

Addendum To Prospectus by Barita Investments Limited Dated the 26th day of August 2021

1.0. Introduction

Just prior to the finalisation of the Prospectus dated August 26th, 2021 by Barita Investments Limited ("Barita" or "the Group" or "the Company") in relation to the Additional Public Offer of shares ("the Prospectus"), the Company released Unaudited Financial Statements for the nine months ending June 2021 ("Q3 FY21"). Consequently, management has prepared an addendum to the Prospectus to provide commentary and analysis in relation to the financial statements, key business drivers and outcomes for the Q3 FY21. This should be read in conjunction with the full release of the Unaudited Financial Statements for the nine months ending June 2021 uploaded to the website of the Jamaica Stock Exchange, inclusive of the Chairman's statement, extracts of which are contained herein.

Additionally, the market may be aware of recent news emanating from Trinidad and Tobago ("Trinidad") referencing Barita, and our parent company, Cornerstone Financial Holdings Limited ("Cornerstone"), where certain questions and transactions respecting Barita and Cornerstone have been raised.

We take our reputation and commitment to our stakeholders extremely seriously and to this end we have worked closely with the Financial Services Commission ("FSC") on this addendum to the Prospectus with a view to give our current and potential customers, shareholders, our regulators, and the public enhanced information on Barita and its performance. Accordingly, with the advice of the FSC this addendum has been prepared in line with the FSC's Revised Guidelines for Issuers of Securities (2008), and in particular, with the FSC's Guidance Notes on Management Discussion and Analysis (2005). Further, the FSC has offered its no-objection to the disclosures herein.

2.0. Operating Performance

2.1. Revenue and Profitability

Net Profit for the nine months came in at \$3.7 billion, an 83% or \$1.7 billion rise relative to the FY20 outturn of \$2.0 billion. This translates to earnings per share of \$3.38 which is 38% above the corresponding result of \$2.45 in FY20. Q3 FY21 profit margin was 55%, an improvement over the prior year result of 53%.

Barita registered net operating revenue of \$6.7 billion for the first nine months of FY21, representing a \$2.9 billion (77%) rise versus the prior year period. Net operating revenue of \$2.6 billion for the quarter was up 75% relative to \$1.5 billion during Q3 FY20. The Group's revenue base for Q3 FY21 was comprised of:

- *Net Interest Income:* Net Interest Income (NII) reflected a \$316 million (38%) increase year-over-year ("YoY") to \$1.2 billion. This rise is an outcome of our focus on expanding

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the Group's credit and fixed income portfolios, coupled with a 50% YoY rise in repo liabilities. NII constituted 17.2% of net operating revenue for the year-to-date period for 9M FY21 down from 22.1% for the comparable period in FY20.

- *Non-Interest Income:* Non-interest income reflected year over year growth of 88% or \$2.6 billion, to \$5.5 billion relative to \$2.9 billion. The growth in non-interest income is principally driven by improvements in fees and commission income, and foreign exchange trading & translation gains. Non-interest income as a percentage of net operating revenues was 83% during the review period, which reflects the Group's focus on optimizing its revenue mix with emphasis on fee-based income:
 - *Gain on Investment Activities:* This business segment relates to gains on our proprietary trading portfolio, which closed the reporting period 9% below Q3 FY20 result. The decline YoY is attributable to the continued reduction in large market value transactions locally and bouts of volatility in international markets which intensified in Q3 FY 21 occasioned by concerns about rising inflation and the potential for further economic damage from the rising Delta variant. Gain on Investment Activities represented 15% of net operating revenue for the 9M FY21 period relative to 16.6% for the comparable period in FY20.
 - *Fees and Commission Income:* Fees and commission income rose by 95% to \$2.7 billion relative to the corresponding FY20 result of \$1.4 billion. Fees and commissions income constituted 40.7% of net operating revenue for the 9M FY21 period relative to 20.8% for the comparable period in FY20. This line item shows the results of strong performance by our investment banking and asset management business lines which combine to represent 97% of the fees and commissions earned for the year to date-period.

