

# Notice AGM 2012

WILSON SONS LIMITED

## 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 Friday, April 27, 2012 at 10.00 hrs at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda.

## 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, 2011 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. Pursuant to Company Bye-law 15, USD 18,070,576.00 be made available to be distributed to members at the discretion of the Board.
5. Appointment of KPMG 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.
6. Delegation of authority to the Board of Directors to fix the auditor's remuneration.
7. The appointment of Mr. Jose Francisco Gouvea Vieira to serve as Chairman and Mr. William Henry Salomon to serve as Deputy Chairman until the conclusion of the 2013 Annual General Meeting.

The Annual General Meeting will be held in English.

The financial statements for the year 2011 and the report of the auditors thereon are available on the Company's website [www.wilsonsons.com.br/ir](http://www.wilsonsons.com.br/ir).

The BDR holders (Certificate of Deposit of Common Shares) duly registered on the books of Banco Itau Unibanco SA or in the records of the Brazilian Clearing and Depository Corporation - CBLC at the close of trading on BM&FBOVESPA on 23 March 2012 will be entitled to instruct the escrow agent, Banco Itau Unibanco SA, Rua Ururai, 111 – Prédio II – Piso Térreo – Aos cuidados da Unidade Dedicada Produto ADR/BDR - Bairro: Tatuapé – São Paulo/SP – CEP:

03084-010, to exercise voting rights in relation to their participation, these instructions must be received by Banco Itau SA by April 16, 2012.

Hamilton, March 24, 2012

By order of the Board of Directors of  
Wilson Sons Limited

Malcolm Mitchell  
Secretary

To access the complete proposal documentation, [click here](#)