

# **POLICY ON WHISTLEBLOWING**

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## **Document Approvers**

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## **Document Change Approvals**

<b>Section / Page No.</b>	<b>Description of Amendment</b>	<b>Reason for Amendment</b>	<b>New Version No. and Effective Date</b>	<b>Amendment done by</b>	<b>Approved by</b>

# POLICY ON WHISTLEBLOWING

## 1. OVERVIEW

At the Company, we are guided by our values. These values are the foundation of how we conduct ourselves and interact with each other, our clients, members, service providers, shareholders and other stakeholders.

The Company is committed to ensuring corporate compliance and promoting ethical corporate culture by observing the highest standards of fair dealing, honesty, and integrity in our business activities.

## 2. DEFINITIONS

The following words and expressions shall have the respective meanings given against each such word unless such meanings are inconsistent with or repugnant to the subject or context:

**“Company”** means The Fortress Resorts PLC;

**“Employee” or “Employees”** means a person or persons employed by the Company including executive and non-executive staff;

**“Independent Director”** means a Director who satisfies the criteria for ‘independence’ as set forth in Rule 9.8.3 of the Listing Rules, and appointed to the Board as such;

**“Listing Rules”** mean the Listing Rules of the Colombo Stock Exchange;

**“Policy”** means this policy on whistleblowing;

**“Reportable Conduct”** means any conduct or malpractice described under section **Error! Reference source not found.** of this Policy;

**“Whistleblower”** means an individual who discloses a Reportable Conduct;

**“Whistleblower Protection Officers”** means any officer designated to receive complaints/disclosures in accordance with this Policy identified under section **Error! Reference source not found.** herein.

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## 3. PURPOSE

This Policy has been established to ensure that any concern raised regarding any misconduct, improper state of affairs or circumstances in relation to the Company's business are dealt with effectively, securely, appropriately, and in accordance with the applicable legal framework.

The Company encourages the reporting of any instances of suspected unethical, wrongful, illegal, corrupt, fraudulent, or undesirable conduct involving the Company's business and provides protections to individuals who make a disclosure in relation to such conduct, without fear of retaliation.

#### **4. SCOPE**

This Policy applies to the Company and any person who is, or has been, any of the following with respect to the Company:

- Director
- Employee
- Service providers (including employees of service providers)
- Suppliers (including employees of suppliers)
- A dependent or spouse of any of the above.

#### **5. REPORTABLE CONDUCT**

5.1 An individual may make a report or disclosure under this Policy if he/she has reasonable grounds to believe that a director, officer, employee, service provider, supplier or consultant of the Company or any other person who has business dealings with the Company has engaged in Reportable Conduct which is:

- (i) dishonest, fraudulent, corrupt, illegal or wrongful;
- (ii) breach of the Company's policies;
- (iii) oppressive or grossly negligent;
- (iv) breach of confidentiality or privacy;
- (v) misuse of social media;
- (vi) violation of any law/sub-legislation or applicable to the Company;
- (vii) potentially damaging to the Company, its employees or a third party;
- (viii) misconduct or an improper state of affairs;
- (ix) a danger, or represents a danger to the public or financial system; or
- (x) harassment, discrimination, victimization or bullying.

5.2 The Company shall have the discretion to decide if there are reasonable grounds to substantiate that the Reportable Conduct is being carried out and/or whether any conduct constitutes a Reportable Conduct.

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## **6. REPORTING PROCEDURE**

6.1 Any Reportable Conduct may be reported to the Whistleblower Protection Officers listed below via email, by telephone or by means of a physical meeting, upon request:

(i) General Manager  
Chinthana Bandara  
0777770457  
gm@thefortress.lk

(ii) Independent Director  
C.V.Cabraal  
[0774746362]  
chaturavcabraal@gmail.com

A disclosure can be made outside of business hours by contacting the above Whistleblower Protection Officers via email.

- 6.2 Whistleblower Protection Officers may provide assistance to a Whistleblower in obtaining any additional information required, before making a disclosure or for any clarification regarding this Policy.
- 6.3 The Whistleblower Protection Officers will safeguard the interests of the complainant and ensure the integrity of the reporting mechanism.
- 6.4 The Complainant shall include as much information as possible, including the background/nature of the Reportable Conduct, when and where it happened and any supporting evidence (if any) when making a disclosure in accordance with this Policy.
- 6.5 A disclosure may be made anonymously. However, as this may create difficulties carrying out a thorough investigation of the matters disclosed, the Company encourages individuals to share their identity when making a disclosure, although they are not mandatorily required to do so.
- 6.6 The Company encourages Whistleblowers to use internal reporting lines to ensure timely investigation. However, individuals may,
- (i) report concerns to any relevant public authority authorized under the applicable laws; and/or
  - (ii) discuss their concerns with a legal practitioner for the purposes of obtaining legal advice or representation.

Such individuals will be covered by the protections outlined in this Policy if concerns are reported to a public authority and/or raised with a legal practitioner as aforesaid. The Company shall take all reasonable steps to protect the identity of Whistleblowers.

