

OFFERING CIRCULAR

CONDITIONS & REGULATIONS

MULTIPLE PORTFOLIO FUND

FOR UNITS IN THE BARITA UNIT TRUST MULTIPLE PORTFOLIO FUND

(Disclaimer: The Financial Services Commission (FSC) does not pass upon the accuracy or adequacy of the information contained in this offering circular. Any representation to the contrary will be deemed by the FSC to be a false and misleading statement).

Registered on March 31, 2023 Effective to March 30, 2024

Important - If you are in doubt about the contents of this document, you should seek independent financial advice.

1. NAME AND IDENTIFICATION OF THE SCHEME

The Barita Unit Trust Multiple Portfolio Fund is constituted by a Trust Deed dated April 29, 2014 and consists of five (5) distinct portfolios. The Fund was established in Jamaica and started trading in April 2014. It is currently not registered in any jurisdictions outside of Jamaica, however its securities may, from time to time, be registered in other jurisdictions.

The portfolios are as follows:

- 1. Income Portfolio
- 2. FX Bond Portfolio
- 3. Real Estate Portfolio
- 4. FX Growth Portfolio
- 5. FX Income Accumulator Portfolio

2. THE TRUSTEE

The Trustee and Custodian of the Fund is JCSD Trustee Services Limited (JCSDTS), 40 Harbour Street, Kingston. JCSD Trustee Services Limited was incorporated in July 2008, is domiciled in Jamaica and is a wholly owned subsidiary of Jamaica Central Securities Depository Limited (JCSD), which itself is a wholly owned subsidiary of the Jamaica Stock Exchange (JSE).

The main activities of JCSDTS consist of the administration of trust accounts for the financial services industry. JCSDTS shares the same Board of Directors as the JCSD, which is listed below:

Livingstone Morrison (Chairman) Curtis Martin (Deputy Chairman)

Alvaro Casserly Justine Collins

Julian Mair

Gary Peart Marlene Street Forrest Leo Williams Terron Francis

Kadyll McNaught-Hermitt (Company Secretary)

3. THE MANAGERS AND REGISTRARS

The Managers and Registrars are Barita Unit Trusts Management Company Limited (Barita Unit Trusts), 15 St. Lucia Way, Kingston 5. Barita Unit Trusts was incorporated in Jamaica on April 7, 1992 and is registered with the Financial Services Commission in accordance with the Securities Act. The principal business activities of Barita Unit Trusts include the provision of fund management services in Jamaica, for both retail and institutional clients.

The Directors are:

Ramon Small-Ferguson

Jason Chambers

Mark Myers

Paul Simpson **Duncan Stewart**

Robert Drummond

Carl Domville

James Godfrey

Malindo Wallace

Managing Director

Company Secretary

The Authorised Share Capital of Barita Unit Trusts Management Company Limited is \$30,000,000.00. The issued and paid up capital is \$23,845,708.00. Barita Investments Limited holds 100% of the paid up capital, making Barita Unit Trusts Management Co. Ltd., a fully-owned subsidiary of Barita Investments Limited.

Barita Unit Trusts currently manages two (2) other Collective Investment Schemes, Barita Unit Trusts Capital Growth Fund (Barita Capital Growth Fund) and Barita Unit Trusts Money Market Fund (Barita Money Market Fund). Barita Capital Growth Fund is a medium to long term investment vehicle which seeks above average returns by investing primarily in the local equities market; while the Barita Money Market Fund invests



primarily in locally issued short to medium term fixed income instruments, thereby having a more conservative risk profile. Both funds are registered in Jamaica. Additional information for each of these products is contained in their respective offering documents. Barita Unit Trusts is not authorized to carry on business in any other jurisdiction.

Delegation

If the Managers wish to delegate any administrative functions of the Fund, then the proposed persons and functions to be delegated must be approved by the Trustee.

4. THE INVESTMENT ADVISER

The Fund's Investment Adviser is Barita Investments Limited (Barita), 15 St. Lucia Way, Kingston 5. Domiciled in Jamaica and incorporated in 1977, Barita has the distinction of being Jamaica's longest-serving stockbroker. Barita is a full-suite financial services provider whose products and services now go beyond stockbroking to include pension and pooled funds management, fixed income trading, investment banking, foreign currency trading, and loans to retail and institutional clients. Barita Unit Trusts, the Manager, is a wholly-owned subsidiary of Barita.

