This document was prepared by Barita Investments Limited ("Barita" or the "Company") and is shared with you by employees or representatives ("Representatives") of Barita. The information contained in this document is for general informational purposes only and is not to be construed as advice to make or form the basis for any investment decision or strategy. This document is not to be taken as an invitation, offer or recommendation for any person to invest in, or enter into any particular investment, financial, or securities transaction or to enter into any investment strategies discussed or presented in this document. If you have any questions or require advice or information in relation to any information presented in this document of a financial or investment nature, please consult with your broker, investment/financial adviser, attorney-at-law, accountant, or other professional advisor.

Barita makes no representations or warranties of any kind, express or implied, about the accuracy, reliability, suitability or completeness of the information and/or data presented. Any reliance placed on this information and/or data is at your own risk and neither Barita and its affiliates, nor their directors, representatives and/or employees assume or accept any liability or responsibility whatsoever as regards any investment or financial decision made by any person arising from the viewing of this document. Barita, its affiliates and the Representatives who presented this document may have or have had interest or be interested in any investments or securities mentioned in the document at any time and may make a purchase and/or sale or offer to make a purchase and/or sale, of any such securities or other financial instruments from time to time.

DETAILS OF THE OFFER

HOW MANY NEW BONDS WILL BE ISSUED?

Barita is inviting offers for the subscription of Senior Unsecured Bonds having an aggregate principal amount of US\$11,000,000.00 and J\$2,250,000,000.00 collectively (with the ability to upsize by inviting offers for an additional US\$6,000,000.00 and J\$1,250,000,000.00).

WHAT ARE THE MAIN DETAILS FOR EACH TRANCHE OF THE BONDS?

TRANCHE	TRANCHE I	TRANCHE II	TRANCHE III	TRANCHE IV	TRANCHE V	TRANCHE VI	TRANCHE VII
Amount	Up to U\$\$5,500,000.00 with the option to upsize to U\$\$8,500,000.00	Up to U\$\$5,500,000.00 with the option to upsize to U\$\$8,500,000.00	Up to J\$450,000,000.00 with the option to upsize to J\$700,000,000.00	Up to J\$450,000,000.00 with the option to upsize to J\$700,000,000.00	Up to J\$450,000,000.00 with the option to upsize to J\$700,000,000.00	Up to J\$450,000,000.00 with the option to upsize to J\$700,000,000.00	Up to J\$450,000,000.00 with the option to upsize to J\$700,000,000.00
Maturity Date	Two (2) years from the Issue Date	Three (3) years from the Issue Date	Two (2) years from the Issue Date	Three (3) years from the Issue Date	Five (5) years from the Issue Date	Seven (7) years from the Issue Date	Ten (10) years from the Issue Date
Tenor	Two (2) years	Three (3) years	Two (2) years	Three (3) years	Five (5) years	Seven (7) years	Ten (10) years
Coupon Rate	7.00% per annum	7.50% per annum	9.75% per annum	10.00% per annum	10.50% per annum	10.75% per annum	10.90% per annum

WHAT ARE THE IMPORTANT DATES RELATING TO THE OFFER?

- Prospectus Publication Date: March 19, 2025
- Opening Date: 9:00 a.m. on March 28, 2025
- Closing Date: 4:00 p.m. on May 26, 2025. This is subject to the right of the Company to designate an earlier or later date in the
 circumstances set out in the Prospectus
- · Refunds and dispatch of investor statements (if applicable) will take place within 10 business days of the closing date.



BARITA BOND OFFER PROSPECTUS FACT SHEET

WHAT ARE THE IMPORTANT DATES AFTER THE OFFER CLOSES?

