

# SAGICOR FINANCIAL CORPORATION LIMITED PROXY FORM

**FOR USE AT THE SIXTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS (THE "SHAREHOLDERS") TO BE HELD ON TUESDAY, JUNE 4, 2019 AT 5:30 PM.**

Name: .....

Address .....

The undersigned Shareholder(s) of **SAGICOR FINANCIAL CORPORATION LIMITED** ("the Company") hereby appoint(s) **STEPHEN D R McNAMARA**, Chairman of the Board, or failing him, **DODDRIDGE D MILLER**, President and Chief Executive Officer and Director, or instead of either of them:

.....  
 (PLEASE PRINT NAME OF PROXY ON THIS LINE ONLY IF YOU WISH TO APPOINT A PROXY OTHER THAN THE CHAIRMAN OR PRESIDENT)

of .....  
 (PLEASE PRINT PROXY'S ADDRESS HERE)

as my/our proxy to attend, vote and otherwise act for and on behalf of the undersigned in respect of all matters that may properly come before the **SIXTEENTH ANNUAL GENERAL MEETING OF SHAREHOLDERS TO BE HELD ON June 4, 2019** ("the Meeting" or "this Meeting") and any adjournments or postponement thereof. The undersigned hereby instructs the proxy to vote in accordance with the instructions given below, or in respect of any other matter that may properly come before the Meeting and any adjournments or postponement thereof, as the proxy shall in his or her sole discretion deem appropriate. Where no instruction is given with respect to the proposals below, the undersigned hereby instructs the proxy to vote "FOR" each proposal.

Capitalized terms not otherwise defined herein shall have the meaning ascribed to such terms in the Notice of the Annual General Meeting dated April 30, 2019 ("the Notice"). **Shareholders are urged to read the Notice in its entirety as it contains important matters regarding voting on each proposal.**

Item 2 - Election of Directors	FOR	AGAINST
<b>Class II Directors</b>		
<b>RESOLVED THAT</b> L Jeannine Comma shall be re-elected as a Director of the Company to serve until the third annual general meeting following this Meeting or until her office is otherwise vacated in accordance with the Bye-laws of the Company.		
<b>RESOLVED THAT</b> Peter E Clarke shall be re-elected as a Director of the Company to serve until the third annual general meeting following this Meeting or until his office is otherwise vacated in accordance with the Bye-laws of the Company.		
<b>RESOLVED THAT</b> Dodridge D Miller shall be re-elected as a Director of the Company to serve until the third annual general meeting following this Meeting or until his office is otherwise vacated in accordance with the Bye-laws of the Company.		
<b>RESOLVED THAT</b> Monish K Dutt shall be re-elected as a Director of the Company to serve until the third annual general meeting following this Meeting or until his office is otherwise vacated in accordance with the Bye-laws of the Company.		
Item 3 - Re-appointment of Auditors	FOR	AGAINST
<b>RESOLVED THAT</b> PricewaterhouseCoopers SRL, the incumbent Auditors of the Company, shall be re-appointed as Auditors of the Company for the 2019 financial year and that the Board of Directors of the Company shall be authorised to fix the remuneration of PricewaterhouseCoopers SRL.		

.....  
 SIGNATURE OF SHAREHOLDER(S)

.....  
 NAME OF SHAREHOLDER(S)

.....  
 DATE (DD/MM/YYYY)

(Please Print)

## NOTES ON PROXY:

1. THIS IS YOUR PROXY AUTHORIZATION FORM. TO BE VALID, PLEASE COMPLETE, SIGN AND RETURN IT BY **5:30 PM ON May 31, 2019 TO THE CORPORATE SECRETARY, SAGICOR FINANCIAL CORPORATION LIMITED, CECIL F DE CAIRES BUILDING, WILDEY, ST MICHAEL, BARBADOS, OR C/O SAGICOR LIFE INC, SAGICOR FINANCIAL CENTRE, 16 QUEEN'S PARK WEST, PORT OF SPAIN, TRINIDAD.** This form must be executed by the Shareholder or by his/her attorney duly authorised in writing. If the Shareholder is a body corporate or other entity, the form must be executed by the officers or attorney thereof or the person, duly authorised, in which case each signatory should state the capacity in which he/she signs. Alternatively, if the Shareholder is a body corporate or other entity, votes at meetings may be given by an individual duly authorised by that body corporate or other entity to represent it at meetings of Shareholders. If this form is not dated in the space provided, it will be deemed to bear the date on which it was mailed to the Shareholder. This proxy authorization form confers sole discretionary authority upon the person whom it appoints in respect of any variation or amendments or additions to the matters identified in the Notice and any other matter that may properly come before the Meeting or any adjournment or postponements thereof (as further described below).
2. A proxy need not be a Shareholder of the Company but must attend the Meeting to represent you. If the name of a proxy is not inserted in the space provided above, Stephen D R McNamara, Chairman of the Board, or failing him, Dodridge D Miller, President and Chief Executive Officer and Director will be deemed appointed as proxy.
3. Please indicate how you wish your votes to be cast by marking the appropriate box. In the absence of any specific instructions by a Shareholder in the proxy form, the Common Shares represented by the proxy received will be voted "**FOR**" each proposal. On any variation or amendments or additions to the matters identified in the Notice and any other matter that may properly come before the Meeting or any adjournment or postponement thereof, the proxy shall vote (or abstain from voting) at his or her sole discretion.