

Form of Proxy

REPUBLIC OF TRINIDAD AND TOBAGO

THE COMPANIES ACT, CH. 81:01

[SECTION 143 (1)]

The Corporate Secretary

Massy Holdings Ltd.

63 Park Street

Port of Spain

Trinidad

WEST INDIES

Name of Company MASSY HOLDINGS LTD.

Company No. M 4805 (C)

Particulars of Meeting: Ninety-Seventh Annual Meeting of Shareholders of the above-named Company to be held at the **Scarlet Ibis Room, Hilton Trinidad and Conference Centre**, 1B Lady Young Road, Port-of-Spain, Trinidad at 10:00 a.m. on January 22, 2021 in a hybrid format whereby Shareholders may attend and participate in the Meeting via a live webcast.

I/We (Block Capitals, please) _____

of _____

Shareholder(s) of the above-named Company hereby appoint the Chairman of the Meeting, or failing him, _____

of _____

to be my/our Proxy to attend and act on my/our behalf at the above Meeting, and at any adjournment or adjournments thereof, to the same extent and with the same power as if I/we were personally present at the said Meeting or such adjournment or adjournments thereof and, without limiting the generality of the authorisation and power hereby conferred, to vote for me/us on my/our behalf as indicated below on the Resolutions to be proposed at the above Meeting and at any adjournment or adjournments thereof.

Signed this _____ day of _____ 2021

Signature of Shareholder(s) _____

Please indicate with an "X" in the spaces below how you wish your Proxy to vote on the Resolutions referred to. If no such indication is given the Proxy will exercise his discretion as to how he votes or whether he abstains from voting.

ORDINARY BUSINESS		FOR	AGAINST
RESOLUTION 1	<p>BE IT RESOLVED</p> <p>THAT the amendments to By-Law No. 1 of the Company effected by resolution of the Board of Directors on December 17, 2020 and contained in "Appendix 1" to the Notice of Meeting, to allow for the electronic attendance and participation by Shareholders, at the Annual Meeting of Shareholders be and is hereby confirmed.</p>		
RESOLUTION 2	<p>BE IT RESOLVED</p> <p>THAT the Report of the Directors and the Audited Financial Statements of the Company for the financial year ended September 30, 2020, together with the Report of the Auditors thereon be hereby received and considered.</p>		
RESOLUTION 3	<p>BE IT RESOLVED</p> <p>THAT the Directors to be elected and re-elected be elected and re-elected en bloc; THAT, in accordance with the requirements of paragraphs 4.4.1, 4.4.2 and 4.6.1 of By-Law No.1 of the Company, Ms. Luisa Lafaurie Rivera be and is hereby elected a Director of the Company to hold office until the close of the third Annual Meeting of the Shareholders of the Company following this election; and</p> <p>THAT, in accordance with the requirements of paragraphs 4.4.1 and 4.6.1 of By-Law No. 1 of the Company, Messrs David Affonso, Ian Chinapoo, Patrick Hylton and Robert Riley, be and are hereby re-elected Directors of the Company to hold office until the close of the third Annual Meeting of the Shareholders of the Company following this election.</p>		
RESOLUTION 4	<p>BE IT RESOLVED</p> <p>THAT PricewaterhouseCoopers be re-appointed as Auditors of the Company and that the Directors be authorised to fix their remuneration and expenses for the ensuing year.</p>		

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" and insert the name of the person appointed Proxy in the space provided.
- 2 If the Shareholder is a corporation, this form must be under its Common Seal or under the hand of some officer or attorney duly authorised in that behalf.
- 3 In the case of joint holders, the signature of any one holder will be sufficient, but the names of all the joint holders should be stated.
- 4 If this form is returned without any indication as to how the person appointed Proxy shall vote, he will exercise his discretion as to how he votes or whether he abstains from voting.
- 5 To be valid, this Form of Proxy must be completed and signed and deposited at the Registered Office of the Company at the address above, or emailed to corporate.secretary@massygroup.com, not less than 48 hours before the time fixed for holding the Meeting.

Mail to:

The Corporate Secretary
 Massy Holdings Ltd.
 63 Park Street
 Port of Spain
 Trinidad, West Indies

Signature(s): _____

Date: _____