Investment Banking. Specifically, the growth in investment banking and commitment fees has been the result of increased fundraising activity on behalf of our clients. Year-to-date, the line has grown by 180% to \$737 million relative to the corresponding period last year. Barita has completed over 20 public and private investment banking transactions valued at over \$20 billion for local and regional entities across different sectors and sub-sectors of the economy to include information technology, manufacturing, financial services, distribution, real estate, gaming and entertainment. The most public transaction executed during the period was the completion of the Additional Public Offering ("APO") of Derrimon Trading Company Limited ("DTL") which raised \$4.1 billion from over \$7 billion in subscriptions and generated approximately \$143 million in direct fee revenue. This was the largest capital raise in the history of the Jamaica Stock Exchange's ("JSE") Junior Market.

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Asset Management. Barita’s asset management business spans two (2) distinct lanes of operations as at June 2021; the Managed Fund Division (Unit Trusts & Bespoke Portfolio Management), and the Structured Finance & Alternative Investments Division. The below table outlines the year-to date performance across these two lanes of operation.

\$ '000	9 Months Ended June 30, 2021	9 Months Ended June 30, 2020
Managed Fund Division	402,277,855.56	359,632,157.39
Structured Finance & Alternative Investments Division	1,495,239,242.48	676,971,661.65
	1,897,517,098.04	1,036,603,819.04

Barita has also seen substantial growth in its asset management business driven by a combination of factors to include the overhauling of its sales architecture, which now has focused personnel and strategies aimed at serving its retail, digital, wealth and institutional customer segments. The growth in the asset management business, and by extension revenues has also been driven by the addition of new products such as customized portfolio management services in the Managed Fund Division, increased activity in our structured finance division and fees generated from the expansion of our alternative investment platform. Per the above table, the Managed Fund Division generated \$402 million in revenue, up \$42.8 million or 11.9% for the 9M FY21 period.

The structured finance division has focused on providing clients with bespoke funding and investment solutions primarily through an off-balance sheet special purpose vehicle; Barita Finance Limited (“BFL”). The investment solutions BFL offers, which are primarily in the form of notes/bonds, offer investors, to include Barita, customized exposures which are typically supported by assets in an underlying portfolio managed by Barita, for which the Company is compensated in the form of management fees. The investment management arrangement has a fixed/performance-linked fee structure, which has allowed Barita to participate in returns generated by the portfolio. For the 9M FY21 period, the Company generated \$696 million in direct fees from the structured finance division.

During the year, per our indications in the prospectus for our September 2020 APO, Barita set about undertaking the activities necessary to seed the Company’s alternative investment platform. We define the alternative investments asset class as exposure to Private Equity, Private Credit,

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Infrastructure, and Real Estate; and the Company has focused over the last several quarters on building out our strategy in this area. The process of establishing the platform has involved the sourcing, evaluation and selection of seed portfolio assets as well as the structuring of investment vehicles and the attendant seed funding thereto, amounting to approximately \$6 billion. This has allowed Barita to accrue management fees related directly to its asset selection in the alternative investments platform, whose performance during the period resulted in improved overall performance-linked management fees year-over-year by ~\$800 million. Barita was able to position the alternative investments portfolio in assets well below intrinsic value, which has fuelled the rise in portfolio values for the period. Year to date the revenues from alternative investment business lines coupled with our unit trust business have combined to drive a \$849 million or 80% rise year over year in asset management fees to \$1.9 billion. Barita anticipates continued growth in this area of the business as over the last several quarters the team has focused on developing a robust pipeline of alternative assets which stood at over US\$70 million as at June 2021. These opportunities will be integrated into various investment platforms over the course of ensuing quarters.

