



Republic Wealth Management Limited

AGL's Take-Over Bid for 100% Shareholding in PHL via Share Swap: 17th June – 21st July 2025

Key Details

- Agostini Limited (AGL) has made a formal Offer to acquire 100% of Prestige Holdings Limited (PHL).
- Offer covers 62,513,002 PHL ordinary shares
- Swap rate: 4.8 PHL shares for 1.0 AGL share.

Key Dates

Please be advised of the relevant dates as seen below:

Event	Date
Offer Opens	June 17, 2025
Offer Closes	July 21, 2025
Share Settlement	July 31, 2025
Cash Settlement	July 31, 2025*

SHARE SWAP PROCESS:

SHAREHOLDER HAS DEMATERIALIZED SHARES

Individual Shareholder Interaction

1. Shareholder visits RWML and presents ID
2. RWML confirms details with Shareholder – Brokerage account, mandate/banking information
3. RWML/Shareholder prepares Swap Form
4. All Shareholders party to the brokerage account initial, sign and date Share Swap form
5. RWML signs and dates Share Swap form
6. RWML officer gives Shareholder a copy of the Share Swap form



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Company Shareholder Interaction

1. Company representative visits RWMLRWML with:
 - a. Certificate of Incorporation showing the company as being incorporated/registered
 - b. Letter on the Company letterhead stating authorised signatories for the transaction, sample signatures and copies of IDs
 - c. Company Stamp
2. RWML confirms details with Company – brokerage account, mandate/banking information
3. RWML/Shareholder prepares Swap Form
4. All authorized signatories for the transaction initial and sign the Share Swap form
5. The Company dates and stamps the Share Swap form
6. RWML signs and dates Share Swap form
7. RWML officer gives the Company a copy of the Share Swap form

Pension Plan Interaction

1. Trustee for the Pension Plan provides a copy of the Trust Deed for the plan to the RWML
2. Trustee provides a letter confirming who has authority to give instructions for the transaction
3. Trustee provides copies of ids for the persons signing the swap form
4. RWML/Shareholder prepares Swap Form
5. All authorized signatories for the transaction initial and sign the Share Swap form
6. The authorized signatory dates and stamps the Share Swap form
7. RWML signs and dates the Share Swap form
8. RWML officer gives the Trustee a copy of the Share Swap form

Action on Behalf of a Shareholder

1. Shareholder representative presents to the RWML:
2. A Power of Attorney that provides for the purchase, disposal or transactions involving investment securities as well as the execution of all instructions related to same. (POAs drawn outside of Trinidad and Tobago must be registered in Trinidad and Tobago)
3. Shareholder representative presents Identification of the Power of Attorney
4. Shareholder representative presents Identification of the Shareholder
5. RWML confirms details with Shareholder representative – brokerage account, mandate/banking information
6. RWML/Shareholder prepares Swap Form
7. All Shareholder representatives/Shareholders party to the brokerage account initials, signs and dates the Share Swap form



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8. RWML signs and dates the Share Swap form
9. RWML officer gives Shareholder a copy of the Share Swap form

SHAREHOLDER HAS CERTIFICATED SHARES¹

Special Arrangements

The following have been specially arranged for this transaction and to assist persons with Share Certificates:

- The lodgment process by the TTCD will be expedited to 2 business days.
- There is no need to collect or submit the usual \$35 lodgment processing fee charged by the TTCD.
- This will be facilitated by the acquiring company.
- Statutory Declarations to address certificate changes will be facilitated by Commissioner of Affidavits/JP appointed by the acquisition company free of charge. (see appendix for list)
- Indemnity forms for lost certificates can be requested by clients via email from the TTCD. Email registrar@stockex.co.tt to make this request. Submit proof of identification.
- The TTCD will advertise lost certificates on behalf of shareholders. Shareholders therefore do not need to arrange for such advertisements or submit proof of same when presenting indemnity forms. Note the advertising schedule below:

Submission of Lodgment Package To TTCD By	Advertisement Run Day
Noon Monday	Wednesday
Noon Wednesday	Friday

- There is no guarantee of facilitation after the 14th July for lost certificates.

Certificates with Details Unchanged

1. Shareholder presents:
 - a. Original ID
 - b. Original share certificates
2. Shareholder provides AML/KYC if necessary
3. RWML prepares Stock Transfer form for lodgment
4. RWML prepares Share Swap form
5. Shareholder initials, signs and dates documentation for certificate lodgment and Share Swap
6. RWML signs and dates documentation for lodgment and Share Swap
7. RWML submits the required for lodgment to the TTCD

¹ If the shareholder does not have a brokerage account, they can open an account at RWML - by appointment only. Contact invest@rfhl.com to arrange appointments.