5. AVAILABILITY OF THE TRUST DEED AND SUPPLEMENTAL DEEDS

The Trust Deed can be inspected at the Trustee, JCSD Trustee Services Limited, 40 Harbour Street Kingston, or at the Managers, Barita Unit Trusts Management Company Limited, 15 St Lucia Way, Kingston 5, between the hours of 10:00 a.m. and 3:00 p.m. Mondays to Fridays.

The Managers will supply the Trust Deed or any Supplemental Deeds to any person on application at a charge of US\$15 (or its equivalent in Jamaican Dollars) per copy or such other price as the Managers may decide.

6. CONFLICT OF INTEREST

The Trustees and Managers shall undertake to disclose any Conflict of Interest, where this may arise or may appear to arise in their respective roles of Managers and/or Trustees of the Fund, and may be required to disclose this to the Financial Services Commission.

All transactions must be at "fair market value".

The Trustees and Managers may not benefit from the Fund other than by way of fees paid for their services but are free to invest in Units of the Fund under the same conditions as Unitholders.

7. (a) AUDITORS

BDO (Chartered Accountants)
26 Beechwood Avenue, Kingston 5

(b) ATTORNEYS-AT-LAW

Barita Investments Limited Group Legal Department 15 St. Lucia Way, Kingston 5

(c) BANKERS

FirstCaribbean International Bank (Jamaica) Limited 23-27 Knutsford Boulevard, Kingston 5

8. SELLING AGENTS

Barita Unit Trusts Management Company Limited 15 St. Lucia Way, Kingston 5

Barita Investments Limited 15 St. Lucia Way, Kingston 5

Shop 2A Manchester Shopping Centre Caledonia Road, Mandeville, Manchester

Suite S304-S304A, Baywest Shopping Centre Harbour Street, Montego Bay, St. James

CONDITIONS AND REGULATIONS 9. RISK FACTORS

Risk is measured by the extent of which the assets of the Fund fluctuate. The Fund's assets can change from day to day for different reasons such as changes in the economy, interest rate and market news affecting a particular company or industry sector, which the Fund invested in. The degree of risk depends on the Fund's investment objectives.

Below are some of the main risk factors which may be associated with a Unit Trust fund; a prudent investor should consider his or her own risk tolerance and financial circumstances before making any investment decisions and therefore choose whether the Fund or the Portfolios are suitable to his or her investment profile.

- (i) General Market Risk the Fund will be exposed to general trends and tendencies on the markets, which can be based on various external and often uncontrollable factors.
- (ii) Credit Risk the price of the securities and money market instruments held by the Fund is dependent on factors specific to the issuers. There may be unforeseen credit events related to an issuer that may result in the decline in the value of the securities or the securities becoming worthless.
- (iii) Default Risk the issuer of a security held by a unit trust or the debtor of a claim belonging to the unit trust may default on its debt obligations. This could result in the corresponding assets of the unit trust becoming economically worthless.
- (iv) Liquidity Risk the risk that arises from the difficulty of selling an asset. An investment may sometimes need to be sold quickly. Unfortunately, an inactive secondary market may prevent the liquidation or limit the funds that can be generated from the asset. If an asset is not liquid, a market for its sale may not exist at the time sale of the same is required.

10. BUYING AND SELLING UNITS

Units can be bought and sold, after the public issue, on any working day, based on the prices prevailing at the previous day.

Prices must be determined and published at least once per week, along with the estimated yield, but the Managers reserve the right to determine the price basis.

Outlined below are the initial number of units and subsequent investment units for each portfolio:

Portfolio	Minimum initial units	Minimum subsequent units
Income Portfolio	1,000	100
FX Bond Portfolio (USD)	100	100
Real Estate Portfolio	100	100
FX Growth Portfolio (USD)	100	100
FX Income Accumulator Portfolio (USD)	100	100

The minimum number of units remaining in the account cannot be less than 100 units unless the Managers so determine.

Purchases by new unitholders will require the completion of an Application Form and Client Agreement Form. All purchases will be confirmed by the issue of a Confirmation.

