



## Banks Holdings Limited

### NOTICE TO ALL SHAREHOLDERS OF BANKS HOLDINGS LIMITED (BHL)

Pursuant to its obligations under the provisions of the Take Over Bid Regulations, 2002, and as a listed company on the Barbados Stock Exchange Inc., the Directors of Banks Holdings Limited ('the Company'), represented by a select committee of the Board, wish to inform shareholders that the Company has received an offer and take-over bid circular dated September 28, 2015 from SLU Beverages Ltd. ('SLU') to shareholders, to acquire any and all of the remaining issued common shares, referred to by SLU as ordinary shares, in the Company at a cash price of \$4.00 Barbados currency per ordinary share ("Offer"). We are notified that SLU is a subsidiary of **Cerveceria Nacional Dominicana** a company registered and operating in the Dominican Republic which is in turn a majority owned and controlled subsidiary of **Ambev S.A.**

Ambev is a major international beer and beverage producer, headquartered in Brazil, with operations across the Latin America & Caribbean Region and is a member of the AB InBev family of companies.

In order to respond to the offer, the Board has engaged the services of an independent professional financial advisor to undertake a valuation of the Company's shares and to issue a Fairness Opinion. **Accordingly, please be advised that the Board shall issue its response to the Offer by way of a Directors' Circular to shareholders which shall be issued and mailed not later than October 19th, 2015 being seven (7) days before the Offer terminates.** The Offer terminates on October 26, 2015 at 3.00 p.m. (Barbados time) unless withdrawn or extended by SLU.

**In the meantime, shareholders are advised that it is in their interest to not make any decision on the sale of their shares until they have received the BHL Directors' Circular. If you have already tendered your shares, you have the right to withdraw your shares up to two business days prior to the termination of the Offer.**

**Dated October 1, 2015**

On behalf of the Board of Directors

A handwritten signature in black ink, appearing to be 'G. Anthony King'.

G. Anthony King  
Chairman