COUPON AND PRINCIPAL PAYMENT DATES	TRANCHE I (2YRS)	TRANCHE II (3YRS)	TRANCHE III (2YRS)	TRANCHE IV (3YRS)	TRANCHE V (5YRS)	TRANCHE VI (7 YRS)	TRANCHE VII (10 YRS)
August 26, 2025	Coupon Payment						
November 26, 2025	Coupon Payment						
February 26, 2026	Coupon Payment						
May 26, 2026	Coupon Payment						
August 26, 2026	Coupon Payment						
November 26, 2026	Coupon Payment						
February 26, 2027	Coupon Payment						
May 26, 2027	Coupon and Principal Payment	Coupon Payment	Coupon and Principal Payment	Coupon Payment	Coupon Payment	Coupon Payment	Coupon Payment
August 26, 2027		Coupon Payment		Coupon Payment	Coupon Payment	Coupon Payment	Coupon Payment
November 26, 2027		Coupon Payment		Coupon Payment	Coupon Payment	Coupon Payment	Coupon Payment
February 28, 2028		Coupon Payment		Coupon Payment	Coupon Payment	Coupon Payment	Coupon Payment
May 26, 2028		Coupon and Principal Payment		Coupon and Principal Payment	Coupon Payment	Coupon Payment	Coupon Payment
August 28, 2028					Coupon Payment	Coupon Payment	Coupon Payment
November 27, 2028					Coupon Payment	Coupon Payment	Coupon Payment
February 26, 2029					Coupon Payment	Coupon Payment	Coupon Payment
May 28, 2029					Coupon Payment	Coupon Payment	Coupon Payment
August 27, 2029					Coupon Payment	Coupon Payment	Coupon Payment
November 26, 2029					Coupon Payment	Coupon Payment	Coupon Payment
February 26, 2030					Coupon Payment	Coupon Payment	Coupon Payment
May 27, 2030					Coupon and Principal Payment	Coupon Payment	Coupon Payment
August 26, 2030						Coupon Payment	Coupon Payment
November 26, 2030						Coupon Payment	Coupon Payment
February 26, 2031						Coupon Payment	Coupon Payment
May 26, 2031						Coupon Payment	Coupon Payment
August 26, 2031						Coupon Payment	Coupon Payment
November 26, 2031						Coupon Payment	Coupon Payment
February 26, 2032						Coupon Payment	Coupon Payment
May 26, 2032						Coupon and Principal Payment	Coupon Payment
August 26, 2032							Coupon Payment
November 26, 2032							Coupon Payment
February 28, 2033							Coupon Payment
May 26, 2033							Coupon Payment
August 26, 2033							Coupon Payment
November 28, 2033							Coupon Payment
February 27, 2034							Coupon Payment
May 26, 2034							Coupon Payment
August 28, 2034							Coupon Payment
November 27, 2034							Coupon Payment
February 26, 2035							Coupon Payment
May 28, 2035							Coupon and Principal Payment

This table assumes that the bond is issued on the closing date of May 26, 2025. The actual issue date can differ from May 26, 2025, subject to the right of the Company to designate an earlier or later closing date. If the actual issue date differs from May 26, 2025, the coupon payment dates that appear above will also differ.

2



PROSPECTUS FACT SHEET

The first interest payment is due on August 26, 2025. Subsequently, interest payments shall be due on November 26, February 26, May 26 and August 26 of each year until the Maturity Date. The final interest payment will coincide with the Maturity Date.

If any principal or interest payment falls due on a day that is not a Business Day, the payment shall be made on the next succeeding Business Day, unless that day falls in the next calendar month, in which case the payment shall be made on the immediately preceding Business Day.

HOW DOES BARITA INTEND TO USE THE PROCEEDS OF THE BOND IPO?

- 1. General Corporate Purposes to include:
 - i. Refinancing existing debt, specifically, J\$84.15 million due and owing as at February 28, 2025 on Tranche 1 of the Unsecured Fixed Rate Bonds issued on February 28 and March 29, 2023;
 - ii. Fund strategic asset acquisition totaling J\$393.17 million and US\$2.20 million (J\$643.17 million and US\$3.40 million if upsized);
 - iii. Support trading of securities totaling J\$393.17 million and US\$2.20 million (J\$643.17 million and US\$3.40 million if upsized);
 - iv. Strengthen liquidity totaling J\$786.34 million and US\$4.40 million (J\$1.29 billion and US\$6.80 million if upsized); and
 - v. Support investment banking deal execution totaling J\$393.17 million and US\$2.20 million (J\$643.17 million and US\$3.40 million if upsized).
- 2. Settlement of transaction-related fees and costs totaling approximately J\$200.00 million.