All purchases are based on (deposit of) payment in full immediately, against which will be issued a Confirmation along with a Receipt thereon.

No money should be paid to any person in Jamaica to acquire Securities unless that person is licensed or registered as a dealer under the Securities Act.

Encashment by existing Unitholders will require signing a Transaction Form or sending an email (once email indemnity is in place) and presenting a valid identification.

The Managers may apply the following penalties for the redemption of units before the expiration of the holding periods as outlined in the table below:

Portfolio	Holding Period	Penalty Charge
Income Portfolio	90 days	4%
FX Bond Portfolio (USD)	90 days	4%
Real Estate Portfolio	1 year	5%
FX Growth Portfolio (USD)	90 days	4%
FX Income Accumulator Portfolio (USD)	90 days	4%

Settlement for encashments, under normal conditions, will be no later than five (5) days after the date of encashment.

The Managers may suspend the payment of any realization price for a period of up to ninety (90) days from the date of receipt of a realization notice if the Managers deemed that it is prudent to suspend such a payment.

11. METHOD OF VALUING & PRICING OF UNITS

The Net Asset Value per unit (NAVPU) is determined by dividing the value of the underlying investments of the respective Portfolios of the Trust Fund by the number of units in issue of that Portfolio.

To the resultant price will be added: an appropriate provision for fiscal and purchase charges together with any General Consumption Tax payable and any other taxes which may be levied or imposed by the Government and a rounding-up factor not exceeding one (1) cent.

From the price per unit so obtained is deducted an amount for fiscal and sales charges, Loading Charge (if applicable) together with any General Consumption Tax payable and any other taxes and levies which may be imposed by the Government and an adjustment of the resultant price downwards by a rounding factor of not more than one (1) cent.

Units are valued daily at the prices prevailing at the close of business on the previous day. The NAV per unit will be published on the company's website www.barita.com and in The Jamaica Observer and Gleaner on Wednesdays and Fridays respectively.

Units are bought and sold at the NAV mentioned above per unit, and these prices will be guaranteed until 11 a.m. each business day.

12. INITIAL ISSUE PRICE

The Initial Issue Prices for the Portfolios are as follows:

Barita Unit Trusts Income Portfolio is JA\$100 per unit.

Barita Unit Trusts FX Bond Portfolio is US\$1.00 per unit (or its equivalent in Jamaican Dollars).

Barita Unit Trusts FX Growth Portfolio is US\$1.00 per unit (or its equivalent in Jamaican Dollars).

Barita Unit Trusts Real Estate Portfolio is JA\$500.00 per unit.

Barita Unit Trusts FX Income Accumulator Portfolio is US\$1.00 per unit.

13. UNIT TRUST PRICE MOVEMENTS

Purchasing units in a well managed Unit Trust is a method of investing regularly with the advantage of continuous professional investment expertise. The Income, FX Bond, FX Growth and FX Income Accumulator Portfolios are designed to provide investors with the ability to attract premium rates on their short to medium-term investments through a pooled fund approach. The Real Estate Portfolio is designed for investors with a long term appetite as investments in this fund are required to be held for a minimum period of one (1) year.

Collective investment schemes own different types of investments, depending on their investment objectives. The investment's value may change from day to day, reflecting changes in interest rates, economic conditions and company news.

As a result of these changes, the value of the Fund's securities may go up or down and the value of your investment in the Fund, when you redeem it, may be more or less than when you purchased it. The full amount of your investment is not guaranteed. Although no guarantee can be given to the possible return level, the very nature of the investments, which covers a broad portfolio, ensures minimal fluctuations.

The past performance of the collective investment scheme should not be taken as an indication of future performance.

14. ACCUMULATION OF INCOME (DISTRIBUTION)

There will be no distribution of income to unitholders in the Barita Unit Trust Multiple Portfolio Fund except for Income paying Portfolios. The net income of the other Portfolios shall not be available for distribution as income but shall be added to the capital of the Trust. As a result, the unit price

calculated reflects the addition of income to the NAV, and unitholders may benefit upon the redemption of units.

As at each Accounting Date, Audited Statements for the Period then ending will be prepared. These Statements with auditor's report annexed will be filed with the Trustee and The Financial Services Commission and copies will be available for inspection during usual business hours by any unitholder at the Managers' Office.