- *Foreign Exchange ("FX") Trading and Translation Gains:* The Group's foreign exchange exposures are actively managed in an effort to safeguard shareholders' equity against the effects of currency risk. The scale of foreign exchange trading operations through our Cambio has also been expanded through the growth in our capital base. This has been complemented by deeper customer engagement which has resulted in increased transactional activity via our Cambio. Year-to-date, the local currency ("J\$") showed a depreciatory trend, closing June 2021 against the United States Dollar ("US\$") at J\$148.52:US\$1.00, a devaluation of 4.1%. The year-to-date period has been characterised by high volatility in the Jamaican dollar versus its international counterparts, which has allowed the Group to benefit by positioning its balance sheet appropriately. The Company registered foreign exchange trading and translation gains of \$1.8 billion for the nine months, which compares favourably to \$428 million recorded in the corresponding FY20 period. Of the total revenue from this line, approximately \$1.4 billion was realised and \$365 million remained unrealised at the end of the period. This outturn represented 26.7% of net operating revenue for the 9M FY21 period relative to 6% for the comparable period in FY20.
- *Operating Expenses:* Non-Interest Expenses for the first nine months of FY21 rose by 87% to \$2.4 billion versus \$1.3 billion for the corresponding FY20 period. The YoY rise

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in expenses is driven by increases in staff costs (by \$375 million or 68%) and administrative expenses (by \$629 million or 86%), while the Group's expected credit losses ("ECL") rose to \$137 million relative to \$13 million. ECL will generally increase with balance sheet expansion but is also a function of changes in macroeconomic outlook that may influence risk in the credit portfolio. Operating expense increases reflects continued investment by the Group in the critical pillars of its transformational growth strategy. Notwithstanding the rise in operating expenses, the Group's efficiency ratio for the nine-month period was 36% versus 35% for the corresponding FY20 period.

2.2. Balance Sheet Highlights

Assets:

Total Assets: Barita's total assets stood at \$84.2 billion as at June 2021, representing a \$32.0 billion or 62% increase over June 2020. This increase is largely the result of a \$21.1 billion growth in pledged assets. Highlights of key items comprising the Total Assets are outlined below:

- *Liquid Assets:* The Company's 'Liquid Assets' as measured by Cash, Equivalents & Reverse Repurchase Agreements rose by \$3.7 billion (73.1%) to \$8.8 billion as at June 2021. Liquid Assets represented 10.5% of Barita's Balance Sheet as at the period end up from 9.8% as at June 2020. The Company prioritizes maintaining ample liquidity to serve as both a defensive mechanism aimed at withstanding transitory market disruptions as well as an offensive mechanism which allows Barita's trading operations to take advantage of opportunities as they arise.
- *Pledged Assets and Marketable Securities:* Pledged Assets and Marketable Securities rose by \$24.3 billion or 68% to \$60 billion to comprise 71% of the Company's balance sheet as at June 2021. These lines combine to represent substantively the Company's investment portfolio, which is largely comprised of credit assets to include, local, regional & international government and corporate bonds.
- *Investment in Associates:* During Q2 FY21, Barita invested ~\$2 billion to acquire a 20% stake in Derrimon Trading Company Limited. Barita would have recorded \$41 million in revenue from this investment for the March-May 2021 period.
- *Loans Receivables:* Barita's exposures to loan receivables rose by \$800 million or 39% to \$2.8 billion. Barita's exposure to loans is substantively comprised of margin loans which are typically extended to our clients and fully secured by equities, bonds or repurchase agreements. Via our investment banking business, we also provide loans to our clients which are typically intended to be:
 - the subject of a refinancing via a capital market transaction;

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- sold to a third party; and/or
- the subject of a securitization

Receivables & Due from Related Parties: As at the end of June 2021, the Company's receivables balance recorded a 14% growth to \$4.3 billion which represented 5.2% of Total Assets versus 7.4% as at the end of June 2020. Receivables are comprised typically of revenues from accrual-based sources such as management fees not yet paid, and balances associated with client transactions. Notably, none of these balances were doubtful for collection as at the period end and are reviewed on a periodic basis consistent with the requirements of IFRS 9. Related party balances, which arise from transactions with members of the Group, declined slightly by \$151 million or 6.1% to \$2.3 billion representing 2.8% of the Balance Sheet as at June 2021 versus 4.8% as at June 2020. These balances relate to inter-group transactions executed in the normal course of business.

