

Notice AGM 2010

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Wilson Sons Limited, incorporated in Bermuda (the "Company"), issuer of Shares listed on the Luxembourg Stock Exchange (ISIN Code: BMG968101094) will be held on Monday, April 26, 2010 at 10.00 hrs at Washington Mayfair Hotel, 5 Curzon Street, London W15 5HE.

AGENDA

The General Meeting shall discuss and decide on the following business and proposals of the Board of Directors:

1. Receipt of the financial statements for the year ended December 31, 2009 and the report of the auditors thereon.
2. Pursuant to Company Bye-law 15.3(a), no sums should be credited to the Legal Reserve.
3. Pursuant to Company Bye-law 15.3(b), no sums should be set aside to the Contingency Reserve.
4. Reduction of the Company's share premium account by USD 50,000,000 from USD 119,619,348.42 to USD 69,619,348.42 on 5 May 2010 (or such other date not being prior to 26 April 2010 or after 26 May 2010, as determined by the Board) in accordance with Sections 40(1) and 46 of the Companies Act 1981 of Bermuda (see Annex) and thereafter the transfer of such amount of USD 50,000,000 to the credit of the contributed surplus account of the Company.
5. Pursuant to Company Bye-law 15 and after the transfer referred to in Item 4 above, USD 22,552,648.00 be made available to be distributed to members at the discretion of the Board.
6. Appointment of Deloitte Touche and Tohmatsu as auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at which the Company's financial statements are presented.
7. Delegation of authority to the Company's Board of Directors to establish the auditors' remuneration.
8. The appointment of Mr. F. Gros to serve as Chairman and Dr. J. F. G. Vieira to serve as Deputy Chairman until the conclusion of the 2011 Annual General Meeting.

The Directors elected at the 2009 Annual General Meeting hold office until the expiry of the 2011 Annual General Meeting and therefore no election of Directors will take place at the 2010 Annual General Meeting.

The Annual General Meeting will be held in English.

The financial statements for the year 2009 and the report of the auditors thereon are available on the Company's website www.wilsonsons.com.br/ir.

The duly registered beneficial owners of the Company's shares listed on the Luxembourg Stock Exchange shall be entitled to instruct Bank of New York (Luxembourg) S.A. at One Canada Square, 48th Floor, London E15 5AK to vote in respect of their interest, which instructions must be received by Bank of New York (Luxembourg) S.A. no later than 19 April 2010.

Hamilton, March 24, 2009

By order of the Board of Directors of

Wilson Sons Limited.

Malcolm Mitchell

Secretary