

RE: Apes Hill Club Homeowners Association Inc ("HOA") AGM Wed. May 17th, 2023, at 10:00am ("Annual Meeting")

May 15, 2023

MEMBER OBJECTIONS

To: Mr. Sunil Chatrani, Mr. Roddy Carr, Mr. C. Anthony Audain KC and Ms. Ruan Martinez (collectively "YOU")

The Members of the HOA named below:

- (1) object to YOU calling the Annual Meeting without the consent of the Members of the HOA because of the uncontroverted facts set forth below.**
- (2) object to YOU holding of the Annual Meeting without the consent of the Members of the HOA or in a manner that is not compliant with the Bylaws of the HOA and the laws of Barbados.**
- (3) object to the appointment of Ms. Martinez, who also acts as the attorney for Apes Hill (Barbados) Inc formerly known as Plantation Sanctuary Inc ("PSI") doing business as Apes Hill Club, or anyone else without the consent of the Members of the HOA to chair and make the rules for the conduct of the Annual Meeting.**

UNCONTROVERTED FACTS

- (1) On or before 3 February 2020, all the First Directors of the HOA had died or resigned from office.**
- (2) Thereafter, PSI became a Member of the HOA by purchasing all the property in the Apes Hill Club development, then owned by Apes Hill Development SRL, the Developer named in the Bylaws of the HOA, took control of the books and records of the HOA, and appointed three persons as Directors of the HOA who have since resigned from their purported positions as Directors of the HOA.**
- (3) The Articles of Incorporation and the Bylaws of the HOA do not give Apes Hill Development SRL or any Member purporting to be the Developer of the Apes Hill Club development, the right to appoint the Directors of the HOA.**
- (4) The Bylaws of the HOA authorize only First Directors to appoint successor First Directors of the HOA and failing that, authorize only the Members of the HOA to elect the Directors of the HOA.**
- (5) The persons currently purporting to be Directors of the HOA, Mr. Sunil Chatrani, Mr. Roddy Carr and Mr. C. Anthony Audain KC, were appointed by PSI as purported Directors of the HOA. They were not appointed by the First Directors of the HOA or elected by Members of the HOA.**

ANNUAL MEETING

Since none of YOU has been duly appointed or elected as a Director of the HOA, absent the consent of the Members, YOU have no authority to Call, Hold or Conduct the Annual Meeting of the HOA at which the business of the HOA can be lawfully conducted in accordance with the Bylaws of the HOA and the laws of Barbados by the Members of the HOA.

Accordingly, we request that YOU limit your activities on behalf of the HOA to the following:

(1) provide all Members of the HOA with a ZOOM link and a call-in number to the Annual Meeting so that all Members of the HOA may attend and participate in the Annual Meeting.

(2) record the Annual Meeting and make the video thereof available to all Members upon request.

(3) add MEMBER OBJECTIONS to the minutes of the Annual Meeting once it has been called to order.

(4) distribute the 2022 Financial Statements to Members in advance of the Annual Meeting and ask the Auditor for the HOA to review the Statements with the Members at the Annual Meeting and answer their questions.

(5) ask Mr. Glenn Chamandy to address the Annual Meeting and answer questions from the Members regarding the activities of PSI as they pertain to the HOA.

(6) ask the Advisory Board of the HOA which we understand consists of Members of the HOA to meet with other Members of the HOA to begin a much-needed dialogue to answer the following questions necessary to Call, Hold and Conduct a Membership Meeting of the HOA at which the business of the HOA can be lawfully conducted by its Members:

(a) Who are the Members of the HOA? The current list of 164 Members of the HOA indicates many irregularities including the omission of PSI as a Member of the HOA.

(b) Who is entitled to receive Notice of the Membership Meeting? All Members of the HOA, not just those selected by YOU, are entitled to attend, and participate in the business of the HOA that is to be conducted at a Membership Meeting including the approval of the minutes of prior meeting, the approval of the financial statements of the HOA and the election of its Board of Directors.

(c) What are the assets and liabilities of the HOA based on credible financial information that has yet to be provided to the Members of the HOA?

(d) What agreements have been entered into between the HOA and PSI and other undisclosed third parties?

(e) Who wishes to stand for election as a Director of the HOA and what is their relationship, if any, with PSI?

(7) adjourn the Annual Meeting after all Members have had a chance to speak and ask questions and the Advisory Board of the HOA has been introduced and had an opportunity to address the Members of the HOA.

Yours faithfully,

Charles Pattison

Yvonne Lankry

Lambchop Properties LLC

by Paul L. Lamb

RMJE Properties LLC

by Paul L. Lamb