PRESTIGE HOLDINGS LTD.
A Restaurant Management Company

AMENDED ERRATA DOCUMENT

- **Title of Original Document:** DIRECTORS' CIRCULAR re: Prestige Holdings Limited's ("PHL") Directors' Circular ("Circular") issued pursuant to Agostini Limited's ("AGL") Offer and Take-Over Bid to acquire 100% of the issued and outstanding share capital of PHL.
- **Date of Original Publication:** July 4, 2025
- **Date of Errata Issuance:** July 22, 2025

Purpose:

This Amended Errata Document replaces the previous version of the Errata Document dated July 17, 2025.

This Amended Errata Document corrects errors identified in the Directors' Circular issued on July 4, 2025. The corrections outlined below supersede the corresponding information in the original document.

Corrections:

Page	Section	Original Text	Corrected Text
4	Glossary	In this **Directors' Circular**, unless otherwise specified or the subject matter or context is inconsistent therewith, the following terms shall have the same meanings set out below, and grammatical variations thereof shall have the corresponding meanings. **Capitalised terms used in this Directors' Circular that are not otherwise defined have the respective meanings ascribed to them in the Offer and Take-Over Bid Circular of the Offeror dated 17th June 2025 and in the Offeror's Errata Notice of 4th July 2025**	In this Directors' Circular, unless otherwise specified or the subject matter or context is inconsistent therewith, the following terms shall have the same meanings set out below, and grammatical variations thereof shall have the corresponding meanings. Capitalised terms used in this Directors' Circular that are not otherwise defined have the respective meanings ascribed to them in the Offer and Take-Over Bid Circular of the Offeror dated 17th June 2025 and in the Offeror's Errata Notice of 3rd July 2025.
5	**Glossary**	"Offer" means the offer dated the 17th day of June 2025 made by the Offeror to acquire all issued and outstanding Sixty-Two Million Five Hundred Twelve Thousand and Two (62,513,002) common shares in Prestige Holdings Limited via a share swap of 4.8 company shares in exchange for 1.0 offeror share;	"Offer" means the offer dated the 17th day of June 2025 made by the Offeror to acquire all issued and outstanding Sixty-Two Million Five Hundred Thirteen Thousand and Two (62,513,002) common shares in Prestige Holdings Limited via a share swap of 4.8 company shares in exchange for 1.0 offeror share;

<table>
<tr><th>Page</th><th>Section</th><th>Original Text</th><th>Corrected Text</th></tr>
<tr><td>11</td><td>Item 4 -Ownership of Securities of Prestige Holdings Limited</td><td>Name: Christian Mouttet
Number of Shares held Directly: NIL
Position: Chairman
Number of Shares held Indirectly: 40,240,422
Total number of Shares held: 40,240,422
% Ownership: 64.37%</td><td>Name: Christian Mouttet
Number of Shares held Directly: NIL
Position: Chairman
Number of Shares held Indirectly: 42,685,422
Total number of Shares held: 42,685,422
% Ownership: 68.28%

Name: Victor E. Mouttet Limited
Number of Shares held Directly: 33,085,422
Position: N/A
Number of Shares held Indirectly: Nil
Total number of Shares held: 33,085,422
% Ownership: 52.9%

Name: GNM Properties Limited
Number of Shares held Directly: 7,200,000
Position: N/A
Number of Shares held Indirectly: Nil
Total number of Shares held: 7,200,000
% Ownership: 11.5%</td></tr>
<tr><td>14</td><td>Item 11 - Additional Information</td><td colspan="2">By error and inadvertence, sub items 1 to 3, the headings of the sections containing the errors from AGL's Errata Sheet were included at this item; however, the specific errors and their corresponding corrections were not provided.</td></tr>
<tr><td></td><td></td><td>1) Definition Section: Definition of Minimum Target Shareholding

By error and inadvertence, on Page 9 this section states as follows:

"Minimum Target Shareholding" means the acquisition by the Offeror of at least 90% of the Company Shares not held by, or on behalf of, the Offeror or any of its Affiliates or Associates. As of the Share Register dated June 6th, 2025, these shares total 19,770,580 Common Shares and the Minimum Target Shareholding threshold will amount to 17,793,522 Common Shares;"

2) Section 1 The OFFEROR re VEML Shareholding Statement

By error and inadvertence, on Page 12, paragraph 7 states as follows:
Victor E. Mouttet Limited (VEML) is a private limited liability company incorporated and domiciled in the Republic of Trinidad and Tobago. As at the respective 2024 financial year-ends of the Offeror and the Company, VEML has a significant shareholding of 33,525,538 shares or 48.5% in the Offeror and is also the majority shareholder of the Company with a shareholding of 33,085,422 shares or 52.9%. Including the shareholdings of GNM Properties Limited, JMM Properties Limited and Associates (which are connected parties to VEML), this increases the total interest of VEML in the Offeror and the Company to 39,925,538 shares (57.8%) and 42,742,422 shares (68.4%), respectively.</td><td>1) Definition Section: Definition of Minimum Target Shareholding

