

January 10, 2023

Dear Fellow Members of the HOA:

I write again to you as President of the Society to ask on behalf of the Members of the Society, all of whom are Members of the HOA and some of whom are also Members of Garden Wall, a series of questions regarding the operation and management of the HOA and Garden Wall. Many of these questions were first asked on 19 April 2022 to Glenn Chamandy and Sunil Chatrani in anticipation of the 2022 HOA Annual Meeting.

None of the 19 April 2022 questions was answered at the Annual Meeting of the HOA or subsequently answered by the Directors or respective counsel for the HOA and PSI. We anticipate that until relief is granted by the Courts of Barbados that the HOA will continue to be operated by PSI without transparency or accountability; that none of the Directors or respective counsel will answer the very legitimate inquiries of the Members of the HOA and Garden Wall or will agree to discuss the legitimate and well documented concerns of Members of the HOA and Garden Wall; and that any Member of the HOA who pays dues to the Apes Hill Club has agreed to mandatory perpetual membership in the Apes Hill Club on terms and conditions determined by PSI.

Nevertheless, the following questions will be separately sent to the HOA, Garden Wall, and PSI in the hope that they will be answered either by the HOA, PSI, or their respective counsel and that those answers and the requested documents will be provided to the Members of the HOA well in advance of the calling of 2023 Annual Meeting of the HOA.

Organization of the HOA and Control of the HOA

(1) Did Garth Patterson, the incorporator of the HOA, in the Certificate of Incorporation of the HOA dated 22 February 2006 appoint Charles O. Williams, Roger D. Gooding and Gerald G. Barton as the First Directors of the HOA? If the answer to that question is no, please advise the membership of the HOA who appointed the First Directors of the HOA.

(2) Did Charles O. Williams, Roger D. Gooding, and Gerald G. Barton, as First Directors of HOA ever appoint successor First Directors of the HOA pursuant to Section 12.2 of the HOA Bylaws? If the answer to that question is yes, please provide the membership of the HOA with a copy of such appointments and resignations, if applicable.

(3) Did Charles O. Williams, Roger D. Gooding and Gerald G. Barton resign or die while serving as First Directors of the HOA? If the answer to that question is yes, please provide the membership of the HOA with the date of death of each such First Director or a copy of his resignation as a First Director of the HOA.

(4) Do the Bylaws of the HOA authorize Apes Hill Development SRL, the developer of the Apes Hill Development (“Developer”) to appoint successor First Directors of the HOA? If the answer to that question is yes, please provide the membership of the HOA with a copy of the pertinent provisions of the HOA Bylaws and Rules that grant such power and authority to the Developer or to its successor.

(5) Were the 2006 HOA Rules in effect on 3 February 2020 (the “Turnover Date”), the day all of the property owned by the Developer in the Apes Hill Development was sold by the Developer to PSI and a document entitled the “Deed of Assignment of Developer Rights, Title, and Interests for the Apes Hill

Club Development” was executed on behalf of the Developer and delivered to PSI (“Deed of Assignment”). If the answer to that question is yes, please provide a copy of the 2006 HOA Rules with all required HOA approvals of the Deed of Assignment attached thereto, to the membership of the HOA.

(6) Was the Deed of Assignment made pursuant to the Bylaws and the 2006 Rules of the HOA? If the answer to that question is yes, please provide the membership of the HOA with the specific provisions of the Bylaws and the 2006 HOA Rules that authorize the Developer to assign to PSI the right to appoint First Directors or any directors to the Board of Directors of the HOA or allow the Developer to assign its rights in the Apes Hill Development to PSI, without PSI also assuming the obligations of the Developer to the HOA.

(7) What obligations did the Developer have to the HOA on the Turnover Date that were not assumed by PSI?

(8) Was the Deed of Assignment approved on behalf of the HOA by Charles O. Williams, Roger D. Gooding or Gerald G. Barton before their deaths or resignations as First Directors of the HOA? If the answer to that question is yes, please provide a copy of such approvals to the membership of the HOA.

