

**THE FORTRESS RESORTS PLC**

[Company Reg. No. PQ 207]

Level 29, West Tower, World Trade Centre, Echelon Square, Colombo 01  
Tel 0914389400 Facsimile 0914389458, Web: [www.thefortressresortandspa.com](http://www.thefortressresortandspa.com)

**CIRCULAR TO SHAREHOLDERS**

Dear Shareholder

**Annual Report for the year ended 31st March 2024 of The Fortress Resorts PLC**

We are pleased to forward herewith the Notice of Meeting and the Form of Proxy for the Fortieth (40th) Annual General Meeting of the Company.

As you may be aware, in terms of the revised rules of the Colombo Stock Exchange (the 'CSE') a Listed Company shall ensure that the Annual Report is sent to all shareholders and Debt Securities holders of the Entity, provided that such Company complies with the specified requirements listed in the said rules.

Accordingly, the Annual Report for 2023/24 of the Company is published and available for download on the corporate website of the Company and the Colombo Stock Exchange website, and the relevant links are given below:

- (i) Corporate Website of The Fortress Resorts PLC – [www.fortressresortandspa.com](http://www.fortressresortandspa.com)
- (ii) Colombo Stock Exchange Website - <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=RHTL.N0000>

Any shareholder who makes a request for a printed copy of the Annual Report will be provided with such printed copy within eight (8) market days from the date of receipt of the said request. [A Form of Request that could be used for the said purpose is enclosed].

Should you require assistance relating to your request for a printed copy of the Annual Report, you may contact Mr Nishantha Samarasekara of the Company on telephone 0112155000, 0773879831 email: [acc@thefortress.lk](mailto:acc@thefortress.lk) anytime between 10.00 a.m. and 4.00 p.m. on any working day.

If any Shareholder is unable to attend the Annual General Meeting please return the Form of Proxy to the Office of the Secretaries, P W Corporate Secretarial (Pvt) Ltd, No.3/17, Kynsey Road, Colombo 08 by 10.00 a.m. on 26th June 2024.

By Order of the Board  
THE FORTRESS RESORTS PLC  
P W CORPORATE SECRETARIAL (PVT) LTD



Director/Secretaries  
Encl. a/s

27 May 2024



**FORM OF REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT OF  
THE FORTRESS RESORTS PLC  
FOR THE YEAR ENDED 31ST MARCH 2024**

TO: The Fortress Resorts PLC  
C/o Central Depository Systems (Pvt) Limited  
M&M Center  
341/5 Kotte Road  
Rajagiriya

I/We hereby request for a printed copy of the Annual Report of The Fortress Resorts PLC for the year ended 31st March 2024.

**DETAILS OF THE SHAREHOLDER(S)**

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

.....  
Signature of Shareholder(s)

.....  
Date

\* Contact details of Central Depository Systems (Pvt) Limited

Telephone : 011 2356444  
Facsimil : 011 2440396  
Email : registrars@cse.lk



# Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Fortieth (40th) Annual General Meeting of the Company will be held at the Auditorium of L B Finance PLC, Corporate Office, No.20, Dharmapala Mawatha, Colombo 3, on 28 June 2024 at 10.00 a.m. 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 subsidiary and the Statement of Accounts for the year ended 31st March 2024 with the Report of the Auditors thereon.
2. To pass the ordinary resolution set out below to re-appoint Mr L N de S Wijeyeratne, who is 74 years of age, as a Director of the Company.  
"IT IS HEREBY RESOLVED that Mr L N de S Wijeyeratne who is 74 years of age be and is hereby re-appointed a Director of the Company and it is hereby declared as provided for in Section 211(1) of the Companies Act, No. 07 of 2007 that the age limit of 70 years referred to in Section 210 of the Companies Act shall not apply to the said Director."
3. To pass the ordinary resolution set out below to re-appoint Mr J A S S Adhietty, who is 74 years of age, as a Director of the Company.  
"IT IS HEREBY RESOLVED that Mr J A S S Adhietty who is 74 years of age be and is hereby re-appointed a Director of the Company and it is hereby declared as provided for in Section 211(1) of the Companies Act, No. 07 of 2007 that the age limit of 70 years referred to in Section 210 of the Companies Act shall not apply to the said Director."
4. To re-elect Mr Chatura V Cabraal who retires by rotation pursuant to the provisions of Article 84 of the Articles of Association of the Company, as a Director.
5. To re-elect Mr C U Weerawardena who retires by rotation pursuant to the provisions of Article 84 of the Articles of Association of the Company, as a Director.
6. To elect Ms A A K Amarasinghe who retires pursuant to the provisions of Article 91 of the Articles of Association of the Company, as a Director.
7. To elect Mr D C Fernando who retires pursuant to the provisions of Article 91 of the Articles of Association of the Company, as a Director.
8. To elect Mr V Leelananda who retires pursuant to the provisions of Article 91 of the Articles of Association of the Company, as a Director.
9. To elect Ms K A D B Perera who retires pursuant to the provisions of Article 91 of the Articles of Association of the Company, as a Director.
10. To re-appoint Messrs Ernst & Young, Chartered Accountants, as the Auditors of the Company and to authorize the Directors to determine their remuneration.
11. To authorize the Directors to determine donations for the year ending 31st March 2025 and up to the date of the next Annual General Meeting.