6.7 All information received from a Whistleblower will be treated confidentially. Any confidential information including the identity of the Whistleblower will only be disclosed in the following instances:

- (i) the Whistleblower has given his/her consent to share that information;
- (ii) the disclosure is necessary to prevent or lessen a threat to the Whistleblower's health, safety or welfare;
- (iii) the disclosure is allowed or mandated by law (for example where the concern is raised with a lawyer for the purposes of obtaining legal advice); or
- (iv) the concern is reported to a regulator.

6.8 If the identity of the Whistleblower has been disclosed in relation to a disclosure, and without his/her consent, such Whistleblower may notify a Whistleblower Protection Officer or eligible recipient immediately.

## 7. INVESTIGATION AND RECORDS

7.1 Upon receipt of a complaint under this Policy, the Whistleblower Protection Officer shall assess the concern based on the information provided and commence an investigation into the matter if the reported concern warrants an investigation.

7.2 Any disclosure under this Policy will be handled and/or investigated by qualified personnel. Where necessary, an external investigator may be appointed to assist in conducting the investigation.

7.3 The Company will investigate the matter reported under this policy as soon as practicable, no later than one week, after the matter has been reported.

7.4 Employment-related complaints or grievances shall be referred to the Human Resources Department to be addressed in accordance with their respective policies and procedures.

7.5 All investigations will be conducted in a fair, independent, and timely manner and reasonable efforts will be made to preserve confidentiality during the investigation.

7.6 If the report is not anonymous, the Whistleblower Protection Officer or external investigator will contact the Whistleblower, by his/her preferred method of

communication to discuss the investigation process and any other matters that are relevant to the investigation.

- 7.7 The person against whom the complaint/s have been made will be informed of the concerns and will be provided with an opportunity to respond, unless there are any restrictions or other reasonable bases for not doing so.
- 7.8 Following an investigation, the Company will document the findings in a report and such report will remain the property of the Company and will only be shared with the Whistleblower or any person against whom the allegations have been made if the Company deems it appropriate.
- 7.9 Consequent management, including disciplinary action shall be carried out according to the applicable Company policy including the Policy on Internal Code of Business Conduct and Ethics for all Directors and Employees and the Policy on Anti-Bribery and Corruption.
- 7.10 Where the findings of an investigation disclose a possible criminal offence, the matter shall be escalated to the Audit Committee and subsequently the Board for a final determination in respect of the same.
- 7.11 The general manager shall be responsible for maintaining records of reports received and action taken. The general manager shall report the number, nature and status of complaints received to the Audit Committee, on a quarterly basis.
- 7.12 Any leakages or exposure of the investigation/findings will be treated as a misconduct and subject to disciplinary action in accordance with the Company policies and procedures.

## **8. PROTECTION OF WHISTLEBLOWERS**

- 8.1 Any person who makes a disclosure shall be treated fairly and will not suffer retaliation. Confidentiality shall be preserved in respect of all matters raised under this Policy.
- 8.2 Whistleblowers will not be subject to any civil, criminal, or administrative legal action (including disciplinary action) for making a disclosure under this Policy or participating in any investigation provided that such complaint was made on a reasonable belief/suspicion in good faith and was not motivated by malicious intent nor for personal gain.
- 8.3 The Company (or any person engaged by the Company) will not engage in in any form of detrimental conduct and/or retaliation against an individual who has made a disclosure in accordance with this Policy.

- 8.4 The Company also strictly prohibits all forms of detrimental conduct and/or retaliation against any person who is involved in an investigation of a matter disclosed under this Policy in response to their involvement in that investigation.
- 8.5 Any individual who experiences any form of detrimental conduct and/or retaliation as a result of making a disclosure under this Policy or for participating in an investigation, may inform a Whistleblower Protection Officer or eligible recipient in accordance with the reporting guidelines outlined above.
- 8.6 Whistleblowers may also seek remedies including compensation, civil law remedies, or reinstatement if he/she suffers loss, damage, or injury because of a disclosure and the Company failed to take reasonable precautions and exercise due diligence to prevent any form of retaliation.
- 8.7 If, at any time, it is discovered that a Whistleblower knowingly raised a false accusation with malicious intent, such individual will lose the protection granted under this Policy and will be subject to disciplinary action in terms of the Company policy in respect of the same.

## **9. REVIEW AND MONITORING**

- 9.1 The Audit Committee of the Company will from time to time review this Policy, monitor its implementation to ensure continued effectiveness and compliance with regulatory requirements and good corporate governance practice and shall make recommendations on any proposed revisions as may be required to the Board for its review and final approval.
- 9.2 Upon the Board's approval, the said revision or amendment shall be deemed to be effective and form part of this Policy.
- 9.3 Employees are encouraged to read this Policy in conjunction with other relevant Company policies, including:
  - (i) Policy on Anti-bribery and Corruption;
  - (ii) Policy on Control and Management of Company Assets and Shareholder Investments;
  - (iii) Policy on Environmental, Social and Governance Sustainability; and
  - (iv) Policy on Internal Code of Business Conduct and Ethics for all Directors and Employees (including policies on trading in the Company's listed securities).