The paragraph is amended as follows:

"Minimum Target Shareholding" to be amended to mean the acquisition by the Offeror of at least 90% of the Company Shares not held by, or on behalf of, the Offeror or any of its Affiliates or Associates. As of the Share Register dated June 6th, 2025, these shares total 19,270,580 Common Shares and the Minimum Target Shareholding threshold will amount to 17,343,522 Common Shares;

Paragraph 7 is amended as follows:

Victor E. Mouttet Limited (VEML) is a private limited liability company incorporated and domiciled in the Republic of Trinidad and Tobago. As at the respective 2024 financial year-ends of the Offeror and the Company, VEML has a significant shareholding of 33,525,538 shares or 48.5% in the Offeror and is also the majority shareholder of the Company with a shareholding of 33,085,422 shares or 52.9%. Including the shareholdings of GNM Properties Limited, JMM Properties Limited, Pelican Investments Limited and Associates (which are connected parties to VEML), this increases the total interest of VEML in the Offeror and the Company to 40,520,535 shares (58.6%) and 43,242,422 shares (69.2%), respectively.</td></tr>
</table>

Page	Section	Original Text	Corrected Text
		3) Section 2 THE COMPANY re Prestige Holdings Limited Statement **By error and inadvertence, on Page 13 Paragraph 2 states as follows:** Prestige Holdings Limited is a public company listed on the TTSE, under the ticker symbol "PHL". All of the issued and outstanding shares are listed for trading on the TTSE. The Company is registered as a reporting issuer with the TTSEC and has 62,513,002 issued and fully paid Company Shares, of which 33,085,422 Company Shares or 52.9% is directly owned by VEML. When the shareholdings of GNM Properties Limited and JMM Properties Limited (connected parties to VEML) are included, VEML's total interest increases to 42,685,422 shares or 68.3% in the Company.	**Paragraph 2 of this section is amended as follows:** Prestige Holdings Limited is a public company listed on the TTSE, under the ticker symbol "PHL". All of the issued and outstanding shares are listed for trading on the TTSE. The Company is registered as a reporting issuer with the TTSEC and has 62,513,002 issued and fully paid Company Shares, of which 33,085,422 Company Shares or 52.9% is directly owned by VEML. When the shareholdings of GNM Properties Limited, JMM Properties Limited, Pelican Investments Limited and Associates (connected parties to VEML), are included, VEML's total interest increases to 43,242,422 shares (69.2%) in the Company.
18	Item 15 – Recommending Acceptance or Rejection of the Bid	Quoted Price on 17th June 2025: $11.18 (prior to the Take-over Bid offer)	Quoted Price on 16th June 2025: $10.95 (prior to the Take-over Bid offer)
18	Item 15 – Recommending Acceptance or Rejection of the Bid	Last Traded Price (4th July 2025): $12.96	Closing Price (4th July 2025): $12.96
20	Item 15 – Recommending Acceptance or Rejection of the Bid	The Board is recommending a special dividend of $0.50 to be paid to all shareholders whose names appear on the Register of Members at the close of business on 18th July 2025, subject to the successful completion of the Offer, to be paid on the 3rd September, 2025.	The Board is recommending a special dividend of $0.50 to be paid to all shareholders whose names appear on the Register of Members at the close of business on 18th July 2025, subject to the successful completion of the Offer, to be paid on the 15th August, 2025.
16	Item 12 – Material Changes in the Affairs of the Offeree Issuer:	On 4th July 2025 the Board declared and approved a special dividend of $0.50 per common share to shareholders on record as of July 18, 2025, subject to Agostini Limited's successful takeover offer, payable on 3rd September, 2025.	On 4th July 2025 the Board declared and approved a special dividend of $0.50 per common share to shareholders on record as of July 18, 2025, subject to Agostini Limited's successful takeover offer, payable on 15th August, 2025.
16	Item 13 – Valuation / Fairness Opinion:	AGL formally engaged Deloitte & Touche ("Deloitte") to provide an estimate of the fair market value of all issued and outstanding shares of Agostini Limited and Prestige Holdings Limited as of 31st December 2024. This valuation was disclosed in the Offer and Take-Over Bid Circular and is available on AGL's website. No other valuations were undertaken within the 24 months before the date of the Bid (17th June 2025).	AGL formally engaged Deloitte & Touche ("Deloitte") to provide an estimate of the fair market value of all issued and outstanding shares of Agostini Limited and Prestige Holdings Limited as of 31st December 2024. This valuation was disclosed in the Offer and Take-Over Bid Circular and is available on AGL's website. Page 168 of AGL's Take-over bid circular refers to a valuation dated June 2024, however this report was not made available, and the most recent valuation was used in evaluating the fairness of the offer. PHL's Board of Directors is not aware on any other valuations that may have been undertaken within the 24 months before the date of the Bid (17th June 2025).

Notes:

- These corrections are intended to ensure accuracy and transparency in our financial disclosures.

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