Liabilities:

To fund the increase in total assets, the business experienced growth in our total liabilities YoY by 46% or \$17.1 billion to \$53.9 billion. At \$46.2 billion, repos were the single largest component, having increased 50% or \$15.5 billion.

- *Repurchase Agreements:* The Company's funding from Repurchase Agreements rose by \$15.5 billion or 50% to \$46.2 billion as at June 2021 which was 86% of the Company's liabilities as at June 2021.

Shareholders' Equity:

The equity base of the Group grew significantly YoY, rising by 99% or \$15.0 billion to close the period at \$30.3 billion. The growth in shareholders' equity was largely a result of the following:

- The injection of \$13.5 billion of additional equity in the Group via the September 2020 APO; and
- An increase in retained earnings, net of dividends declared during the period.

3.0. Risk Measures

The Company's equity base has also facilitated capital adequacy ratios, which are significantly above regulatory minimums and average industry levels. The Company's Capital to Risk Weighted Assets Ratio stood at **41%** relative to the regulatory minimum of **10%** and the industry average of **22.4%** as at March 2021. As at June 2021 BIL had a Leverage Ratio (Total Assets/Total Equity) of **2.79X** which is materially below the average Leverage Ratio of the Securities Industry as at March 2021 of **5.88X** implying that Barita has much more

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resilience and capacity for asset growth, relying solely on this measure, than the average securities dealer.

4.0. Off-balance Sheet Arrangements

Barita enters into various types of off-balance sheet arrangements in the ordinary course of business. Barita's involvement in these arrangements can take many different forms, including without limitation:

- unitized fund products;
- holding senior debt in other unconsolidated special purpose entities that is generally collateralized by:
 - private credit,
 - real estate, and
 - listed equities
- providing guarantees, loan commitments, and letters of undertaking on behalf of clients.

Barita enters into these arrangements for a variety of business purposes. Securitization arrangements offer investors access to specific cash flows and risks created through the securitization process and our unitized fund products offer direct exposures to different investment strategies based on the risk and return objectives, and other circumstances of investors.

In relation to some of the aforementioned off-balance sheet arrangements, Barita plays several roles; to include investment manager, broker and fiscal/administrative agent.

5.0. Funding for Sustainable Growth

The Company has made a deliberate strategic decision at this time to align its funding structure with its core mandate of delivering sustainable differential value to its stakeholders. Central to this objective is our capacity building to fund principal industries and keystone infrastructure projects that are critical pillars of nation building in Jamaica and the wider region. Structural changes in the investment banking market have seen an extended run of record low interest rates, which has been heavily influenced by the synchrony of central banks worldwide in the pursuit of expansionary monetary policies. This coupled with a limited appetite for debt by the Government of Jamaica, makes for a conducive environment for the execution of the Company's strategy. The gradual shift in market dynamics is a call to action for the investment banking industry to evolve its funding structure towards stable funding sources that enable prudent investments in long-term non-traditional principal investments that are critically required for economic growth and development.

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This has driven Barita Board's resolve to continue to raise permanent capital, which has put management in a position to continue to grow the business whilst positioning it prudently to deliver transformative value to the market and all stakeholders. Since March 2019, the Company has raised over \$23.7 billion in permanent capital via two (2) Rights Issues, a Non-Redeemable Preference Share and an Additional Public Offer ("APO"). Our parent company, Cornerstone Financial Holdings Limited has participated in both Rights Issues and the APO to the tune of over \$16 billion (approximately US\$117 million), demonstrating its firm and unwavering commitment to the growth of Barita. Cornerstone derives its funding from a combination of equity from shareholders and funding from a consortium of local, regional, and international banks.

