

# **MAHAWELI REACH HOTELS PLC**

**(PQ 127)**

**ANNUAL REPORT 2022/2023**

- Circulation of Annual Report to Shareholders
- Instructions for Registration and participating in the Hybrid Annual General Meeting
- Registration Form
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# **Mahaweli Reach Hotels PLC - (PQ 127)**

No.35, P.B.A. Weerakoon Mawatha, Kandy, Sri Lanka

Dear Shareholder,

## **CIRCULATION OF ANNUAL REPORT TO SHAREHOLDERS**

Rule 7.5(b) of the Listing Rules of the Colombo Stock Exchange (CSE) permits a listed company to forward their Annual Reports to the shareholders in a mode other than in printed form.

Accordingly, the Annual Report of Mahaweli Reach Hotels PLC ('the Company') for the financial year ended 31<sup>st</sup> March 2023, can be downloaded from the CSE website on <https://www.cse.lk/home/company-info/MRH0000/financial> and from the company website on [www.mahaweli.com](http://www.mahaweli.com)

If you wish to receive a printed copy of the Annual Report for the year ended 31<sup>st</sup> March 2023 you may complete and forward the attached Form of Request to us on or before **25<sup>th</sup> September 2023**. The Company will furnish a printed copy of the Annual Report to the shareholders requesting such printed copy within eight (8) market days from the date of receipt of the written request.

If you have any queries on this matter, please contact Ms. Prishanthi Marasinghe on +94 112433933 or Fax No +94 11 2445683 or e-mail : [prishanthi@bm.lk](mailto:prishanthi@bm.lk).

Yours faithfully

By Order of the Board of

**MAHAWELI REACH HOTELS PLC**

**BUSINESSMATE (PRIVATE) LIMITED**

Company Secretaries & Registrars

Colombo, on this 31<sup>st</sup> August 2023

# Mahaweli Reach Hotels PLC - (PQ 127)

## INSTRUCTIONS FOR REGISTRATION AND PARTICIPATING IN THE HYBRID ANNUAL GENERAL MEETING

Dear Shareholder/s,

The Annual General Meeting of the company will be held on 27<sup>th</sup> September 2023 as set out below.

### DATE OF AGM

- (a) Notice is hereby given that the Annual General Meeting (AGM) of the Company will be convened on Wednesday the 27<sup>th</sup> of September 2023 at 11.00 a.m. at No. 35, P.B.A. Weerakoon Mawatha, Kandy to transact the business set out in the notice of meeting dated 31<sup>st</sup> August 2023.
- (b) The AGM is to be held in line with the guidelines given by the Colombo Stock Exchange and the Companies Act No. 07 of 2007.
- (c) The AGM will be held in the manner set out below:
  - i) It will be a hybrid meeting held at the location mentioned and by way of digital media, by participants joining in person or by proxy and through audio and audio visual means. The Chairman and certain Board members along with the secretaries and the Auditors of the Company will be located at the place set out in Paragraph (a) above.
  - ii) The Shareholders who wish to participate at the meeting will be able to join the meeting by attending the meeting at the Registered Office of the company or through audio and audio-visual means. In order for us to forward the access information necessary to participate at the meeting by way of digital media which shall include the meeting identification number, access password and access telephone number, please forward the duly completed registration form including your email address and contact telephone number to the registered address of the company not less than 48 hours before the date of the meeting so that the login information could be forwarded to the e-mail address so provided.
  - iii) In the event Shareholders are attending the meeting in person, please forward the duly completed registration form, mentioning same, not less than 48 hours before the date of the meeting.
- (d) The Annual Report, Notice of Meeting, Form of Proxy, and the instructions for registration and participation will be published on the website of the Colombo Stock Exchange (<https://www.cse.lk/home/company-infor/MRHN0000/financial>) and the website of the Company (<https://www.mahaweli.com/>).

- (e) Proxy forms are forwarded to the shareholders together with the notice of meetings, instructions for the registration and participation, Registration form and Annual Report request forms. Proxy forms which have been uploaded to the company's website (<https://www.mahaweli.com/>) should be duly completed as per the instructions given therein and sent to the registered address of the Company not less than 48 hours before the time appointed for the holding of the meeting and the proxy so appointed shall participate at the meeting through audio or audio visual means only.
  
- (f) The Board of Directors encourages the shareholders to appoint an Independent Director on the board as their proxy. The Shareholders also may appoint any other person other than the Directors of the company as the proxy and the proxy so appointed shall participate at the meeting in person or through audio or audio-visual means .

