



First Citizens

FORM OF PROXY

REPUBLIC OF TRINIDAD AND TOBAGO

The Companies Act, Chap 81:01 (Section 143(1))

NAME OF COMPANY: First Citizens Group Financial Holdings Limited **Company No:** C2021091708577

PARTICULARS OF MEETING

Special Meeting of Shareholders of First Citizens Group Financial Holdings Limited (the “Company”) to be held in the Boardroom of First Citizens Bank Limited, 9 Queen’s Park East, Port of Spain on Wednesday, September 28, 2022 at 10:00 a.m. Shareholders may attend and participate in the meeting via webcast.

I/We _____ being shareholder(s) of **First Citizens Group Financial Holdings Limited** hereby appoint the Chairman of the Meeting or failing him

(NAME IN BLOCK LETTERS)

of _____
(COMPANY NAME AND/OR ADDRESS IN BLOCK LETTERS)

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

Dated this day of 2022.

Name:.....

Signature:.....

Name:.....

Signature:.....



Please indicate with an "X" in the spaces below how you wish to vote on the Resolutions 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 from voting.

RESOLUTIONS – ORDINARY BUSINESS	FOR	AGAINST
RESOLUTION NO. 1 BE IT RESOLVED THAT Mr. Anthony Isidore Smart be and is hereby re-elected a Director of the Company for a term expiring not later than the close of the third Annual Meeting of the shareholders following his election subject to paragraph 4.8 of By-law No. 1 of the Company.		
RESOLUTION NO. 2 BE IT RESOLVED THAT Mr. Courtenay Braemar Williams be and is hereby re-elected a Director of the Company for a term expiring not later than the close of the third Annual Meeting of the shareholders following his election subject to paragraph 4.8 of By-law No. 1 of the Company.		
RESOLUTION NO. 3 BE IT RESOLVED THAT Mrs. Savitree Seepersad be and is hereby re-elected a Director of the Company for a term expiring not later than the close of the third Annual Meeting of the shareholders following her election subject to paragraph 4.8 of By-law No. 1 of the Company.		
RESOLUTION NO. 4 BE IT RESOLVED THAT Mr. Idrees Omardeen be and is hereby re-elected a Director of the Company for a term expiring not later than the close of the third Annual Meeting of the shareholders following his election subject to paragraph 4.8 of By-law No. 1 of the Company.		
RESOLUTION NO. 5 BE IT RESOLVED THAT Mr. Troy Garcia be and is hereby re-elected a Director of the Company for a term expiring not later than the close of the third Annual Meeting of the shareholders following his election subject to paragraph 4.8 of By-law No. 1 of the Company.		
RESOLUTION NO. 6 BE IT RESOLVED THAT Ms. Jayselle McFarlane be and is hereby re-elected a Director of the Company for a term expiring not later than the close of the third Annual Meeting of the shareholders following her election subject to paragraph 4.8 of By-law No. 1 of the Company.		
RESOLUTION NO. 7 BE IT RESOLVED THAT Mr. Colin B. Wharfe be and is hereby elected a Director of the Company for a term expiring not later than the close of the third Annual Meeting of the shareholders following his election subject to paragraph 4.8 of By-law No. 1 of the Company.		
RESOLUTION NO. 8 BE IT RESOLVED THAT PricewaterhouseCoopers be appointed as auditors of the Company to hold office until the close of the next Annual meeting of the Shareholders and that the Directors be authorized to fix their remuneration for the ensuing year.		

NOTES:

1. It is desired to appoint a proxy other than the Chairman of the Meeting, the necessary deletion must be made and initialed and the name of the proxy holder inserted in space provided.
2. If the appointor is a Corporation, this form must be signed under its common seal or/and under the hand of an officer or attorney duly authorized in that behalf.
3. In the case of joint shareholders, the names of all the joint shareholders must be stated on the Proxy Form but the signature of any shareholder is sufficient.
4. A shareholder that is a body corporate may, in lieu of appointing a proxy, authorize an individual by resolution of its directors or its governing body to represent it at the Meeting.
5. Shareholders who are desirous of appointing a proxy are required to pre-register during the period Monday, September 19, 2022 to Friday, September 23, 2022 to attend the meeting via the following steps:
 - Visit www.firstcitizensgroup.com and click on the web banner “Special Meeting of Shareholders”
 - Select “Register to Attend Meeting”. This will facilitate the validation process for all shareholders interested in attending the Special Meeting
 - Provide your full name, address, date of birth, valid identification number (ID Card, Passport or Driver’s Permit) and valid email address in the space provided
 - Provide a copy of the signed Proxy Form with the name and address of the proxy holder as set out in this Proxy Form or Chairman, as appropriate

Once a shareholder is confirmed a shareholder on record as at Wednesday, September 7, 2022 the shareholder will receive an email with a unique username and password login credentials to attend the meeting on Wednesday, September 28, 2022 and the proxy holder will then be authorized to use the username and password login credentials of the shareholder to attend the meeting on Wednesday, September 28, 2022 on behalf of the shareholder. For further instructions, please visit the website: www.firstcitizensgroup.com between Monday, September 19, 2022 to Friday, September 23, 2022.