



THE REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CHAPTER 81:01
(SECTION 144)

Management Proxy Circular

1. **Name of Company:** National Enterprises Limited **Company No.:** N-735 (95)

2. **Particulars of Meeting:**
Annual Meeting to be held at Radisson Hotel, Wrightson Road, Port of Spain on **August 24 2017 at 10:00am.**

3. **Solicitation:**
The management of the Company is required by the Companies Act, Chapter 81:01 of the laws of Trinidad and Tobago (“the Act”) to send forms of proxy together with the notice convening the meeting. By complying with the Act, management is deemed to be soliciting proxies within the meaning of the Act. This *Management Proxy Circular* accompanies the Notice of the Annual Meeting and is furnished in connection with the solicitation by the management of the Company of proxies for use at the meeting or any adjournment thereof.

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, Chapter 81:01.

5. **Any auditor’s statement submitted pursuant to section 171 (1):**
Not Applicable.

6. **Any shareholder’s proposal and/or statement submitted pursuant to sections 166(a) and 117(2):**
No proposals have been submitted.

DATE	NAME AND TITLE	SIGNATURE
July 28 2017	Aegis Business Solutions Limited Corporate Secretary	 AEGIS BUSINESS SOLUTIONS LIMITED Secretary



INSTRUCTIONS

Item 1: Set out the full legal name of the company and, except where a number has not been assigned, state the company number.

Item 2: State full particulars of the meeting including the date, place and time.

Item 3: Set out the solicitation being made by management of the company.

Item 4: Any Director's statement submitted pursuant to section 76(2) shall, unless it is included in or attached to a *Management Proxy Circular*, be sent to every shareholder entitled to receive notice of the meeting and to the registrar; section 76(3)

Item 5: Any Auditor's statement submitted pursuant to section 171(1) shall, unless it is included in or attached to a *Management Proxy Circular*, be sent to every Shareholder entitled to receive notice of the meeting and to the Registrar; section 171(2)

Item 6: Any proposal submitted by a Shareholder pursuant to section 116(a) and any statement pursuant to section 117(2) must be set out in the *Management Proxy Circular* or attached thereto.

Signature: A Director or authorised officer of the company shall sign the circular.