(9) Before their deaths or resignations as First Directors of the HOA, did Charles O. Williams, Roger D. Gooding or Gerald G. Barton appoint E. Adrian Meyer, Brian Lemessurier and Edward Ince as Successor First Directors of the HOA? If the answer to that question is yes, please provide the membership of the HOA with copies of such appointments.

(10) If E. Adrian Meyer, Brian Lemessurier and Edward Ince were appointed as Successor First Directors of the HOA by Charles O. Williams, Roger D. Gooding or Gerald G. Barton before their deaths or resignations as First Directors of the HOA, did E. Adrian Meyer, Brian Lemessurier and Edward Ince appoint Anthony Audain, Sunil Chatrani and Roddy Carr as Successor First Directors of the HOA? If the answer to that question is yes, please provide the membership of the HOA with copies of such appointments.

(11) Have the 2006 HOA Rules been amended, repealed, or replaced by subsequent HOA Rules? If the answer to that question is yes, please provide the membership of the HOA with all documentation approved by the HOA amending, repealing, or replacing the 2006 HOA Rules.

(12) Does the Board of Directors of the HOA intend to hold an Annual Meeting of the members of the HOA in 2023 at which the business of the HOA can be conducted, including the election of directors? If the answer to that question is yes, please advise the Members of the HOA of the anticipated date for such a meeting.

(13) Are any of the current directors of the HOA, members of the HOA? If the answer to that question is yes, please provide the Members of the HOA with their names, residence addresses and their business relationships with PSI.

(14) Does PSI and the Board of Directors of the HOA want the members of the HOA to support the development of Apes Hill by PSI into a world class golf community? If the answer to that questions is yes, please advise the membership of the HOA how that is possible when the members of the HOA are denied the opportunity to elect the Board of Directors of the HOA; when PSI takes the position that it has the right to appoint directors of the HOA who have no fiduciary duties or obligations to the HOA or

the members of the HOA; when PSI appointed Directors appear to have undisclosed business relationships PSI; when Anthony Audain and Sunil Chatrani are also Directors of PSI; when the HOA continues to be unable to issue financial statements with the approving opinion of the auditor for the HOA; when PSI does not pay dues to the HOA; and when PSI, for all intents and purposes, operates the HOA as a private company for its own benefit and fails to allow the Garden Wall to function?

(15) Does the HOA maintain an accurate list of the names and addresses of its members? If the answer to that question is yes, please provide access to this list to the Members of the HOA in advance of the calling of the next Annual Meeting of the HOA.

(16) What books and records of the HOA, including the minutes of its 2021 and 2022 Annual Meetings, are now available for inspection by the Members of the HOA?

(17) Do all Members of the HOA receive all communications that have been sent by or on behalf of the current Board of Directors of the HOA? If the answer to that question is no, please provide the Members of the HOA with copies of all such communications made to date by PSI appointed Directors of the HOA.

The Financial Statements of the HOA

(18) What is the total amount of PSI dues that has now been waived by the HOA?

(19) What provision in the HOA Bylaws or 2006 HOA Rules allows the Board of Directors the HOA to waive the dues of a Member of the HOA?

(20) Have the dues of any other Member of the HOA ever been waived? If so, whose dues and in what amounts?

(21) Since PSI took control of the HOA on the Turnover Date what is the total amount of accounts receivable of the HOA that have now been written off?

(22) What is the total amount of HOA accounts receivable that have now gone to collection and/or foreclosure?

(23) What is the total amount of HOA accounts receivable that have gone to collection and/or foreclosure that have now been written off?

(24) What is the total amount of HOA accounts receivable that have gone to collection and/or foreclosure that has now been collected by the HOA either by payment in legal tender or by the conveyance of properties to the HOA?

(25) Will the HOA be providing the Members of the HOA with interim financial statements during 2023?

(26) Does the HOA now own any Common Property as defined in the Bylaws of the HOA? If the answer to this question is no and since the Turnover Date has already occurred, why has the HOA not taken action to cause the conveyance by PSI of such Common Property to the HOA as required by the Covenants and Restrictions running with the lands in the Apes Hill Development?

(27) How much has HOA spent to date in providing amenities, upgrades and maintenance to Common Property that is still to be conveyed by PSI to the HOA?

