours prior to the commencement of the AGM. This email will provide a zoom registration link for online registration. If the Shareholder has appointed a valid Proxy, this email will be forwarded to the relevant Proxy holder. This email will contain an attachment of the instructions for the participants regarding the steps to be followed at the meeting.
5. (i) The Shareholders / Proxy holders are requested to use the zoom registration link, which will be forwarded by the Company as referred to in 4 above and click on the zoom registration link in order to complete online registration for the Virtual AGM.

(ii) On clicking the link, Shareholders/Proxy holders will be redirected to an interface where they will be requested to enter their **first name, last name, email address, re-enter email address** and **National Identity Card Number**. (In entering these details the participants are required to ensure that correct details as included in the **REGISTRATION FORM** referred to in 2 above are entered in the said online registration process, since any mismatch will be considered as an unsuccessful log in)

(iii) After successful completion of entering of the details as referred to in 5 (ii) above, the participants are requested to click on **“REGISTER”** which will be prompted on their screens enabling them to receive the meeting link.
6. The Shareholders who successfully complete their online registration as set out in 5 above, will receive the log in link for participation in the meeting referred to as **“Join Webinar”** and credentials.

7. In order to join the Virtual AGM, participants are required to click on “Join Webinar”. In some instances the system call for the credentials and if that is required, please enter the credentials to gain access to the Virtual AGM.
8. On completion of this process, you will be directed to the Virtual AGM Zoom Platform, where you can participate in the Virtual AGM.

It is recommended that the Shareholders / Proxy holders complete the process outlined in 5, 6, 7 and 8 above and join the AGM at least ten (10) minutes before the start of the AGM. The Online Meeting Platform will be active thirty (30) minutes before the time appointed for the commencement of the meeting.

9. Shareholders/Proxy holders may use the **Q & A** tab or the **Hand Raise ()** icon appearing on the screen respectively, to submit their questions or concerns in typed format or verbally. The system will allow a pop up message to **unmute the microphones and to allow video options**.
10. Resolutions will pop up in shareholder screen when it's time for voting. Shareholders can vote by selecting their preference & click on the submit button.
11. When declaring the voting on an item, Chairman will take into account the voting of the Shareholders/ Proxy holders participating virtually
12. **60 seconds** will be allocated for Shareholders / Proxy holders to cast their vote in respect of each item.
13. The results will be processed and announced by the Chairman **15 seconds** after the end of the time slot allocated for voting.
14. In a situation where a Poll is demanded and Shareholders are required to vote on the Poll, a separate link will be provided and the moderator will provide further instructions.

It is advised to check the online AGM access at least 3 hours prior to the meeting and also ensure that your devices have an audible sound system so that you could participate in the AGM comfortably.

Registration Form

16th ANNUAL GENERAL MEETING (AGM) OF VALLIBEL ONE PLC TO BE HELD AS A VIRTUAL MEETING ON 30th JUNE 2026 AT 2.30 P.M.

DETAILS OF SHAREHOLDER

Full Name of the Principal Shareholder:

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

CDS Account No.:

Residential Address: :

Telephone No/s: :

Email: :

Full Name of 01st Joint Holder: :

.....

NIC No/ Passport No.: :

Full Name of 02nd Joint holder: :

.....

NIC No/ Passport No.: :

In the event a Proxy holder is appointed by the Shareholder, following details of his/her Proxy will also be required.

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

Full name of Proxy holder :

.....

NIC No./Passport No. of Proxy holder:

Telephone No/s.:

Email:

.....

Signature/s

Principal Shareholder

01st Joint holder

02nd Joint holder

Date:.....

Note: In the case of a Company/Corporation, the Shareholder Registration Form must be signed in the manner prescribed by its Articles of Association/Statute and in case the Registration Form is signed by an Attorney, the Power of Attorney, must be deposited with the Registrars at Corporate Solutions Unit of Central Depository Systems (Pvt) Limited, Ground Floor, M & M Centre, No.341/5, Kotte Road, Rajagiriya or email to : agm_egm_registrars@cds.lk to be received by the Registrars by not later than 47 hours prior to the time appointed for the meeting.