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9 Month Unaudited Financial Results for the Period Ended June 30, 2021

BARITA INVESTMENTS LIMITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
As At June 30, 2021

	<u>Unaudited</u> June 2021 \$'000	<u>Unaudited</u> June 2020 \$'000	<u>Audited</u> September 2020 \$'000
ASSETS			
Cash and bank balances	893,174	2,572,419	5,277,608
Securities purchased under resale agreements	7,913,928	2,515,468	8,039,603
Marketable securities	8,030,248	4,900,903	11,964,315
Pledged assets	51,966,912	30,793,829	35,425,728
Investment in associates	2,038,085	-	-
Interest receivables	759,234	643,246	517,652
Loan receivables	2,887,247	2,074,291	1,717,229
Receivables	4,372,649	3,834,878	2,986,408
Taxation recoverables	53,422	53,422	183,299
Due from related parties	2,339,429	2,491,388	1,979,035
Property, plant and equipment	1,172,205	666,606	813,221
Intangible assets	22,173	9,757	18,399
Investments	1,512,388	1,512,002	1,512,128
Right of use asset	238,033	-	256,588
Total assets	84,199,127	52,068,209	70,691,213
LIABILITIES AND SHAREHOLDERS' EQUITY			
Liabilities			
Bank overdraft	70,181	112,646	8,720
Securities sold under repurchase agreements	46,207,850	30,736,447	34,328,077
Notes payables	4,772,691	3,325,176	611,947
Interest payable	213,341	107,999	118,542
Lease liability	274,067	-	282,298
Payables	1,721,136	1,604,048	6,970,314
Due to related parties	222,324	577,407	273,744
Taxation	411,326	94,771	-
Deferred tax liabilities	47,564	269,183	616,891
Total Liabilities	53,940,480	36,827,677	43,210,533
Shareholders' Equity			
Share capital	24,146,554	10,880,313	24,146,554
Capital reserve	127,376	111,466	111,466
Fair value reserve	(109,554)	72,291	25,054
Capital redemption reserve	220,127	220,127	220,127
Retained earnings	5,874,144	3,956,335	2,977,479
Total shareholders' equity	30,258,647	15,240,532	27,480,680
Total liabilities and shareholders' equity	84,199,127	52,068,209	70,691,213

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9 Month Unaudited Financial Results for the Period Ended June 30, 2021

BARITA INVESTMENTS LIMITED Consolidated Profit & Loss Statement As At June 30, 2021	UNAUDITED 3 Months Ended June 30, 2021 \$'000	UNAUDITED 3 Months Ended June 30, 2020 \$'000	UNAUDITED 9 Months Ended June 30, 2021 \$'000	UNAUDITED 9 Months Ended June 30, 2020 \$'000
Net interest income and other revenue				
Net interest income	412,367	296,463	1,153,007	836,545
Fees and commission income	1,355,967	633,048	2,719,447	1,393,457
Foreign exchange trading and translation gains	646,761	321,092	1,782,836	427,731
Gain/(loss) on investment activities	214,129	257,242	1,004,938	1,108,363
Dividend income	248	3,873	877	8,206
Other income	12,986	248	26,565	2,601
Net operating revenue	2,642,458	1,511,966	6,687,670	3,776,902
Operating expenses				
Staff costs	337,215	209,450	929,910	554,784
Administration	585,316	216,323	1,364,718	735,235
Impairment/expected credit loss	36,592	(80,467)	137,686	13,715
	959,123	345,306	2,432,314	1,303,734
Operating profit	1,683,335	1,166,660	4,255,356	2,473,169
Share of results of associates	41,805	-	41,805	-
Profit before taxation	1,725,140	1,166,660	4,297,161	2,473,169
Taxation	(118,807)	(175,804)	(628,405)	(469,889)
NET PROFIT FOR THE PERIOD	1,606,333	990,856	3,668,756	2,003,280
Number of shares in issue	1,085,578	818,878	1,085,578	818,878
Earnings per stock unit	1.48	1.21	3.38	2.45