Disclaimer: The allocation of net proceeds as set forth in this section titled "Use of Proceeds" represents the Company's current intentions based on its assessment of prevailing market conditions, operational priorities, and strategic objectives at the time of this offering. Notwithstanding the stated allocations, the Company retains full discretion to determine the allocation of funds among the identified categories or to apply proceeds toward other corporate purposes, as it deems necessary or appropriate, in response to changing market dynamics, regulatory developments, or unforeseen business opportunities.

Investors should therefore consider the stated use of proceeds as indicative rather than definitive. The Company will exercise its judgment in managing the deployment of capital to align with its overarching business strategy and to preserve financial and operational flexibility in the best interests of the Company and its stakeholders.

HOW CAN YOU PURCHASE THE BONDS?

Go to <u>www.baritaboss.com</u> and follow the instructions outlined in the Prospectus at Appendix 1. Additionally, the following securities dealers are selling agents for the bonds and can be contacted to purchase the bonds:

- Jamaica Money Market Brokers Limited
- JN Fund Managers Limited
- FHC Investments Limited

- Scotia Investments Jamaica Limited
- VM Wealth Management Limited
- PROVEN Wealth Limited

WHAT IS THE MINIMUM NEEDED TO INVEST IN THE BONDS?

Applicants must request a minimum of US\$500.00 for Tranches I and II. Applications above this amount shall be in multiples of US\$50.00.

Applicants must request a minimum of J\$50,000.00 for Tranches III, IV, V, VI and VII. Applications above this amount shall be in multiples of J\$1,000.00.

WHAT PRICE WILL THE BONDS BE ISSUED AT?

For Tranches I and II, the bonds will be offered at US\$1.00 while for Tranches III to VII, the bonds will be offered at J\$1.00.



PROSPECTUS FACT SHEET

ARE THE BONDS TRADABLE?

Yes, all seven tranches of the bonds are tradable.

This means that once an investor purchases bonds, they can sell them on the Jamaica Stock Exchange ("JSE") to another investor before the maturity date. The price of each tranche may change over time, influenced by factors such as changes in interest rates, Barita's creditworthiness, and overall market demand, among other factors. This tradability adds liquidity, giving bondholders the flexibility to convert their investment into cash if they need funds or decide they want to exit the investment before the bonds mature.

ABOUT BARITA AND WHAT WE DO

Barita Investments Limited, is a publicly traded company on the JSE, 75.7% owned by Cornerstone Financial Holdings Limited ("Cornerstone") (as at September 30, 2024). Founded by Rita Humphries-Lewin in 1977, the Company has the distinction of being one of the oldest stock-brokering companies in Jamaica.

The Company is licensed by the Financial Services Commission ("FSC") as a Securities Dealer, is a member dealer of the JSE and is a Primary Dealer and Cambio Dealer for the Bank of Jamaica ("BOJ").

Products and services include:

Cambio Trading

- Pooled Funds Management
- Retirement Planning

- Fixed Income Trading
- · Structured Products
- Wealth Management

Stock Brokerage

· Investment Banking

Through its subsidiary, Barita Unit Trusts Management Company Limited ("BUTMC"), Barita currently offers seven (7) unit trust products spanning fixed income, equities and real estate. Barita serves its clients island-wide through its Head Office in Kingston and branches in Mandeville and Montego Bay. Barita has J\$405 billion of assets under management (including both on and off balance sheet assets) as at September 30, 2024, with a team of 161 fulltime staff members across its operations island-wide.

DOES BARITA HAVE A CREDIT RATING?

Yes, Barita has been independently rated by Caribbean Information and Credit Rating Services Limited ("CariCRIS"). CariCRIS assigned the following credit rating with a stable outlook.

