RE: Apes Hill Club Homeowners Association Inc ("HOA")-Notice of Annual General Meeting ("Notice") to be held on Wednesday, May 17, 2023 ("Annual Meeting"); Apes Hill (Barbados) Inc f/k/a Plantation Sanctuary Inc ("PSI") d/b/a/ Apes Hill Club

Dear Fellow Members of the HOA, Mr. Sunil Chatrani and Mr. C. Anthony Audain, KC:

I understand that under the Bylaws of the HOA ("Bylaws") and the Laws of Barbados, all Members of the HOA ("Members"), in addition to PSI, should be able to have immediate access, upon request to the PSI appointed Directors of the HOA ("directors") to a current and accurate list of the names and post and email addresses of Members, thus allowing them to contact the Members to discuss the business and finances of the HOA, the matters to be acted upon at the Annual Meeting and solicit their proxies. To do that, because of the special nature of the Annual Meeting, Members will also need current and credible financial information concerning the HOA, access to the minutes of all past meetings of the Members and the curriculum vitae of any candidate who is now known to the HOA or PSI to be running for election to the Board of Directors of the HOA ("Board"). None of this information was provided in the Notice as required by the Bylaws.

I further understand that under the Bylaws and the Laws of Barbados, all Members, whether they are deemed to be in good financial standing or not, must have the opportunity to attend all Meetings of Members; address the Members; ask questions to the directors and candidates for election to the Board; receive answers before or during the Annual Meeting; nominate proposed Directors at the Annual Meeting; make motions that will be properly considered at the Annual Meeting; and vote for the election of all Directors of the HOA ("Directors') and on any other matter that properly comes before the Annual Meeting. Otherwise, the 2023 Annual Meeting will be a farce, part of a continuing scheme perpetuated by PSI to oppress the other Members, and will lead to further Member distrust and unhappiness which does not bode well for the future success of the Apes Hill Club development.

The Directors of the Apes Hill Benevolent Society Inc ("Society"), through their representative and appointed proxy Mr. Shane Kingston, intend to make inquires before and at the Annual Meeting to determine if the Annual Meeting is now for the first time going to be conducted in accordance with the Bylaws and the Laws of Barbados. Furthermore, they intend to vote against, if given the opportunity, candidates standing for election as Directors who are not Members or who are employees, affiliates or Directors of PSI; against the ratification of any actions taken by directors on behalf of the HOA in favor of PSI; against the approval of the proposed 2022 HOA Financial Statements unless they are supported by the approving opinion of the Auditor for the HOA; and against the approval of the 2023 HOA Budget unless it is supported by appropriate footnotes and additional supporting financial information justifying the apparent write off of significant HOA accounts receivable and the payment of PSI obligations by the HOA since 3 February 2020.

All Members who which to exercise their rights at the Annual Meeting to vote and/or object to the matters raised above are invited to provide the Directors of the Society

at <u>directors@apeshillbenevolentsocietyinc.com</u> with their comments, suggestions, and questions in advance of the Annual Meeting.

The Directors of the Society hereby ask Mr. Chantrai and Mr. Audain, as directors, to confirm on or before 1 May 2023 that notwithstanding anything to contrary contained in the Notice and related documents attached thereto:

- a) The Annual Meeting will be held in accordance with the Bylaws and Laws of Barbados and that all Members, whether deemed in good financial standing or not, who are present in person, by proxy or via ZOOM at the Annual Meeting will have the opportunity to speak at the Annual Meeting, nominate Directors at the Annual Meeting; ask questions to the directors and candidates for election to the Board concerning the management of the HOA and the qualifications of candidates standing for election to the Board that will be answered before or at the Annual Meeting; make motions that will be acted upon at the Annual Meeting; and vote for the election of all Directors and with regard to any other matter that properly comes before the Annual Meeting.
- b) The list of all current Members with their current post and email addresses, prepared for the Annual Meeting will be made immediately available upon request, for inspection by all Members and their duly authorized representatives.
- c) The minutes of all prior Meetings of the Members will be made immediately available upon request, for inspection by all Members and their duly authorized representatives.
- d) The 2022 audited financial statements of the HOA will be immediately sent to all Members and that the Auditor for the HOA will attend the Annual Meeting to answer any questions regarding the finances, accounting practices and record keeping of the HOA that have long gone unanswered.

The Society will report the results of these inquiries and will make recommendations to the Members in advance of the Annual Meeting.

Yours faithfully,

Paul Lamb

President of the Apes Hill Benevolent Society Inc