

FORM OF PROXY
ANNUAL GENERAL MEETING - 27 APRIL 2017
LOMBARD BANK MALTA P.L.C.

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

To: The Company Secretary, Lombard Bank Malta p.l.c., 67, Republic Street, Valletta VLT 1117

I/We _____

I.D. Card No. _____ residing at _____

being a Shareholder/Shareholders of the above-named Company, hereby appoint: _____

Name of Proxy Holder: _____ I.D. Card No. _____

Address: _____

or failing him/her the Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 27 April 2017, and at any adjournment thereof.

My/our proxy is authorised to vote: as he/she wishes as indicated on this Form of Proxy
 (Please select as applicable)

Voting Preferences (Please mark "X" either in the box "FOR" or in the box "AGAINST")
 (This section need **not** be completed if your proxy is authorised to vote as he/she wishes.)

ORDINARY BUSINESS	FOR	AGAINST
Accounts		
Dividend		
Reappointment/Remuneration of Auditors (PricewaterhouseCoopers)		
Appointment of Directors*	See below	
Remuneration of Directors		
SPECIAL BUSINESS - EXTRAORDINARY RESOLUTIONS		
Acquisition of own shares		
Restriction/Withdrawal of statutory pre-emption rights		
SPECIAL BUSINESS - ORDINARY RESOLUTIONS		
Authority to issue shares		
Authority to disclose information (including price sensitive information) to a prospective bona fide offeror(s) and Cyprus Popular Bank Public Co. Limited (the prospective transferor) in the disposal of a Substantial Shareholding in Lombard Bank Malta p.l.c.		

* In accordance with the Bank's Articles of Association, the directors who will be retiring at the 2017 Annual General Meeting are: (i) Michael C. Bonello (ID No. 575745M) and (ii) Kimon Palamidis (Greek Passport No. AN2949839). Since no nominations for the election of directors have been received following the publication of an advertisement by the Bank in terms of the Bank's Articles of Association, and both the above retiring directors have intimated their willingness to be reappointed, no election will be necessary and they shall be deemed to be reappointed.

 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, I.D. Card number and address 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 agm2017proxies@lombardmalta.com. Forms of Proxy must, in all cases, reach the Office of 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 25 April 2017).

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); or
 - (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.