# **FORM OF PROXY ANNUAL GENERAL MEETING - 28 APRIL 2016** LOMBARD BANK MALTA P.L.C.

I.D. Card No.	
MSE No:	
No of Shares Held:	

		MSE No:		
		No of Shares Held:		
	The Company Secretary, Lombard Bank Malta p.l.c.,		1117	
I.D. C	Card No residing at			
Nam	g a Shareholder/Shareholders of the above-named ne of Proxy Holder:	I.D. Card No		
	uiling him/her the Chairman of the Meeting as my, ual General Meeting of the Company to be held on		•	the
-	our proxy is authorised to vote: as he/she wisese select as applicable)	shes 🗌 as indicated on this Fo	rm of Proxy	
	ng Preferences (Please mark "X" either in the box s section need <b>not</b> be completed if your proxy is at		,	
	ORDINARY RESOLUTIONS	FOR	AGAINST	
	Approval of Audited Financial Statements			
	Declaration of Final Cross Dividend			

ORDINARY RESOLUTIONS	FUR	AGAINST
Approval of Audited Financial Statements		
Declaration of Final Gross Dividend		
Re-appointment/Remuneration of Auditors (PricewaterhouseCoopers)		
Appointment of Directors*	See k	pelow
Remuneration of Directors		

<sup>\*</sup> In accordance with the Memorandum and Articles of Association, two directors from the Board of Directors are to retire at every Annual General Meeting. The directors who will be retiring at the 2016 Annual General Meeting are: (i) Joseph Said (ID No. 746249M) and (ii) Michael Zammit (ID No. 942044M). Since no nominations for the election of directors have been received and both the above retiring directors have intimated their willingness to be reappointed, no election will be necessary.

Shareholder's Signature	Date	

#### **NOTES**

#### **COMPLETING THE FORM OF PROXY**

- The Shareholder is to complete all details in the Form of Proxy fully, clearly and accurately.
- The Shareholder is to:
  - (i) indicate whether the Shareholder wishes to appoint as proxy the Chairman of the Meeting or another person. In the case that the Shareholder wishes to appoint a person other than the Chairman of the Meeting as proxy, the full name, address and I.D. Card number of the proxy are to be clearly and legibly inserted;
  - (ii) indicate whether the Shareholder wishes the proxy to vote as the proxy wishes or whether the Shareholder wishes to indicate how the proxy is to vote. In either case a mark ought to be made in the appropriate box indicated in the Form of Proxy. In the event that no such indication is made it shall be deemed that the Shareholder authorises the proxy to vote as he/she wishes;
  - (iii) if the Shareholder wishes that the appointed proxy votes in a particular manner, indicate his/her voting preference against each resolution in the appropriate box by marking 'For' or 'Against'. If more than one box is marked for the same resolution, the Shareholder's vote on that particular resolution will be invalid.

### SUBMISSION OF FORM OF PROXY

• To be valid, this Form of Proxy, duly completed and signed, must reach the Office of the Company Secretary either at 67, Republic Street, Valletta VLT 1117 by hand or by postal mail using the self-addressed envelope enclosed. The Form of Proxy may also be sent in electronic form on agm2016proxies@lombardmalta.com. Forms of Proxy must, in all cases, reach the Company Secretary by not less than 48 hours before the appointed date and time of the Annual General Meeting (i.e. by 5.30pm of 26 April 2016).

## DISCLOSURE BY PROXY IN TERMS OF MFSA LISTING RULES 12.29 AND 12.30

- Prior to the Annual General Meeting, a proxy holder is to disclose to the Shareholder who appointed him/her any
  facts of which he/she is aware and which may be relevant for the Shareholder in assessing any risk that the proxy
  holder might pursue any interest other than the interest of the Shareholder.
- In particular, a proxy holder is required to disclose to the Shareholder:
  - 1. whether the proxy holder is a director of the Bank or of a controlling Shareholder of the Bank or of an entity controlled by such Shareholder (as may be applicable);
  - 2. whether the proxy holder is an employee or an auditor of the Bank or an employee or an auditor of a controlling Shareholder of the Bank or an entity controlled by such Shareholder (as may be applicable); and
  - 3. whether the proxy holder has a family relationship with a natural person who is:
    - (i) a controlling Shareholder of the Bank or of an entity controlled by such Shareholder (as may be applicable);
    - (ii) a director of the Bank, or of a controlling Shareholder of the Bank or of an entity controlled by such Shareholder (as may be applicable); or
    - (iii) an employee or an auditor of the Bank or of a controlling Shareholder of the Bank or of an entity controlled by such Shareholder (as may be applicable).
- Where the Shareholder is appointing the Chairman of the Meeting as proxy, the Chairman of the Meeting is declaring to the Shareholder that:
  - 1. he is not a controlling Shareholder of the Bank;
  - 2. he is not an employee or auditor of the Bank or of a controlling Shareholder of the Bank or of an entity controlled by such Shareholder (as may be applicable);
  - 3. he does not have a family relationship with a natural person who is a controlling Shareholder of the Bank, a director, an employee or an auditor of the Bank or of a controlling Shareholder of the Bank or of an entity controlled by such Shareholder; and
  - 4. he is a director of the Bank.