



Trinidad and Tobago NGL Limited

NOTICE TO SHAREHOLDERS

Notice is hereby given that the **5th Annual Meeting** of the Shareholders of Trinidad and Tobago NGL Limited (the "Company") will be held on **Thursday 30 July 2020**, commencing at 10:00 am in the Boardroom, The National Gas Company of Trinidad and Tobago Limited, Orinoco Drive, Point Lisas Industrial Estate, Couva, Trinidad in a completely virtual format whereby shareholders may attend and participate in the meeting via live webcast by accessing a link and following the registration steps. Please see Note 6 below for registration details to attend Annual Meeting. The meeting will be held for the following purposes:

SPECIAL BUSINESS

- 1 To amend and restate the existing By-Law No 1 of the Company. Shareholders are requested to carefully review Note 5 for important information.

ORDINARY BUSINESS

- 1 To receive the Annual Report and Audited Financial Statements of the Company for the year ended 31 December 2019.
- 2 To re-elect Directors.
- 3 To re-appoint Deloitte and Touche as Auditors of the Company from the conclusion of the meeting until the conclusion of the next annual meeting before which accounts are laid, and to authorise the Directors to fix the Auditors' remuneration.
- 4 To transact any other business which may be properly brought before the meeting.

By order of the Board

Aegis Business Solutions Limited
Company Secretary

3 July 2020

NOTES:

1. Only shareholders on record at the close of business on 15 July 2020, the date fixed by the Directors as the record date, are entitled to receive notice of the Annual Meeting.
2. A shareholder entitled to attend and vote at the meeting may appoint one or more proxies to attend and, in the case of a poll, vote instead for him. A proxy need not be a shareholder of the Company.
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 Meeting.
4. In light of the COVID-19 pandemic, the Company is holding the Meeting as a completely virtual meeting, which will be conducted via live webcast, where all registered shareholders, regardless of geographic location and equity ownership levels, will have an equal opportunity to participate at the Meeting and engage with the Directors of the Company and Management. Shareholders will not be able to physically attend the Meeting.
5. The Board of Directors has considered all the options available to the

Company to host the Meeting on or before the statutory date of the 30 July 2020, and the Board of Directors is of the view that the Meeting should be held as a completely virtual meeting to ensure that the Company continues to take all prudent precautions to ensure the health and well-being of the Shareholders and other Stakeholders and also ensure compliance with the directives from the public health and Government officials in connection with the fight against the COVID-19 pandemic. However, in order for the Company to hold the Meeting as a completely virtual meeting, the By-Law No. 1 of the Company is required to be amended to allow for same. The Board of Directors has reviewed the proposed amendments to the By-Law No. 1 of the Company and approved these amendments on the 23 June 2020, subject to the approval by the Shareholders in accordance with the Articles of Incorporation of the Company.

A marked-up version of the proposed amendments to By-Law No 1 is hosted on the Company's website, **www.ngl.co.tt** for viewing. It is imperative that

the Shareholders approve the proposed amendments to the By-Law No. 1 of the Company, as the Meeting will not be allowed to continue without such approval.

6. Shareholders are required to pre-register during the period 16 July 2020 to 22 July 2020 to attend the meeting via the following steps:

- Visit **www.ngl.co.tt** and click on the banner "**TTNGL 2020 Annual Meeting**"
- Select "**Register to Attend Meeting**" and complete the form provided by inserting your full name, address, date of birth, valid identification number (ID card, Passport or Driver's Permit) and valid email address.
- Your information will be validated through the Trinidad and Tobago Central Depository and once you are confirmed as a shareholder on record as at 15 July 2020, you will receive an email with your unique username and password login credentials to attend the meeting on 30 July 2020.