By Order of the Board

BUSINESSMATE (PRIVATE) LIMITED  
Company Secretaries  
MAHAWELI REACH HOTELS PLC

Colombo, on this 31<sup>st</sup> August 2023.

# REGISTRATION FORM

**ANNUAL GENERAL MEETING (AGM) OF MAHAWELI REACH HOTELS PLC TO BE HELD ON 27<sup>TH</sup> SEPTEMBER 2023 AT 11.00 A.M. AS A HYBRID MEETING AND BY DIGITAL MEDIA.**

## DETAILS OF SHAREHOLDERS

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 the 1<sup>st</sup> Joint Holder : .....

.....

NIC No./Passport No. : .....

Full name of the 2<sup>nd</sup> Joint Holder : .....

.....

NIC No./ Passport No. : .....

In the event the proxy holder is appointed by the shareholder details of such proxy holder will also be required.

Details of Proxy holder : (only if the proxy is appointed)

Full name of the proxy holder : .....

NIC No. / Passport No. : .....

Telephone Number : .....

Email : .....

Mode of Attendance : In person / by way of Digital Media\*

Signatures/s

.....  
Principal Shareholder                      1<sup>st</sup> Joint Shareholder                      2<sup>nd</sup> Joint Shareholder

Date: .....

\* Please delete as appropriate

**Note :-** In the case of the 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 and in the case of the Registration form be signed by an Attorney, and must be deposited at No. 35, P.B.A. Weerakoon Mawatha, Kandy or emailed to sonali@mahaweli.com

# FORM OF REQUEST

**TO:                   The Company Secretary  
Businessmate (Private) Limited  
No. 45, Braybrooke Street Colombo -02**

I would like to receive the printed version of the Annual Report of Mahaweli Reach Hotels PLC

<b>SHAREHOLDER'S DETAILS</b>	
<b>Full Name</b>	
<b>NIC/ Passport / Company Registration No.</b>	
<b>Address</b>	
<b>Contact Number</b>	

.....  
**Signature**

.....  
**Date**

## Note

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 25<sup>th</sup> September 2023.
3. In the event the Shareholder is a Company 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.

# NOTICE OF MEETING

The Board of Directors have proposed to hold the 49<sup>th</sup> Annual General Meeting of MAHAWELI REACH HOTELS PLC on Wednesday, the 27<sup>th</sup> day of September 2023 at 11.00 a.m., at the registered office of the company and via audio and visual technology.

**NOTICE IS HEREBY GIVEN THAT** the Annual General Meeting of MAHAWELI REACH HOTELS PLC will be held on Wednesday, the 27<sup>th</sup> day of September 2023 at 11.00 a.m., as a hybrid meeting, which shareholders could attend in person at the registered office of the Company No.35, P.B. A. Weerakoon Mawatha, Kandy, Sri Lanka or by way of audio visual technology for the following purposes:

## AGENDA

1. To receive and adopt the Annual Report of the Board of Directors and the Financial Statements for the year ended 31st March 2023 together with the report of the Independent Auditors thereon.
2. To re-elect Mr. W.P. Hettiarachchi who retires by rotation in terms of Articles 90, 91 & 92 of the Articles of Association of the Company.
3. To re-elect Mr. A. Nooradeen who retires by rotation in terms of Articles 90, 91 & 92 of the Articles of Association of the Company.
4. To re-appoint Mr. P.B. Panabokke, who was appointed to the Board since the last Annual General Meeting and retires in terms of Article 97 of the Articles of Association of the Company, a Director.
5. To re-appoint Mr. S.I. Maniku, who was appointed to the Board since the last Annual General Meeting and retires in terms of Article 97 of the Articles of Association of the Company, a Director.
6. To re-appoint Ms. F.V. Mahir, who was appointed to the Board since the last Annual General Meeting and retires in terms of Article 97 of the Articles of Association of the Company, a Director.
7. To re-appoint Mr. U.M. Maniku, who was appointed to the Board since the last Annual General Meeting and retires in terms of Article 97 of the Articles of Association of the Company, a Director.
8. To re-appoint Mr. A.N. Esufally who is over Seventy years of age as a Director of the Company. Special Notice has been received of the intention to pass a resolution which is set out below in compliance with law, relating to his re-appointment.

*“IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act, No. 07 of 2007 shall not be applicable to Mr.A.N. Esufally who is 70 years of age and that he be re-appointed as a Director of the Company from the conclusion of the Annual General Meeting for a further period of one year.”*

9. To re-appoint Mr. M.U. Maniku who is over Seventy years of age as a Director of the Company. Special Notice has been received of the intention to pass a resolution which is set out below in compliance with law, relating to his re-appointment.