(28) Are there any documents showing what amenities and upgrades to the Common Property were required to be provided by the Developer but were not provided by the Developer? If the answer to that question is yes, please provide copies of such documentation to the Members of the HOA.

(29) What is the legal description for the Common Property to be conveyed to the HOA by PSI, free of charge and without liens?

(30) Footnote 1 of the 2021 Financial Statements of the HOA appears to be in error when it states that the HOA "is controlled by the homeowners within the Apes Hill Club Development." Is that statement now accurate? If so, will that statement be included in the 2022 Financial Statements of the HOA?

(31) Footnote 1 of the 2021 Financial Statements of the HOA also appears to be in error when it states that the principal place of business of the HOA "is located at 'Spring House', St. James, Barbados." Is that statement now accurate? If so, will that statement also be included in the 2022 Financial Statements of the HOA?

(32) Is PricewaterhouseCoopers SRL ("PWC"), still the auditor for the HOA? If so, will PWC continue to be unable to express an opinion on the 2022 Financial Statements of the HOA because among other reasons, "[t]here were no satisfactory audit procedures that we could have performed to obtain reasonable assurance that the homeowners, accounts receivable, and the members due financial statement line items ...were properly recorded. As a result, we were unable to determine whether any adjustments would have been required to financial statement line items or the related elements making up the statements of comprehensive loss, changes in equity and cash flows relating to the comparative information as disclosed in these financial statements"? If the answer to that question is yes, does that disclaimer call into question the validity and accuracy of the 2022 Financial Statements of the HOA and suggest that financial statements issued by the HOA cannot be relied upon by anyone for any purpose? If the answer to that question is no, please explain or ask PWC to explain that position to the Members of the HOA at the 2023 Annual Meeting.

(33) Will PWC be available to answer questions at the 2023 Annual Meeting? If the answer to that question is no, please advise the Members of the HOA of the basis and justification for that position.

Re-subdivision of the Apes Hill Development

(34) Will the HOA and Garden Wall provide to their respective Members copies of any applications made by PSI that affected the Common Property to be conveyed by PSI to either the HOA or Garden Wall and any communications issued by either association to planning authorities in connection with such applications? If not, please provide the membership of each association with the reasons for such refusal.

(35) The Bylaws of Garden Wall indicate that Parcel B in the Apes Hill Development, shown on the Master Plan attached to these questions, is subject to the jurisdiction of Garden Wall and contains 1,902,000 square meters or thereabouts. The Master Plan, however, shows that Parcel B now contains only 482,718 square feet or 44,845.97 square meters. How did this reduction in the size of Parcel B come about without the consent of Garden Wall and its Members and what effect does this reduction in the size of Parcel B have upon the entire subdivision of the Apes Hill Development?

(36) What Covenants and Restrictions run with the lands in the Apes Hill Development from both the Members of the HOA and Garden Wall and from only the Members of Garden Wall and from the HOA and Garden Wall to each of their Members?

(37) What Common Property shown on the Master Plan will be conveyed by PSI, pursuant to the Covenants and Restrictions running with the lands in the Apes Hill Development, at no cost to the HOA or Garden Wall and free of liens, to either the HOA or Garden Wall or to both associations?

(38) How many lots does PSI anticipate developing in the Apes Hill Development as shown on the Master Plan and where on the Master Plan are they located?

(39) How is PSI meeting the water requirements for the further development of the Apes Hill Development under the Master Plan?

(40) What Common Property shown on the Master Plan is currently being improved and/or maintained by or at the expense of other either the HOA or Garden Wall and what is the annual cost to each of the HOA and Garden Wall?

(41) Don't the HOA and Garden Wall have an obligation to advise their Members of any re-subdivision applications or amendments thereto for the Apes Hill Development made by PSI and provide their Members with copies of any comments they have given to the planning authorities during the deliberative process? If the answer to that question is yes, please provide the Members of the HOA and Garden wall with the reasons why no notice has been given to the membership of the HOA or Garden Wall of re-subdivision applications or amendments thereto by the HOA or Garden Wall and why no copies of comments given to the planning authorities by the HOA or Garden Wall have been shared with the membership of the HOA or Garden Wall.