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9 Month Unaudited Financial Results for the Period Ended June 30, 2021

BARITA INVESTMENTS LIMITED							
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY							
For the 9 Months Ended June 30, 2021							
	Share	Capital	Capital	Fair Value	Capital	Retained	Total
	\$'000	\$'000	Reserve	Reserve	Redemption	Earnings	\$'000
			\$'000	\$'000	Reserves	\$'000	\$'000
					\$'000		
Balance at 30 September 2019	10,699,381		111,466	685,248	220,127	1,953,056	13,669,278
TOTAL COMPREHENSIVE INCOME							
Net profit for the period						2,003,280	2,003,280
Other comprehensive income				(612,957)		-	(612,957)
Total comprehensive income for the period	-	-	-	(612,957)	-	2,003,280	1,390,323
TRANSACTIONS WITH OWNERS							
Paid-in capital	180,932					-	180,932
Balance at 30 June 2020	10,880,313		111,466	72,291	220,127	3,956,336	15,240,532
Balance at 30 September 2020	24,146,554		111,466	25,054	220,127	2,977,479	27,480,680
TOTAL COMPREHENSIVE INCOME							
Net profit for the period						3,668,756	3,668,756
Other comprehensive income			15,910	(134,608)		37,769	(80,929)
Total Comprehensive Income for the period	-	-	15,910	(134,608)	-	3,706,525	3,587,827
TRANSACTIONS WITH OWNERS							
Ordinary dividends paid						(809,860)	(809,860)
						(809,860)	(809,860)
Balance at 30 June 2021	24,146,554		127,376	(109,554)	220,127	5,874,144	30,258,647

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9 Month Unaudited Financial Results for the Period Ended June 30, 2021

BARITA INVESTMENTS LIMITED		
CONSOLIDATED STATEMENT OF CASH FLOWS		
As At June 30, 2021	<u>Unaudited</u> 9 Months Ended June 30, 2021	<u>Unaudited</u> 9 Months Ended June 30, 2020
	\$'000	\$'000
Cash Flows from Operating Activities		
Net Profit for the Period	3,668,756	2,003,280
Adjusted for:		
Depreciation	79,422	42,953
Effect of exchange gain on foreign balances	(365,087)	(262,983)
Impairment/expected credit losses	137,686	13,715
FMV gains/losses - equity	(63,050)	59,845
Interest income	(2,078,492)	(1,472,478)
Interest expense	925,485	635,933
Income tax expense	628,405	469,889
Lease interest expense	14,568	-
Fair value gain on investment property	(6,600)	-
	2,941,093	1,490,154
Changes in operating assets and liabilities:		
Marketable securities	(12,035,255)	(16,038,956)
Securities purchased under resale agreements	125,675	12,163,506
Securities sold under repurchase agreements	11,879,773	6,702,532
Notes payable	4,160,744	-
Receivables, net	(1,256,623)	(3,139,782)
Loans receivable	(1,170,018)	(1,322,445)
Payables	(3,990,299)	2,835,871
Due from related parties	(411,814)	(367,108)
	243,276	2,323,771
Interest received	1,836,910	1,048,913
Interest paid	(830,686)	(586,828)
Income tax paid	(496,982)	(914,669)
Cash provided by operating activities	752,519	1,871,187
Cash flows from Investing/financing Activities		
Treasury shares acquired	-	180,932
Ordinary dividends paid	(2,638,067)	-
Investment in associates	(2,038,085)	-
Investment in preference shares	-	(707)
Purchase of property, plant and equipment	(442,180)	(332,509)
Cash provided by investing/financing activities	(5,118,331)	(152,284)
Effect of exchange rate on cash and cash equivalents	(80,083)	24,772
Decrease/(increase) in net cash and cash equivalents	(4,445,895)	1,743,675
Net cash and cash equivalents at beginning of year	5,268,888	716,101
Net cash and cash equivalents at end of period	822,993	2,459,773