

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the Eighty-Ninth Annual Meeting of **ANSA McAL Limited** (the "Company") will be held at the Radisson Hotel Trinidad, Wrightson Road, Port of Spain on Thursday May 24, 2018 at 4:00 p.m. for the following purposes:

ORDINARY BUSINESS

1. To receive and consider the audited Financial Statements for the year ended December 31, 2017 and the report of the Directors and Auditors thereon.
2. To re-elect Directors.
3. To elect Directors.
4. To re-appoint Auditors and to authorise the Directors to fix their remuneration in respect of the period ending at the conclusion of the next Annual Meeting.

The text of the proposed resolution in relation to Items 2 and 3 above are contained in the Schedule annexed hereto.

BY ORDER OF THE BOARD

Frances Bain-Cumberbatch

Frances Bain-Cumberbatch
Corporate Secretary

11th Floor, TATIL Building,
11 Maraval Road,
Port of Spain,
Trinidad, W.I.
April 18, 2018

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NOTES:

1. A member entitled to attend and vote may appoint one or more proxies to attend and vote instead of him. A proxy need not also be a member.
2. No service contracts were entered into between the Company and any of its Directors.
3. A shareholder which is a body corporate may, in lieu of appointing a proxy, authorise an individual by resolution of its directors or its governing body to represent it at the Annual Meeting.
4. The Directors of the Company have not fixed a record date for the determination of shareholders who are entitled to receive notice of the Annual Meeting. In accordance with Section 111(a)(i) of the Companies Act, Chap. 81:01, the statutory record date applies. Only shareholders of record at the close of business on Tuesday April 17, 2018, the date immediately preceding the date on which the Notice is given, are therefore entitled to receive Notice of the Annual Meeting.

SCHEDULE

Text of Proposed Resolution regarding the re-election and election of Directors to be considered at the Annual Meeting of Shareholders of the Company to be held on Thursday May 24, 2018.

Ordinary Resolution

Be it Resolved:-

1. "That in accordance with By-Law No. 1, Paragraph 4.04, Mr. Andrew N. Sabga (Group Chief Executive Officer), Ms. Teresa White, Mr. Nicholas V. Mouttet, Mr. Anthony E. Phillip and Mr. Mark J. Morgan each be and each of them is hereby re-elected a Director of the Company to hold office for a term of two years expiring on the close of the second Annual Meeting of the Shareholders of the Company following this election."
2. "That in accordance with By-Law No. 1, Paragraph 4.04, Mr. Anthony N. Sabga III be and is hereby elected a Director of the Company to hold office for a term of two years expiring on the close of the second Annual Meeting of the Shareholders of the Company following this election."