CARICRIS CORPORATE CREDIT RATING - BARITA INVESTMENTS LIMITED					
NATIONAL SCALE RATING					
Local Currency	jmA+				
Foreign Currency	jmA				
REGIONAL SCALE RATING	REGIONAL SCALE RATING				
Local Currency:	CariA-				
Foreign Currency:	CariBBB+				



PROSPECTUS FACT SHEET

CariCRIS' rationale for its rating assigned to Barita are as follows:

STRONG MARKET POSITION

- CariCRIS estimates that as at December 2023, Barita held 14.0% of Jamaica's securities industry assets, making the Company a
 distinctive player in the local industry
- CariCRIS estimates that Barita is the 2nd largest of the 7 primary dealers designated by the BOJ by total assets

INVESTMENTS IN IMPROVING EFFICIENCY AND CUSTOMER ENGAGEMENT

• In November 2022, phase 1 of Barita's new core implementation project was completed for its cambio business. Phases 2 and 3 are currently underway and this entails the implementation of a single platform across all business functions. This is expected to be completed by December 2026. Full implementation of Barita's new core platform is expected to facilitate, amongst other things, greater scalability, vulnerability management, deeper analysis, and enhanced reports.

SUPPORT FROM PARENT COMPANY (CORNERSTONE FINANCIAL HOLDINGS LIMITED)

Barita benefits from receiving strategic support from the Cornerstone Group of Companies. The parent company provides support
to Barita, including financial reporting, investment management, human resource management, legal and compliance functions.

GOOD GOVERNANCE STRUCTURE AND RISK MANAGEMENT PRACTICES

- Barita's Board of Directors comprises of three (3) sub-committees namely:
 - i. Audit Committee,
 - ii. Board Investment Committee and
 - iii. Corporate Governance and Conduct Review Committee.

Each sub-committee is composed of independent directors.

Over the last year, the Enterprise Risk Management policies and procedures were strengthened to support enhanced monitoring
and oversight in the areas of market, compliance and regulatory risks given the challenges faced in the local and global financial
markets.

STRONG CAPITALIZATION

• Barita has maintained a history of good capitalization with regulatory capital adequacy ratios in excess of the regulatory minimum of 10.0%. As at December 2024, Barita recorded a capital adequacy ratio of 24.6%.



PROSPECTUS FACT SHEET

BARITA'S HISTORICAL FINANCIAL PERFORMANCE

AUDITED KEY FINANCIAL DATA FOR THE 6-YEAR PERIOD SEPTEMBER 30, 2019 TO SEPTEMBER 30, 2024

Consolidated Income Statement (in J\$)	2019 \$'000	2020 \$'000	2021 \$'000	2022 \$'000	2023 \$'000	2024 \$'000	
Revenues	Revenues						
Net interest income	650,999	882,589	1,541,340	1,672,170	581,191	646,217	
Fees & commission income	693,273	1,827,376	3,119,153	3,022,287	3,403,170	3,708,502	
Dividend income	30,670	8,677	1,054	31,842	86,771	117,223	
Foreign exchange trading & translation gains	353,503	978,451	1,846,551	791,514	604,319	593,917	
Gain on sale of investments and trading profits	1,873,298	1,412,958	1,580,546	3,361,280	4,356,726	4,871,584	
Other income	378,031	103,918	27,618	72,640	61,971	60,531	
NET OPERATING REVENUE	3,979,774	5,213,969	8,116,262	8,951,733	9,094,148	9,997,974	
Expenses							
Staff costs	553,550	846,090	1,254,306	1,710,201	1,735,769	1,660,759	
Administration	896,738	1,151,116	1,790,780	2,091,226	2,873,530	2,682,352	
Impairment of available-for-sale investment	75,162	110,794	6,447	3,985	325	640,954	
TOTAL EXPENSES	1,525,450	2,108,000	3,051,533	3,805,412	4,609,624	4,984,065	
Share of results of investment in associated company	-	-	57,144	96,167	95,028	24,078	
Total operating expenses (exc. impairment)	1,450,288	1,997,206	3,045,086	3,801,427	4,609,299	4,343,111	
PROFIT BEFORE TAX	2,454,324	3,105,969	5,121,873	5,242,488	4,579,552	5,037,987	
Taxation	741,543	347,440	1,063,276	1,021,226	1,164,552	1,222,338	
NET PROFIT	1,712,781	2,758,529	4,058,597	4,221,262	3,415,000	3,815,649	



