

## BOARD RESOLUTION AND APPROVAL

### For the Suspension of Trading – Takeover Bid, Barita Investment Limited

The following Ordinary Resolution was passed at a Board of Directors' Meeting of Barita Investments Limited held on Thursday, July 19, 2018, at 7:00 a.m.

#### ORDINARY RESOLUTION

**WHEREAS** Cornerstone Investments Holdings Limited ("Cornerstone" or the "Offeror") by Offer Letter dated July 19, 2018, has notified the Board of Barita Investments Limited ("Barita" or the "Company") that it was making an offer to the shareholders of Barita for 100% of the issued shares of the Company.


The Offeror has entered into an agreement ("the Lock-Up Agreement") with Rita Humphries-Lewin and Karl Lewin ("the Lockup Shareholders") whereby they agreed that they would accept the Offer and sell to the Offeror as many of their shares (but no more) as it would take to get the Offeror to a 75% shareholding in the Company once the Offer was made.

The Offer is scheduled to open for acceptance for a period of twenty-one (21) days namely between 10:00 a.m. on Thursday, July 26, 2018 (the "Opening Date") and 3:00 pm on Thursday August 16, 2018 (the "Closing Date") subject, however, to the right of Cornerstone to extend the Closing Date.

#### "BE IT HEREBY RESOLVED:-

*THAT, Barita hereby requests that the Jamaica Stock Exchange suspends trading of the Company's shares on the Exchange for the period Friday, August 17, 2018 to Thursday, August 23, 2018, subject, however, to the right of Cornerstone to extend the Closing Date."*

DATED 19<sup>th</sup> THIS DAY OF July, 2018

Signed   
CHAIRMAN

Signed   
COMPANY SECRETARY

