


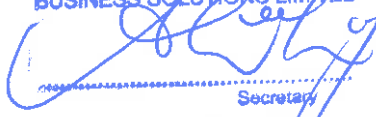


Trinidad and Tobago NGL Limited



MANAGEMENT PROXY CIRCULAR

(Pursuant to Section 144 of the Companies Act, Chapter 81:01)

1	Name of Reporting Issuer	Trinidad and Tobago NGL Limited
2	Particulars of Meeting	Annual Meeting of the Company to be held at the Trinidad Hilton, Lady Young Road, Port of Spain, Trinidad on Tuesday, 25 th April, 2017 at 10:00 a.m.
3	Solicitation	The Management of the Company is required by the Companies Act, 1995 of the laws of Trinidad and Tobago ("the Act") to send, together with the Notice convening the Meeting, Forms of Proxy. 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 submitted in connection with the solicitation, by the Management of the Company, of proxies for use at the meeting or any adjournment thereof.
4	Director's statement, if any	No statement has been received from any Director pursuant to Section 76(2) of the Companies Act, Chapter 81:01.
5	Auditor's statement submitted pursuant to Section 171(1), if any	Not applicable
6	Shareholder's proposal and or statement submitted pursuant to sections 116(a) and 117(2), if any	No proposals have been submitted
7	Date, Certification and Signature	Aegis Business Solutions Limited Company Secretary April 4, 2017   Secretary



Trinidad and Tobago NGL Limited



FORM OF PROXY

Trinidad and Tobago NGL Limited

Company No: 2013091805765

Second Annual Meeting of the Company to be held at the Hilton Trinidad and Conference Centre, Lady Young Road, Port of Spain, Trinidad on Tuesday, 25th April, 2017 at 10:00 a.m.

Please complete the form of proxy in block letters

I / We, _____

of _____

being a shareholder/s of Trinidad and Tobago NGL Limited,

hereby appoint _____

of _____

or failing him / her _____

of _____

as my/our proxy to vote for me/us and on my/our behalf at the above meeting and any adjournment thereof in the same manner, to the same extent and with the same powers as if I/we were present at the said meeting or such adjournment or adjournments thereof.

_____	_____	_____
Print Name	Signature	Date
_____	_____	_____
Print Name	Signature	Date

Please indicate, with an "X" in the spaces below, how you wish your proxy to vote on the Resolutions listed below. If no such indication is given, the proxy will exercise his/her discretion as to how he/she votes or whether he/she abstains.

	Be it Resolved :	For	Against
Resolution 1	That the Audited Financial Statements of the Company for the year ended December 31, 2016 and the reports of the Directors and Auditors be received and adopted.		

Resolution 2	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of 1 year with effect from the conclusion of the Annual Meeting: MR GERRY C. BROOKS		
Resolution 3	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of 1 year with effect from the conclusion of the Annual Meeting: PROFESSOR ANDREW JUPITER		
Resolution 4	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of 1 year with effect from the conclusion of the Annual Meeting: MR KENNETH ALLUM		
Resolution 5	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of 1 year with effect from the conclusion of the Annual Meeting: MR VIVEK CHARRAN		
Resolution 6	That the following person be appointed a Director to the Board of Trinidad and Tobago NGL Limited for a period of 1 year with effect from the conclusion of the Annual Meeting: MR ASHMEER MOHAMED		
Resolution 7	That Deloitte and Touche be re-appointed 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 that the Directors are authorized to fix the Auditors' remuneration		
Resolution 8	That, the Directors having amended the Company's By-Law No 1, as follows: 1. To allow for the payment of dividends in either TT dollars or US dollars, at the discretion of the Directors, and 2. To align the By-Laws with the Articles of Incorporation, such amendments having been up-loaded to the Company's website, be confirmed.		

Signature(s) _____ Witness(es) _____

Date _____

Notes:

1. In the case of a joint holding, the signature of any holder is sufficient, but the names of all joint holders should be stated.
2. If the appointer is a Corporation, this form must be under its Common Seal or under the hand of an officer or attorney duly authorized by the Corporation.
3. To be valid, this form must be completed and deposited at the Registrar at the address below not less than 48 hours before the time fixed for the holding of the meeting or adjourned meeting.

The Registrar
The Trinidad and Tobago Central Depository Limited
10th Floor, Nicholas Towers
63-65 Independence Square, Port of Spain, Trinidad