

# NOTICE

## **Proposed Partial Offer by Republic Bank Trinidad and Tobago (Barbados) Limited (RBTTBL) for Cayman National Corporation Ltd. (Cayman National).**

Further to the notice issued by Republic Financial Holdings Limited (RFHL) dated 6th August, 2018 and published on 8th August, 2018, RFHL advises that RBTTBL (a wholly-owned subsidiary of RFHL) has made a proposal to the Board of Cayman National to acquire a minimum of 51% and up to 74.99% of the issued shares of Cayman National by way of a tender offer to Cayman National shareholders at US\$6.25 per Cayman National share.

The Offer still remains subject to several conditions, including the execution of a mutually satisfactory implementation agreement. RFHL confirms that no implementation agreement has yet been entered into by the parties for the purchase of Cayman National shareholding.

RFHL will inform shareholders when the implementation agreement has been entered into between RBTTBL and Cayman National for the purchase of the shareholding. In the interim shareholders are advised to **TAKE NO ACTION** in relation to this potential acquisition until there is a further announcement confirming the execution of an implementation agreement.

### **Forward-looking statements:**

This notice may contain forward-looking statements about RFHL's potential proposal to Cayman National. These forward-looking statements involve some risks and uncertainties. Factors may cause actual results to differ materially from those contemplated by this publication, including that there can be no certainty that the approach in respect of the proposed transaction described in this announcement will result in a formal offer, nor as to the terms on which any such offer may be made. Since these forward-looking statements are subject to assumptions and uncertainties, actual results will likely differ materially from those expressed or implied by these forward-looking statements, and the factors that will determine these results are beyond the RFHL's ability to control or predict. Shareholders are cautioned not to place undue reliance on these statements, which speak only as of the date of this document. All subsequent written and oral forward-looking statements concerning this transaction or other matters addressed in this document and attributable to RFHL or any person acting on its behalf, are expressly qualified in their entirety, by the cautionary statements contained or referred to in this document. Except to the extent required by applicable law or regulation, RFHL undertakes no obligation to update these forward-looking statements to reflect events or circumstances after the date of this document or to reflect the occurrence of unanticipated events.

### **About Cayman National:**

Established in 1974, Cayman National Corporation Ltd. is the largest financial services company based in the Cayman Islands, providing banking, trust and company management, fund administration, and wealth management services to clients locally and around the world, from the Cayman Islands, and the Isle of Man, with an office also in Dubai. Cayman National is publicly traded on the Cayman Islands Stock Exchange.

Cayman National comprises: Cayman National Bank Ltd., Cayman National Fund Services Ltd., Cayman National Securities Ltd., Cayman National Bank (Isle of Man) Limited and Cayman National Trust Company (Isle of Man) Limited, and Cayman National (Dubai) Ltd.

*Kimberly Erriah-Ali*  
*Corporate Secretary/Group General Counsel*

*September 12, 2018*



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**Republic Financial Holdings Limited**