

# Management Proxy Circular

## REPUBLIC OF TRINIDAD AND TOBAGO

### THE COMPANIES ACT, CHAP. 81:01 [SECTION 144]

1. Name of Company: ANSA McAL Limited Company No.: A-1444(C)

2. Particulars of Meeting:

Eighty-sixth Annual Meeting of ANSA McAL Limited (the "Company") to be held at the ANSA McAL Boardroom, 10th Floor, TATIL Building, 11 Maraval Road, Port of Spain on Thursday 28th May, 2015 at 4:00 p.m.

3. Solicitation:

It is intended to vote the Proxy solicited hereby (unless the Shareholder directs otherwise) in favour of all resolutions specified in the Form of Proxy sent to the Shareholders with this Management Proxy Circular and, in the absence of a specific direction, in the discretion of the Proxy holder in respect of any other resolution.

4. Any Director's statement submitted pursuant to Section 76(2) of the Companies Act, Chap. 81:01:

No statement has been received from any Director of the Company pursuant to Section 76(2) of the Companies Act.

5. Any Auditor's statement submitted pursuant to Section 171(1) of the Companies Act, Chap. 81:01:

No statement has been received from the Auditors of the Company pursuant to Section 171(1) of the Companies Act.

6. Any shareholder's proposal and/or statement submitted pursuant to Sections 116(a) and 117(2) of the Companies Act, Chap. 81:01:

No proposal has been received from any Shareholder pursuant to Sections 116(a) and 117(2) of the Companies Act.

#### DATE

17th April, 2015

#### NAME AND TITLE

Frances Bain-Cumberbatch  
Corporate Secretary

#### SIGNATURE