15. BORROWING

The Managers are allowed to borrow money in an amount up to $7\frac{1}{2}$ % of the aggregate value of the investments and cash forming the Deposited Property if such borrowing is deemed to be advantageous by the Managers and Trustee.

The period of such borrowing shall not exceed six (6) months and must meet the prior approval of the Financial Services Commission. Such borrowing would, of course, be chargeable upon the assets of the Fund or a Portfolio thereof.

16. INVESTMENT POLICY

The Fund's Portfolios will be managed so as to provide investors with the highest possible returns on carefully selected portfolios of investments. In an effort to achieve this goal, the Managers shall invest that no more than ten percent (10%) of the scheme's net asset shall consist of securities from one issuer, except in the case of-

- (i) Securities issued by any government where those securities have received an investment grade credit rating; and
- (ii) Securities issued or guaranteed by the Government of Jamaica and the Bank of Jamaica.

These limitations apply immediately after the investment is made but if through appreciation the limits are exceeded then the Managers may not make further acquisitions in the respective class of investment until they have divested themselves of the appropriate class of investment. These limitations come into effect once there are over 1,000,000 units in issue or deemed to be in issue.

An investment shall mean any investment for the time being authorized by law for investment of trust funds, any share, stock, bond, debenture stock, debenture, any units of another unit trust or mutual fund, real property, investments quoted on a Recognized Stock Exchange and any other investments approved by the Financial Services Commission.

17. TERMINATION OF THE TRUST

The Trust can be terminated in the following circumstances:

- (a) The Trust may be terminated by either the Trustee or the Managers at their discretion with no less than one year's written notice in writing given to the other to expire at the end of the financial year 2030 of the Trust or any fifteenth year thereafter.
- (b) The Trustee may terminate the Trust by notice in writing as follows:
- (i) If the Managers go into liquidation.
- (ii) If in the Trustee's opinion the Managers are incapable of performing their duties, have failed to perform their duties satisfactorily or have acted in such a manner as to bring the Trust into disrepute or to be harmful to the interest of unitholders.



- (iii) If the Trust becomes prohibited by law or where the registration of the Unit Trust Scheme has been cancelled.
- (iv) If the Trustee notifies the Managers of its desire to retire and no new Trustee has been appointed within six (6) months of the receiving of such notice to the Managers.
- (c) The Trust may also be terminated by the Managers in their absolute discretion by notice in writing if on the 30th day of September 2030 or any date thereafter if the aggregate value of the Deposited Property is less than US\$100,000 (or Its equivalent in Jamaican Dollars) or any law is passed which renders it illegal or in the opinion of the Managers impracticable or inadvisable to continue the Trust.
- (d) The Trust may be terminated at any time after 21 years from the date of the Trust Deed by Extraordinary Resolution of a Meeting of unitholders.

The Trust will automatically terminate upon the Unit Trust Scheme ceasing to be registered. On the termination of the Trust the Trustee is required to:

- (a) Sell all investments it holds as part of the Trust Fund, the sale being carried out and completed in such manner and period after termination as the Trustee considers advisable.
- (b) Distribute from time to time to unitholders in proportion to their interests in the Fund all net cash proceeds obtained from the sale of the property of the Fund.
- (c) The Trustee is entitled to retain all monies sufficient to meet all costs, charges, expenses, claims and demands arising out of the Trust's liquidation and to be indemnified there from against such costs, charges, expenses, claims and demands.

18. REMUNERATION OF THE MANAGERS AND TRUSTEE

Except for the FX Accumulator Fund, which has a management fee of 1.5% per annum and shall not exceed 3% per annum, the Managers may receive a maximum of 3% on the first Fifty Million US Dollars (US\$50M) or its equivalent in Jamaican Dollars, and two and one half (2½) percent on the remainder of the Deposited Property and subject to change as contained in Clause 13 of the Trust Deed.

The remuneration of the Trustee shall be as agreed from time to time by the Managersand the Trustee (the basis being some fixed percentage of the value of the fund) and shall be payable out of the Deposited Property.

The Trustee fees are subject to review annually. The notice period for the applicable increase in fees is a minimum of one month prior to the implementation of the increase. The remuneration of the Trustee is paid out of the deposited property by the Managers.



