



# NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN of a Special Meeting of the Shareholders of ANGOSTURA HOLDINGS LIMITED (the "Company"), pursuant to Paragraph 13.2 of By-Law No. 1 of the Company, which will be held at the House of Angostura, Corner Eastern Main Road and Trinity Avenue, Laventille, Trinidad and Tobago, on the 22nd day of October 2019, at 11:00 a.m. to transact the following business:

## SPECIAL BUSINESS:

To consider, and if thought fit, to pass the following Ordinary Resolution to fix the remuneration to be paid to Non-Executive Directors of the Company:

**"BE IT RESOLVED THAT** pursuant to Paragraph 7.1 of By-Law No. 1 of the Company, in respect of Board meetings, the remuneration of the Directors of the Company who are non-executive (being Directors who are neither employees of the Company nor any of its affiliates) shall be fixed as follows, with effect from November 01, 2019:

- a) The monthly remuneration of the Chairman – TT\$13,000.00;
- b) The monthly remuneration of each Director – TT\$8,000.00."

## BY ORDER OF THE BOARD

Kathryna Baptiste Assee  
Corporate Secretary  
Angostura Holdings Limited  
Corner Eastern Main Road and Trinity Avenue  
Laventille  
Trinidad

September 26, 2019

## NOTES:

### 1. Information Circular

Specific details on the resolution to be put before Shareholders at the Special Meeting are contained in the Information Circular accompanying this Notice.

### 2. Circulation of Documents

The Notice of Special Meeting, Information Circular, Management Proxy Circular and Proxy Form are being mailed out to Shareholders and will also be accessible on and downloadable from the Company's website.

### 3. Proxies

- a. A shareholder entitled to attend and vote at the Special Meeting may appoint a proxy holder or one or more alternative proxy holders to attend and act at the meeting in the manner and to the extent authorised by the proxy and with the authority conferred by the proxy. Where the shareholder is a body corporate, the Company shall recognise any individual authorised by resolution of the directors of the body corporate to represent it at the Special Meeting. The proxy form of a corporation should be executed under its common seal or under the hand of an officer or attorney duly authorised.
- b. A proxy holder need not be a shareholder.
- c. To be valid, the proxy form appointing a proxy holder must be received by the Secretary of the Company at the Company's Registered Office at Corner Eastern Main Road and Trinity Avenue, Laventille, Trinidad at least forty-eight (48) hours (excluding non-business days) before the time appointed for the Special Meeting.
- d. Shareholders who return completed proxy forms are not precluded, if subsequently they so wish, from attending the Meeting instead of their proxies and voting in person.

### 4. Statutory Date

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. Therefore, in accordance with Section 111(a)(i) of the Companies Act, Ch. 81:01 the statutory date applies, and only shareholders on record at the close of business on Wednesday September 25, 2019, the date immediately preceding the date on which the Notice is given, are entitled to receive Notice of the Annual Meeting.