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Certificates with Details (Name/Address) Changed

1. Shareholder presents:
 - a. Original ID
 - b. Original share certificates
 - c. Statutory Declaration to address certificate changes signed by Commissioner of Affidavits/JP
 - d. *(see appendix for list provided by the acquiring company)*
2. Shareholder provides AML/KYC if necessary
3. RWML prepares Stock Transfer form for lodgment
4. RWML prepares Share Swap form
5. Shareholder initials, signs and dates documentation for certificate lodgment and Share Swap
6. RWML signs and dates documentation for lodgment and Share Swap
7. RWML submits the required for lodgment to the TTCD

Lost Certificates

1. Shareholder presents:
 - a. Original ID
 - b. Indemnity Form completed and duly signed by Commissioner of Affidavits/JP
 - c. Statutory Declaration if there are differences between the details of the indemnity form and the brokerage account (name, address) signed by Commissioner of Affidavits/JP
2. Shareholder provides AML/KYC if necessary
3. RWML prepares Stock Transfer form for lodgment
4. RWML prepares Share Swap form
5. Shareholder initials, signs and dates documentation for certificate lodgment and Share Swap
6. RWML signs and dates documentation for lodgment and Share Swap
7. RWML submits the required for lodgment to the TTCD

Deceased Shareholders

Deceased is a joint shareholder:

1. Joint shareholder presents:
 - a. Original ID
 - b. Death certificate
 - c. Share Certificates



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2. Shareholder provides AML/KYC if necessary
3. RWML prepares Stock Transfer form for lodgment
4. RWML prepares Share Swap form
5. Shareholder initials, signs and dates documentation for certificate lodgment and Share Swap
6. RWML signs and dates documentation for lodgment and Share Swap
7. RWML submits the required for lodgment to the TTCD

Deceased with either a will or Letters of Administration with a named executor or Legal Person Representative:

1. Deceased's Representative presents:
 - a. Representative's Original ID
 - b. Original share certificates
 - c. Death certificate
 - d. Will/Probate/Letters of Administration
2. RWML updates LPR info on the deceased account in Depend.
3. LPR/Executor initials, signs and dates documentation for certificate lodgment and Share Swap
4. RWML signs and dates documentation for lodgment and Share Swap
5. RWML submits the required for lodgment to the TTCD

Please refer any other scenario involving a deceased shareholder to the Lead Broker (FCBAS).

Also to Note:

- In the event that pre-printed Share Swap forms are unavailable, forms can be printed (soft copy to be provided). Please print back and front on one sheet of 8½ x 14 (legal sized) paper and complete; then make 2 copies (back and front) of the completed form and ensure that each form has an original stamp.
- It is recommended that any changes in shareholder or Put Throughs (adding a holder or transferring ownership) be executed post Closure



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APPENDIX

Important Contacts

RWML

- Email: rwmlinfo@rfhl.com
- Phone: 625-3617 ext 69918, 69911, 69915
- Office: 8 Rapsey Street, Ellerslie Plaza, Maraval

TTCD

- Email: registrar@stockex.co.tt
- Phone: 625-5107 Ext 227, 255, 244
- Office Visit: 10th Floor Nicholas Tower, 63-65 Independence Square, Port of Spain, Trinidad.

Lead Broker: First Citizens Brokerage and Advisory Services

- Email: leadbrokerphl-agl@firstcitizenstt.com
- Phone: 622-3247 ext. 6046 Mobile: 488-5329
- Office: 17 Wainwright Street, St. Clair

Commissioner of Affidavits/Notary Public

The following can be accessed at **no cost** for this transaction:

Port of Spain

Pollonais, Blanc, de la Bastide & Jacelon
Pembroke Court 17-19 Pembroke Street
Port of Spain
612 7235 ext. 274

San Fernando

Radha Persad
11 Irving Street, San Fernando
657-2620

Ronald Deane

6 Lewis Street, San Fernando
+1 (868) 467-5557

Chaguanas

Karan Nanchoo
Light Pole 7A, Ramsaran St, Chaguanas
+1 (868) 761-6830

Tobago

Dunstan Morgan Denoon
Booklet Street Scarborough Tobago
+1 (868) 767-2132