By order of the Board  
THE FORTRESS RESORTS PLC



P W Corporate Secretarial (Pvt) Ltd  
Director / Secretaries

At Colombo  
27 May 2024

## Notes

1. A Shareholder entitled to attend and vote at the meeting is entitled to appoint a proxy to attend, speak 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 must be deposited at the Office of the Secretaries, No.3/17, Kynsey Road, Colombo 8, by 10.00 a.m. on 26 June 2024.



# Form of Proxy

I/We\* .....(holder of NIC No.....)  
of .....  
being a Shareholder/s\* of THE FORTRESS RESORTS PLC, hereby appoint.....  
.....(holder of NIC No.....) of .....  
.....or failing him/her\*

- |                             |                 |
|-----------------------------|-----------------|
| Mr K D H Perera             | or failing him* |
| Mr J A S S Adhithetty       | or failing him* |
| Mr Malik J Fernando         | or failing him* |
| Mr L N De Silva Wijeyeratne | or failing him* |
| Mr Jan P Van Twest          | or failing him* |
| Mr Chatura V Cabraal        | or failing him* |
| Mr C U Weerawardane         | or failing him* |
| Mr J R Gunaratne            | or failing him* |
| Ms A A K Amarasinghe        | or failing her* |
| Mr D C Fernando             | or failing him* |
| Mr V Leelananda             | or failing him* |
| Ms K A D B Perera           |                 |

as my/our\* proxy to represent and speak and vote for me/us\* and on my/our\* behalf at the Annual General Meeting of the Company to be held on 28 June 2024 and any adjournment thereof and at every poll which may be taken in consequence thereof.

I/We\* the undersigned, hereby authorize my/our\* proxy to speak and vote for me/us\* and on my/our\* behalf in accordance with the preference as indicated below:

	For	Against
1) To pass the ordinary resolution set out under item 2 of the Notice of Meeting for the re-appointment of Mr. L N de S Wijeyeratne as a Director.	<input type="checkbox"/>	<input type="checkbox"/>
2) To pass the ordinary resolution set out under item 3 of the Notice of Meeting for the re-appointment of Mr J A S S Adhithetty as a Director.	<input type="checkbox"/>	<input type="checkbox"/>
3) To re-elect Mr Chatura V Cabraal, who retires in terms of Article 84 of the Articles of Association as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
4) To re-elect Mr C U Weerawardana, who retires in terms of Article 84 of the Articles of Association as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
5) To elect Ms A A K Amarasinghe, who retires in terms of Article 91 of the Articles of Association as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
6) To elect Mr D C Fernando, who retires in terms of Article 91 of the Articles of Association as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
7) To elect Mr V Leelananda, who retires in terms of Article 91 of the Articles of Association as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
8) To elect Ms K A D B Perera, who retires in terms of Article 91 of the Articles of Association as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
9) To re-appoint Messrs Ernst & Young, Chartered Accountants, as Auditors and to and to authorize the Directors to determine their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
10) To authorize the Directors to determine donations for the year ending 31st March 2025 and up to the date of the next Annual General Meeting.	<input type="checkbox"/>	<input type="checkbox"/>

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

.....  
Signature of Shareholder/s  
\*Please delete as appropriate

- 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

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 Form of Proxy should be deposited at the Office of the Secretaries, P W Corporate Secretarial (Pvt) Ltd, No.3/17, Kynsey Road, Colombo 08, Sri Lanka by 10.00 a.m. on 26 June 2024.
3. The Proxy shall –
  - (a) In the case of an individual be signed by the shareholder or by his/her 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.