Notice of Meeting

TRINIDAD CEMENT LIMITED

Notice is hereby given that the **ANNUAL MEETING** of **TRINIDAD CEMENT LIMITED ('TCL" or "the Company")** for the year ended December 31, 2020 will be held in a hybrid format, via live webcast from the Boardroom, Trinidad Cement Limited, Southern Main Road, Claxton Bay, Trinidad on **Thursday, September 23, 2021** at 10:00 a.m. Shareholders may attend remotely and participate in the meeting, by following the registration process as set out in this Notice. This meeting is called for transaction of the following business:

SPECIAL BUSINESS

TCL sets forth its proposal to enter into a Master Services and Intellectual Property Agreement; and two (2) sub-agreements ("the Proposed Agreements") with CEMEX S.A.B. de C.V. and its affiliated companies (collectively referred to as "CEMEX"), to establish the general framework for the corporate services provided by CEMEX to TCL as well as the payment of royalties for the use of trademarks, names, and intellectual property owned by CEMEX and licensed to TCL, for a fee to be determined according to the principle of arm's length pricing and will not, on an aggregate basis, exceed 4% of TCL's consolidated net sales.

The outline of the Proposed Agreements is available for review on the Company's website and a printed copy will be mailed to the Shareholders of the Company.

The shareholders shall consider and if thought fit, pass the following ordinary resolution:

"**BE IT RESOLVED THAT:**

1. The Company be and is hereby authorized to enter into the following agreements in accordance with the outline presented, effective January 1, 2022:
    i. a Master Services and Intellectual Property Agreement with CEMEX S.A.B de C.V. with the general intent and purpose of establishing a framework for the corporate services and royalties provided by CEMEX to TCL;
    ii. an Intellectual Property Agreement with CEMEX Innovation Holdings A.G. for the right to use different trademarks, names, and intellectual property owned by CEMEX and licensed to TCL; and
    iii. a Services Agreement with CEMEX España Gestion y Servicios for the provision of corporate services.
2. The Chairman and one (1) Independent Director be and are hereby authorized to sign each agreement as stated above, and any subsequent extensions thereto, on behalf of the Company."

ORDINARY BUSINESS

1. To receive and consider the Report of the Directors and the Audited Financial Statements for the financial year ended December 31, 2020 with the Report of the Auditors thereon;
2. To elect Directors;
3. To appoint Auditors and authorise the Directors to fix their remuneration for the year ending December 31, 2021;
4. To authorise the Board of Directors to fix the remuneration of the Directors; and
5. To transact any other business that may be properly brought before the meeting.

I. Record Date

The Directors have fixed Wednesday, August 4, 2021 as the record date for shareholders entitled to receive notice of the Annual Meeting. Formal Notice of the Meeting along with a Proxy Form; Management Proxy Circular (including details of the registration process); and supplemental information including the outline of the matter to be considered under special business, shall be sent to shareholders listed on the Register of Members as at the close of business on that date, by post. A list of such shareholders will be available for examination by shareholders at the registered office of the Trinidad & Tobago Central Depository, 10th Floor, Nicholas Tower, 63-65 Independence Square, Port of Spain, during usual business hours and at the Annual Meeting.

II. Proxies

Members of the Company entitled to attend and vote at the Meeting are allowed to appoint one or more proxies to attend remotely and vote instead of them. A proxy need not also be a member. Where a proxy is appointed by a corporate member, the form of proxy should be executed under seal or signed by some officer or attorney duly authorized.

To be valid, the proxy form must be completed and deposited at the registered office of the Trinidad & Tobago Central Depository, 10th Floor, Nicholas Tower, 63-65 Independence Square, Port of Spain, or completed and submitted via electronic mail to **registrar@stockex.co.tt** not less than 48 hours (excluding non-business days) before the time fixed for holding the Meeting.

III. Annual Report

The electronic version of the Annual Report for the year ended December 31, 20202 can be accessed via **www.tclgroup.com**

Shareholders may also request a printed copy of the Annual Report by contacting the office of the Company Secretary as follows:

Telephone: 1-(868) 225-8254 ext. 4631
Email: ARinfo@tclgroup.com

IV. Notes

i. The safety and well-being of all stakeholders are of great importance to the Company. TCL also has a duty to adhere to the public safety regulations in respect of public gatherings during the COVID-19 pandemic. Accordingly, shareholders are invited to attend remotely.

ii. Shareholders are required to pre-register during the period **August 6** to **September 23, 2021** to attend the meeting virtually, via the following steps:
   - Visit **www.tclgroup.com** and click on the banner "**Annual Meeting**"
   - Select "**Register to Attend Meeting**" and fill in the requested information in the spaces provided (full name; address; date of birth; valid identification number [National ID Card, Passport or Driver's Permit]; and a valid email address). Shareholder registration closes at 8:00am on September 23, 2021.
   - Shareholders who wish to appoint a proxy (other than the Chairman), to attend the meeting virtually, shall be required to submit a valid Proxy Form; and select "**Register Proxy to Attend Meeting**" and fill in the requested information, as stated above, in respect of the shareholder as well as, the name; address; and a valid email address for the person(s) being appointed proxy. **Proxy registration closes at 10:00am on September 21, 2021.**

   The information submitted upon registration will be validated through the Trinidad and Tobago Central Depository. Subsequent to verification that the shareholder is on record as at August 4, 2021 an email shall be sent with unique login credentials, to attend the meeting via Zoom.

iii. Additional guidelines on virtual attendance and participation shall be available on the Company's website.

iv. Pursuant to Paragraph 13.2.2. of By-Law No. 1 of the Company, the threshold for shareholder consent as set out, shall be calculated based on the aggregate shareholding of the members who pre-register to attend the meeting virtually.

BY ORDER OF THE BOARD

MICHELLE DAVIDSON
COMPANY SECRETARY
August 5, 2021