*“IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act, No. 07 of 2007 shall not be applicable to Mr. M.U. Maniku who is 76 years of age and that he be re-appointed as a Director of the Company from the conclusion of the Annual General Meeting for a further period of one year.”*

10. To re-appoint Mr. J.C. Ratwatte who is over Seventy years of age as a Director of the Company. Special Notice has been received of the intention to pass a resolution which is set out below in compliance with law, relating to his re-appointment.

*“IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act, No. 07 of 2007 shall not be applicable to Mr. J.C. Ratwatte who is 75 years of age and that he be re-appointed as a Director of the Company from the conclusion of the Annual General Meeting for a further period of one year.”*

11. To authorize the Board of Directors to determine contributions to charities and other donations.
12. To re-appoint Messrs. Bakertilly Edirisinghe & Co., Chartered Accountants as Auditors of the Company as set out in Section 154(1) of the Companies Act No.07 of 2007 and to authorize the Directors to determine their remuneration.

By Order of the Board  
Mahaweli Reach Hotels  
PLC

(Sgd.)

Director

**BUSINESSMATE (PRIVATE) LIMITED**

Secretaries

Colombo  
31<sup>st</sup> August

2023Note:

- 1) Due to the prevailing conditions, the Notice convening the AGM will be published in one issue of a daily newspaper/e-newspaper in English, Sinhala and Tamil languages. The documents will also be made available on the Colombo Stock Exchange website [www.cse.lk](http://www.cse.lk) and on the Company's website [www.mahaweli.com](http://www.mahaweli.com) and you may access same directly through the URL link <https://www.mahaweli.com/wp-content/uploads/2023/09/AnnualReport-Inside-2023.pdf>
- 2) Shareholders are advised to view the full content of this Notice and all connected documents pertaining to the AGM of the Company, including the "Procedure to be followed at the Annual General Meeting of the Company scheduled for 27<sup>th</sup> September 2023" via one of the above websites or URL.
- 3) To facilitate the attendance of shareholders, The Board of Directors decided on 23<sup>rd</sup> August 2023 to convene the AGM of the Company as a Hybrid Meeting.
- 4) Shareholders who wish to participate at the AGM are kindly requested to complete and forward the "Registration Form (Annexure 1)" as more fully explained in the said "Procedure to be followed at the Annual General Meeting of the Company scheduled for 27<sup>th</sup> September 2023"



- 6) A member is entitled to appoint a Proxy to attend and vote instead of him/her. A Proxy need not be a member of the Company. The Form of Proxy will be made available on the above websites and URL.
- 7) The completed **Registration Form (Annexure I) and Form of Proxy (Annexure II)**, as relevant, must be submitted to the Company **not later than 11.00a.m. on 25<sup>th</sup> September 2023**,
  - via email to *sonali@mahaweli.com*, or
  - by hand or post to the registered office of the Company, No.35, P.B.A.Weerakoon Mawatha, Kandy.
- 8) A person representing a corporation is required to submit a certified copy of the resolution authorizing him/her to act as the representative of the Corporation. A representative need not be a member.
- 9) The transfer books of the Company will remain open.

**FORM OF PROXY**

\*I/We ..... of

being \*a Shareholder/Shareholders of MAHAWELI REACH HOTELS PLC hereby appoint.....  
of.....bearing NIC No./ Passport No..... or failing him/her\*

- |   |                 |
|---|-----------------|
| Mr. Mohamed Umar Maniku                 | or failing him, |
| Mr. Jayantha Atul Panabokke             | or failing him, |
| Mr. Ahamed Mahir Didi                   | or failing him, |
| Mr. Abbasally Nuruddin Esufally         | or failing him, |
| Mr. Wajjiya Priyantha Hettiaratchi      | or failing him, |
| Mr. Ahamed Umar Maniku                  | or failing her, |
| Mr. Ali Noordeen                        | or failing him, |
| Mr. Jayampathy Charitha Ratwatte        | or failing him, |
| Mr. Joseph Rosario Philip Mancius Paiva | or failing him, |
| Ms. Dayanthi Lakshmi Panabokke          | or failing her, |
| Mr. Janaka Asitha Panabokke             | or failing him, |
| Mr. Priyanjith Buddhika Panabokke       | or failing him, |
| Mr. Sanjay Ibrahim Maniku               | or failing him, |
| Ms. Fathimath Visha Mahir               | or failing her, |
| Mr. Umar Mohamed Maniku                 |                 |

as \*my/our proxy to attend and vote at the 49<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday the 27<sup>th</sup> day of September 2023 at 11.00 a.m., by way of a Hybrid Meeting. All information in this respect will be provided for the following purposes and any adjournment thereof and at every poll which may be taken in consequence thereof.

