

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-seventh 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 2nd June, 2016 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.

15th April, 2016

DATE

Frances Bain-Cumberbatch Corporate Secretary

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NAME AND TITLE