Garden Wall

(42) Who are the current Officers and Directors of Garden Wall?

(43) Are any of the Directors of Garden Wall lot owners in the Garden Wall Community?

(44) Has an auditor for Garden Wall been appointed, and if so, who is the auditor and when was the appointment made?

(45) Does the Garden Wall have Rules and Financial Statements? If the answer to that question is yes, please provide copies of such Rules, and Financial Statements to the Members of Garden Wall.

(46) Under what authority has PSI and/or the HOA taken control of the books and records of Garden Wall?

(47) Is PSI and/or the HOA willing to make all books and records of Garden Wall available for inspection by the Members OF Garden Wall? If the answer to that question is yes, when, and how will that happen? If the answer is no, what is the authority for denying such access to the Members of Garden Wall?

(48) What is the current legal status of Garden Wall and why and under what authority has it ceased to function?

(49) Does Garden Wall plan to hold an Annual Meeting in 2023 at which the business of Garden Wall can be conducted by its Members, including the election of a Board of Directors?

(50) How many of the villas now under construction on behalf of PSI in Garden Wall have been conveyed by PSI with the required Covenants and Restrictions running with the lands in the Apes Hill Development to Garden Wall?

(51) Has Garden Wall been dissolved? If the answer to that question is yes, please provide the Members of the Garden Wall with a copy of the certificate of dissolution and the authority for such action taken.

(52) Where are the offices of Garden Wall located and who is in possession of its books and records? If PSI or the HOA is in possession of such books and records, will PSI or the HOA make them available for inspection by the Members of Garden Wall or their representatives?

(53) Is Garden Wall still responsible for the upkeep and maintenance of the Common Property and the outside of villas in Parcel B described in the Bylaws of Garden Wall? If the answer to that question is no, please advise the Members of the HOA how and under what authority that responsibility has not been assumed by the HOA.

Apes Hill Club

(54) Are the purported 2022 HOA Rules that require all Members of the HOA to be members of the Apes Hill Club in effect? If the answer to that question is no, then please provide the Members of the HOA with copies of the enabling resolutions terminating the 2022 HOA Rules and also provide to Members of the HOA the number of HOA Members who are and are not members of the Apes Hill Club.

(55) Have all members of the Apes Hill Club who are also Members of the HOA covenanted with PSI on behalf of the Apes Hill Club and /or the HOA that their lot(s) will forever remain in the ownership of members of the Apes Hill Club unless they are expelled from the Apes Hill Club by its Manager?

(56) Are any Members of the HOA not required to be members of the Apes Hill Club? If the answer to this question is yes, please provide the Members of the HOA with the documentation evidencing that they are not required to be members of the Apes Hill Club and that they have the right to become members of the Apes Hill Club in the future.

(57) Are Members of the HOA who are not members of the Apes Hill Club free to convey their lot(s) in the Apes Hill Development to a purchaser who is not a member of the Apes Hill Club? If the answer to this question is yes, please provide to the Members of the HOA the authority under which this right is granted if the purported 2022 HOA Rules are in effect?

(58) What happens if a Member of the HOA is denied admission as member of the Apes Hill Club? Does that HOA Member forever lose the right to become a member of the Apes Hill Club even if the purported 2022 HOA Rules are in effect?

(59) Under what authority does PSI claim to have the right to deny HOA Members membership in the Apes Hill Club, admission and waive initiation fees and dues for some Members of the HOA and not for all Members of the HOA if the 2022 HOA Rules are in effect?

(60) What agreements are there, if any, between the HOA and PSI? If there are any agreements, please provide the Members of the HOA with copies of all such agreements with copies of the enabling resolutions approving such agreements.

(61) Who are the current employees, officers, directors, and shareholders of PSI that are also Directors or Officers or Employees of the HOA or Garden Wall?

(62) Does PSI, the HOA or Garden Wall object if the Society publishes the answers to the questions herein presented on its website? If there is an objection, please explain the reasons for the objection.

Please feel free to contact me at directors@apeshillbenefvolentsociety.com

Yours Faithfully,

Paul Lamb

President