	<b>For</b>	<b>Against</b>
1. To adopt the Annual Report of the Board of Directors and the Financial Statements for the year ended 31 <sup>st</sup> March 2023, together with the Report of the Independent Auditors thereon	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Mr. W.P. Hettiarachchi who retires by rotation in terms of Articles 90, 91 & 92 of the Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Mr. A. Nooradeen who retires by rotation in terms of Articles 90, 91 & 92 of the Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Mr. P.B. Panabokke, who was appointed to the Board since the last Annual General Meeting and retired in terms of Article 97 of the Article of Association of the Company, a Director.	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Mr. S.I. Maniku, who was appointed to the Board since the last Annual General Meeting and retired in terms of Article 97 of the Article of Association of the Company, a Director.	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint Ms. F.V. Mahir, who was appointed to the Board since the last Annual General Meeting and retired in terms of Article 97 of the Article of Association of the Company, a Director.	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appoint Mr. U.M. Maniku, who was appointed to the Board since the last Annual General Meeting and retired in terms of Article 97 of the Article of Association of the Company, a Director.	<input type="checkbox"/>	<input type="checkbox"/>
8. To re-appoint Mr. A.N. Esufally who is over Seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint Mr. M.U. Maniku who is over Seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
10. To re-appoint Mr. J.C. Ratwatte who is over Seventy years of age as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
11. To authorize the Board of Directors to determine contributions to charities and other Donations.	<input type="checkbox"/>	<input type="checkbox"/>
12. To re-appoint Messrs. Bakertilly Edirisinghe & Co, Chartered Accountants as Auditors of the Company as set out in Section 154(1) of the Companies Act No. 07 of 2007 and to authorize the Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>

Signed this .....day of thousand and Twenty Three (2023).

.....  
Signature /s

**Note:**

- (a) \*Please delete the inappropriate words.
- (b) A shareholder entitled to attend and vote at a General Meeting of the company, is entitled to appoint a proxy to attend and vote instead of him/ her and the proxy need not be a shareholder of the company. A proxy so appointed shall have the right to vote on a show of hands or on a poll and to speak at the General Meeting of the shareholders.
- (c) A shareholder is not entitled to appoint more than one proxy to attend on the same occasion.
- (d) Instructions are noted below.

*Note: Instructions as to completion are noted below*

## INSTRUCTIONS AS TO COMPLETION

1. Kindly perfect the form of proxy after filling in legibly your full name and address, by signing in the space provided. Please fill in the date of signature.
2. If you wish to appoint a person other than the Directors as your proxy, please insert the relevant details in the space provided overleaf.
3. In term of Article 72 of the Articles of Association of the Company:
  - 1) Any Shareholder entitled to attend and vote at a meeting shall be entitled to appoint another person (whether a shareholder or not) as his proxy to attend and vote instead of him. A proxy so appointed shall have the same right as the Shareholder to vote on a show of hands or on a poll and to speak at the meeting.
  - 2) An instrument appointing a proxy shall be in writing and:
    - (a) in the case of an individual shall be signed by the appointor or by his attorney; and
    - (b) in the case of a corporation shall be either under the common seal, or signed by its attorney, or by an authorized officer on behalf of the corporation.
  - 3) An instrument appointing a proxy or the power of attorney or other authority, if any, must be left or received at the Office or such other place (if any) as is specified for the purpose in the notice convening the meeting not less than forty eight (48) hours before the time appointed for the holding of the meeting or adjourned meeting (or in the case of a poll before the time appointed for the taking of the poll) at which it is to be used and in default shall not be treated as valid unless the Directors otherwise determine.
4. Where there are joint registered holders of any Share, any one (01) of such persons may vote and be reckoned in a quorum at any meeting either personally or by proxy as if he were solely entitled thereto and if more than one (01) of such joint holders be so present at any meeting, one (01) of such persons so present whose name stands first in the Register in respect of such Share, shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased Shareholder in whose name any Share stands shall for the purpose of this Article be deemed joint holders thereof.
5. To be valid the completed Form of Proxy should be deposited at the Registered Office of the Company situated at No.35, P.B.A. Weerakoon Mawatha, Kandy, Sri Lanka not later than 11.00a.m., on 25<sup>th</sup> September 2023.

*Please fill the Following*

*Name* : .....

*Address* : .....

*Jointly* : .....

*Folio No* : .....