PROSPECTUS FACT SHEET

BARITA'S HISTORICAL FINANCIAL PERFORMANCE

AUDITED CONSOLIDATION STATEMENT OF FINANCIAL POSITION FOR THE 6-YEAR PERIOD SEPTEMBER 30, 2019 TO SEPTEMBER 30, 2024

Consolidated Statement of Financial Position (in J\$)	2019 \$'000	2020 \$'000	2021 \$'000	2022 \$'000	2023 \$'000	2024 \$'000
Assets						
Cash and bank balances	787,920	5,277,608	3,816,326	1,027,765	1,969,835	1,418,377
Resale agreements	14,678,974	8,039,603	8,872,136	2,608,878	564,013	5,772,918
Investment aecurities	11,042,562	13,939,095	14,128,717	24,285,629	22,331,633	18,982,704
Pledged assets	10,928,445	35,425,728	50,293,982	61,603,598	83,717,008	89,568,260
Investment in associates	-	-	2,053,423	2,186,695	2,281,723	2,305,801
Receivables	748,517	2,986,408	1,081,304	3,101,644	2,866,597	7,321,501
Taxation recoverable	-	183,299	-	479,552	398,511	453,035
Loans receivables	751,846	1,717,229	5,911,713	10,606,593	11,127,097	13,345,684
Due from related companies	1,624,584	1,979,035	2,518,556	938,835	753,516	1,400,119
Property, plant and equipment	353,275	609,821	1,014,416	993,654	943,136	836,782
Intangible assets	33,531	18,399	19,478	14,777	21,501	402,093
Investments	55,000	55,000	55,000	55,000	55,000	55,000
Investment property	-	203,400	210,000	214,200	225,000	235,857
Deffered tax assets	-	-	-	1,351,993	687,797	-
Right of use assets	-	256,588	233,974	231,882	252,274	216,918
TOTAL ASSETS	41,004,654	70,691,213	90,209,025	109,700,695	128,194,641	142,315,049



PROSPECTUS FACT SHEET

BARITA'S HISTORICAL FINANCIAL PERFORMANCE

AUDITED CONSOLIDATION STATEMENT OF FINANCIAL POSITION FOR THE 6-YEAR PERIOD SEPTEMBER 30, 2019 TO SEPTEMBER 30, 2024 (CONT'D)

Consolidated Statement of Financial Position (in J\$)	2019 \$'000	2020 \$'000	2021 \$'000	2022 \$'000	2023 \$'000	2024 \$'000
Liabilities		,				
Bank overdraft	71,819	8,720	8,635	11,587	45,109	14,108
Short term loans/Notes payable	-	611,947	1,022,055	11,204,694	5,940,517	2,516,170
Repurchase agreements	24,092,810	34,446,619	45,592,518	59,653,515	76,546,630	84,332,260
Other debt facilities	-	-	-	-	8,300,997	13,953,557
Lease liability	-	282,298	274,840	287,207	308,395	265,537
Payables	1,739,686	6,970,314	2,627,411	3,271,454	1,466,664	5,247,416
Dividend payable	-	-	3,288,292	3,026,563	-	-
Due to related parties	77,711	273,744	144,013	62,197	199,726	189,316
Taxation payable	730,500		943,708	-	-	-
Deferred tax liabilities	622,850	616,891	61,237	-	-	494,285
TOTAL LIABILITIES	27,335,376	43,210,533	53,962,709	77,517,217	92,808,038	107,012,649
Shareholders' Equity						
Share capital	10,699,381	24,146,554	33,135,904	32,389,351	32,814,050	32,830,110
Capital reserve	111,466	111,466	122,073	148,655	175,988	175,988
Fair value reserve	685,248	25,054	(256,512)	(4,068,759)	(4,535,805)	(3,956,320)
Capital redemption reserve	220,127	220,127	220,127	220,127	220,127	220,127
Retained earnings	1,953,056	2,977,479	2,937,924	3,307,820	6,689,943	6,002,155
Stock option reserve	-	-	86,800	186,284	22,300	30,340
TOTAL SHAREHOLDERS' EQUITY	13,669,278	27,480,680	36,246,316	32,183,478	35,386,603	35,302,400
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	41,004,654	70,691,213	90,209,025	109,700,695	128,194,641	142,315,049



