



Management Proxy Circular

Republic of Trinidad and Tobago
The Companies Act, Chap. 81:01
(Section 144)

1. **Name of Company:** ANGOSTURA HOLDINGS LIMITED, Company No. A-719(C).
2. **Particulars of Meeting:** The Thirty-Eighth Annual Meeting of the Shareholders for the year ended December 31, 2019 to be held on the 5th day of August 2020 at 2:00 p.m. at Queens Hall, 1-3 St Ann's Road, Port of Spain, Trinidad and Tobago.
3. **Solicitation:** It is intended to vote the Proxy hereby solicited by Management of the Company (unless the Shareholder directs otherwise) in favour of all resolutions specified in the Proxy Form accompanying this Management Proxy Circular.
4. **Any Director's statement submitted pursuant to Section 76(2):** No statement has been received from any Director pursuant to Section 76(2) of the Companies Act, Chap. 81:01.
5. **Any Auditor's statement submitted pursuant to Section 171(1):** No statement has been received from the Auditors of the Company pursuant to Section 171(1) of the Companies Act, Chap. 81:01.
6. **Any Shareholder's proposal submitted pursuant to Sections 116(a) and 117(2):** No statement has been received from any Shareholder pursuant to Sections 116(a) and 117(2) of the Companies Act, Chap. 81:01.

Date	Name and Title	Signature
July 16, 2020	Kathryna Baptiste Assee Group General Counsel Corporate Secretary	



Proxy Form

BLOCK CAPITALS PLEASE

I/We the undersigned, being a shareholder(s) of Angostura Holdings Limited, hereby appoint.....of.....or failing him/her, the Chairman of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the Annual Meeting of the Company, to be held on the 5th day of August, 2020 at 2:00 p.m. and any adjournment thereof.

Ordinary Business

<u>Agenda Item</u>	<u>Resolution</u>	<u>For</u>	<u>Against</u>
	BE IT RESOLVED THAT:		
Resolution 1	The Report of the Directors and the Audited Financial Statements of the Company for the financial year ended December 31, 2019 together with the report of the Auditors thereon be adopted.	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Ms. Alana Beaubrun, who was appointed to the Board of Directors since the last Annual Meeting, be elected as a Director of the Company for a term until the close of the third Annual Meeting of the Company following her election or until she ceases to be a Director in accordance with paragraph 4.6.2 of By-Law No.1 of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	A final dividend of \$0.17 per share for the financial year ended December 31, 2019 be and is hereby approved.	<input type="checkbox"/>	<input type="checkbox"/>

Special Business

Resolution 4	BE IT RESOLVED THAT PwC be and is hereby appointed as Auditor of Angostura Holdings Limited and its subsidiaries to hold office until the close of the next Annual Meeting and that the Directors be authorised to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
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Signature:

Name:

Date:

Address:

Notes:

1. A shareholder may appoint a proxy of his/her own choice. If such an appointment is made, delete the words “the Chairman of the Meeting” from the Proxy Form and insert the name and address of the person appointed proxy in the space provided and initial the alteration. Any other alterations made to the proxy form should be initialled.
2. In the case of a shareholder who is a Corporation, the proxy form should be executed under its common seal or under the hand of an officer or attorney duly authorised.
3. A shareholder who is a body corporate may, in lieu of appointing a proxy, authorise an individual by resolution of its directors or governing body to represent it at the Annual Meeting.
4. In the case of joint holders, the signature of any one of them will suffice but all names of all holders must be stated.
5. To be valid, proxies must be deposited with the Corporate Secretary at the registered office of the Company at least forty-eight (48) hours (excluding non-business days) before the time appointed for the Annual Meeting.
6. If the proxy form is returned without any indication as to how the person appointed proxy shall vote, such proxy may exercise discretion as to how to vote or whether to abstain from voting on any resolution.