The Trustee is also entitled to be repaid by the Managers the amount of all its disbursements incurred in the performance of its duties under the Trust Deed.

19. REGISTER OF UNITHOLDERS

A Register of unitholders will be kept by or on behalf of the Trustee for each Portfolio of the Fund. The Register will list the names and addresses of unitholders, the number of units held and the dates at which each unitholder is entered into the Register.

Except when the Register is closed it will be open on each business day for inspection by unitholders without charge, at 15 St. Lucia Way, Kingston 5.

A minimum fee of US\$2 (or its equivalent in Jamaican Dollars) will be payable for transfers other than through direct purchases.

On the death of a Joint Holder, the surviving Joint Holder or a Beneficiary of a Probated Will shall be the only persons recognized for ownership.

A body corporate may be registered as a unitholder or a joint unitholder.

20. STATEMENT OF INVESTMENTS

In addition to the last Audited Statements, unitholders may obtain a summary of the asset allocation held by the Fund at the end of each month on request from the Managers, Barita Unit Trusts Management Company Limited.

21. SPECIAL TAX ADVANTAGES

Unitholders benefit from the following tax concessions;

- (a) The income received by way interest and dividends by the Trustee (in the capacity as Trustee of the registered Unit Trust Scheme) is received without deduction of tax.
- (b) Unitholders pay no transfer or Capital Gains Tax on sale of their returns.
- (c) The equity portfolios will not be subject to taxation, so long as the proportion of the money market instrument does not exceed 50%.

22. PORTFOLIOS

There are five (5) Portfolios being offered at this time which will satisfy the different risk appetites of investors:

Barita Unit Trust Income Portfolio

The Barita Unit Trust Income Portfolio is a fixed income portfolio denominated in Jamaican dollars. The investment objective of this portfolio is to provide unitholders with regular income, liquidity, and preservation of capital.



This Portfolio is ideal for the low-risk investor and is suitable for individuals wishing to have their income earned and paid out periodically. Neither the Trustee nor the Manager guarantees that there will be any distribution of income at any given time.

Income earned will be applied to all Unitholders' accounts, and investment may be re-invested to the next distribution period determined or paid out upon the unitholders' written request.

Income earned will be taxed where applicable, at that time.

The Portfolio is a low-risk vehicle as most of the instruments held are backed by the Bank/Government of Jamaica along with sound investments management experience.

Barita Unit Trust FX Bond Portfolio

The Barita Unit Trust FX Bond Portfolio is typically for an investor with a moderate risk appetite, as it invests in a portfolio mostly comprised of foreign-currency interest-bearing instruments issued by local and international governments and corporations in accordance with the Guidance, Legislation and Regulations governed by the Bank of Jamaica and the Financial Services Commission. The suite of securities that can form a part of the portfolio is also subject to change within the spectrum of allowable assets based on the relevant Regulations and Guidelines.

Barita Unit Trust FX Growth Portfolio

This Portfolio is for the investor with a high risk profile, as it invests in Foreign Currency Ordinary and Preference Shares in the countries as prescribed by the Financial Services Commission and the Bank of Jamaica.

This prescription extends to countries within the Commonwealth, Caricom and the United States and may extend to other Sovereign governments as deemed by the authorities.

Foreign denominated securities issued in Jamaica qualify as authorized investments.

As an equity portfolio, the Portfolio may also extend its investments into fixed-income securities, real estate and any other instrument qualified for equity portfolios. This is a United States Dollar denominated portfolio.

This Portfolio is medium to high risk as a large portion of its holdings are invested locally and overseas in the stock market. The movement/changes in these stock markets, industries or economies may cause the price to fluctuate depending and the degree of exposure. Therefore, it is important that the investors consider their risk tolerance and financial circumstances before making any investment decisions and thereafter choose whether this Portfolio is suitable for their investment profile.

Barita Unit Trust Real Estate Portfolio

The Real Estate Portfolio may invest in commercial or residential buildings for lease or sale and may become financiers of real property developments and or participate in the construction or financing of such structures. As real estate is not easily liquidated, a moratorium of three to six months notice is required for the encashment of investments. There is a 2% loading charge on the acquisition of Units in the Real Estate Portfolio, and investments must be held for a minimum of one year.