PROSPECTUS FACT SHEET

SELECTED FINANCIAL RATIOS

RATIO	REGULATORY MINIMUM	INDUSTRY AGGREGATE (JUNE 2024)	BARITA INVESTMENTS LIMITED (DECEMBER 2024)
Capital to Risk-Weighted Assets	10.00%	21.87%	24.59%
Capital to Total Assets	6.00%	15.16%	25.39%
Equity Multiplier (Leverage)	N/A	6.60x	3.94x



BARITA BOND OFFER PROSPECTUS FACT SHEET

THE LEADERSHIP OF CORNERSTONE AND BARITA

BOARD OF DIRECTORS AND COMPANY SECRETARY

DIRECTOR	POSITION	OCCUPATION	
Mark Myers	ark Myers Chairman Business Executive		
Paul Simpson	Deputy Chairman Business Executive		
Duncan Stewart	Director	Business Executive	
Robert Drummond	Director	Management Consultant	
James Godfrey Director Busine		Businessman	
Phillip Lee	Director	Businessman	
Carl Domville	Director	Accountant	
Jason Chambers	Director	Investment Banker	
Peter Goldson	Director	Attorney-at-Law	
Stephanie Sterling	Company Secretary	Attorney-at-Law	

THE BARITA SENIOR MANAGEMENT TEAM

TEAM MEMBER	POSITION
Ramon Small-Ferguson	Chief Executive Officer
Geoffery Romans	Senior Vice President, Risk Management
Anmarie Walker-Cato	Senior Vice President, Finance
Terise Kettle	Senior Vice President, Investment Banking
Dave Dixon	Senior Vice President, Sales and Services
Sara Henriques	Senior Vice President, Operations
Sonia Owens	Vice President, Treasury and Financial Institutions
Richardo Williams	Vice President, Asset Management and Research
Sancia Thompson	Vice President, Premium Wealth & Corporate Solutions
Kerrie Baylis	Vice President, Strategic Business Development and Investor Relations
Ian Anderson	Vice President, Information Technology
Lerone Palmer	Head, Compliance



BARITA BOND OFFER PROSPECTUS FACT SHEET

THE CORNERSTONE SENIOR MANAGEMENT TEAM

TEAM MEMBER	POSITION
Paul Simpson	Founder, President and Chief Executive Officer
Jason Chambers	Group Chief Investment Officer
Gavin Jordan	Group Chief Operating Officer
Dane Brodber	CEO Designate, Barita Financial Group & Acting CEO, Cornerstone Trust and Merchant Bank Limited
Stephanie Sterling	Group, Head of Legal
Stephen Phillibert	Chief Financial Officer
Stephanie Murdock	Chief Human Resource Officer
Sebrena Freeman	Group Chief Audit Executive
Wahed Khan	Deputy Chief Financial Officer
Stephen D'Ambrosio	Director Digital Strategy and Innovation

Disclaimer: This fact sheet should be read in conjunction with the prospectus which can be accessed on the JSE website at www.jamstockex.com. Particular attention should be given to Section 15 of the Prospectus detailing the risks associated with investing in the Bonds, as these risks could affect the value of the investment and the ability to achieve the anticipated returns.