

**NOTICE OF EXTRAORDINARY GENERAL MEETING
TO CONSIDER SCHEMES OF ARRANGEMENT
BARITA INVESTMENTS LIMITED**

IN THE SUPREME COURT OF JUDICATURE OF JAMAICA
IN THE COMMERCIAL DIVISION
CLAIM NO. 2023 SU CD 00602

IN THE MATTER OF Cornerstone United Holdings Jamaica Limited
IN THE MATTER OF Barita Investments Limited
IN THE MATTER OF Cornerstone Trust & Merchant Bank Limited
IN THE MATTER OF Barita Financial Group Limited
IN THE MATTER OF Sections 206 – 207 of the Companies Act, 2004

**IN CHAMBERS VIA VIDEO CONFERENCE
BEFORE THE HONOURABLE MRS. JUSTICE S. JACKSON HAISLEY
The 20th day of February 2024**

NOTICE IS HEREBY GIVEN that by an Order of the Supreme Court of Judicature of Jamaica made on the 20th day of February 2024 in the above matter the Court directed that a Meeting be convened of the holders of ordinary shares of Barita Investments Limited (the “Company”) for the purpose of considering and if thought fit approving (with or without modification) a Scheme of Arrangement proposed to be made between the Company and its ordinary shareholders.

The Directors have resolved that such Meeting be held at the Spanish Court Hotel, 1 St. Lucia Avenue, Kingston 5, in the parish of Saint Andrew on the **20th day of January 2025 at 12 p.m.** at which place and time all such ordinary shareholders are requested to attend.

Scheme Resolution

To consider and if thought fit, pass the following resolution in accordance with section 206 of the Companies Act, 2004:

“That pursuant to and in accordance with section 206 of the Companies Act, 2004, the proposed scheme of arrangement between Barita Investments Limited and the holders of its ordinary shares on the terms as set out in the Scheme of Arrangement dated December 15, 2023 and circulated to the members along with, among other things, the Explanatory Statement required by section 207 of the Companies Act, 2004 be and is hereby approved.”

A copy of the Scheme of Arrangement and a copy of the Explanatory Statement required to be provided pursuant to section 207(1) of the Companies Act, 2004 are available for collection at 15 St. Lucia Way, Kingston 5 in the parish of Saint Andrew, and are also included in a Scheme Booklet available at www.Barita.com.

The said ordinary shareholders may vote in person at such meeting or they may appoint another person, whether a member of the Company or not, as their proxy to attend and vote in their stead.

A form of proxy applicable to the Meeting is enclosed herewith.

In the case of joint shareholders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Shareholders of the Company.

It is requested that forms appointing proxies be lodged at the registered office of the Company situated at 15 St. Lucia Way, Kingston 5 in the parish of Saint Andrew, but if the forms are not so lodged they must be handed to the Chairman at the Scheme Meeting.

By the said Order, the Court has appointed Mark Myers, whose address is in care of: 15 Saint Lucia Way, Kingston 5 in the parish of Saint Andrew or failing him Paul Simpson (and whose address is also in care of 15 St. Lucia Way, Kingston 5 in the parish of Saint Andrew) to act as Chairman of the said Meeting and has directed the Chairman to report the result of the said Meeting to the Court.

The said Scheme of Arrangement will be subject to the subsequent sanction of the Court.

Dated the 5th, day of December 2024.

By order of the Board



Stephanie Sterling
Company Secretary