This Portfolio is suited for institutional investors and investors with a long term investment appetite. Liquidity risk may arise from the difficulty of selling an asset. An inactive market may prevent the liquidation or limit funds that can be generated from the assets in this portfolio.

Barita Unit Trust FX Income Accumulator Portfolio

The Barita Unit Trust FX Income Accumulator Portfolio is a fixed income portfolio denominated in US dollars. The investment objective of this portfolio is to provide unitholders with liquidity and competitive returns while preserving capital through an adequate diversified strategy of investing in interest-bearing securities. The fund will primarily invest in Government securities, fixed interest securities, money market instruments and other permissible assets denominated in foreign currencies as prescribed by the Financial Services Commission and the Bank of Jamaica.

The risk profile of the portfolio is low to medium.

The Principal is not guaranteed; however, the Manager will limit volatility by investing in lower-duration assets, high-quality interest bearing investments, and liquid securities.

General Risks:

The Portfolios will be valued at Fair Market Value. As a result:

- Prices will reflect the market fluctuations. Consequently, the value of the fund's securities may go up or down, and the value of your investment in the fund, when you redeem it, may be more or less than when you purchased it.
- The full amount of your investment is not guaranteed.
- An Income Distribution is not guaranteed at any time.

Opportunities:

- Client will benefit from price appreciation, where the market prices of the instruments in the portfolio have increased in value.
- Where there is an appreciation of unit price, gains will be realized only when an encashment is done.
- Where there is an accumulation of Income on the portfolio, Income will be distributed to unitholders.

Disclosure

Neither the Trustee nor the Manager guarantees that there will be any distribution of income at any given time. Although no guarantee can be given as to the level of return possible, the very nature of the investments which covers a broad portfolio ensures that any fluctuations will be minimal. The portfolios will consist primarily of interest-bearing instruments issued by the Government of Jamaica, Bank of Jamaica, and other securities which have received an investment grade credit rating.

The past performance of the collective investment scheme should not be taken as an indication of future performance.

The combined holdings of Barita Unit Trusts Management Company Limited and its parent company, Barita Investments Limited, in the various funds as

of February 28, 2023, are as outlined below:

- Barita Multiple Portfolio Funds 32.6%
 - o Barita Unit Trust Income Portfolio 9.6%
 - o Barita Unit Trust FX Bond Portfolio 0.0%
 - o Barita Unit Trust FX Growth Portfolio 0.0%
 - o Barita Unit Trust Real Estate Portfolio 89.6%
 - o Barita Unit Trust FX Income Accumulator Portfolio 56.0%

Declaration

Barita Unit Trusts, as operator and manager of the Fund, accepts full responsibility for the accuracy of the information contained in the Fund's offering documents and confirms that, having made all reasonable enquiries, there are, to the best of its knowledge and belief, no other facts the omission of which would make any information or statement in the offering document misleading.

23. ACCOUNTS

The Managers are required by the Trust Deed to send to unitholders once a year and no later than six (6) months after the end of the period to which they relate Accounts containing as minimum information indicated in Appendices "A" and "B" of the Trust Deed.

The Fund's financial year end is the 30th of September. Quarterly interim and annual reports are filed with the Financial Services Commission.

The annual and interim financial reports can be viewed on our website at www.barita.com and at our offices at:

15 St. Lucia Way, Kingston 5

Shop# 2A, Manchester Shopping Centre Caledonia Road, Manchester

Suite S304-S304A, Baywest Shopping Centre, Harbour Street, Montego Bay, St James

Shop 5, Fairview Town Center, Montego Bay-Fairview, St. James

24. DATE OF SUBMISSION OF OFFERING CIRCULAR

The Offering Circular was submitted to the Financial Services Commission for registration on February 28, 2023 and was registered on March 31, 2023.

It is valid from March 31, 2023 to March 30, 2024. The offering circular can be viewed on our website at www.barita.com and at our offices at:

15 St. Lucia Way, Kingston 5,

Shop# 2A, Manchester Shopping Centre, Caledonia Road, Manchester

Suite S304-S304A, Baywest Shopping Centre Harbour Street, Montego Bay, St. James

Shop 5, Fairview Town Center, Montego Bay-Fairview, St. James

NOTES