



MANAGEMENT PROXY CIRCULAR

REPUBLIC OF TRINIDAD AND TOBAGO

The Companies Act, Chap 81:01 (Section 144)

NAME OF COMPANY: First Citizens Bank Limited

Company No. F 680(C)

1. PARTICULARS OF MEETING:

Twenty-Second Annual Meeting of the Shareholders of the Company to be held in the Grand Ballroom, Hilton Trinidad and Conference Centre, 1B Lady Young Road, Port of Spain on Thursday, March 14, 2019 at 10:00 a.m.

2. SOLICITATION:

It is intended to vote the proxy hereby solicited by the Management of the Company (unless the Shareholder directs otherwise), in favour of all resolutions specified in the Proxy Form sent to the Shareholders with this Circular and in the absence of a specific direction, in the discretion of the Proxy Holder in respect of any other resolution.

3. ANY DIRECTOR'S STATEMENT SUBMITTED PURSUANT TO SECTION 76(2):

No statement has been received from any Director pursuant to Section 76(2) of the Companies Act, Chap 81:01

4. ANY AUDITOR'S STATEMENT SUBMITTED PURSUANT TO SECTION 171(1):

Not applicable

5. ANY SHAREHOLDER'S PROPOSAL SUBMITTED PURSUANT TO SECTIONS 116(a) AND 117(2):

No statement has been received from any Shareholder pursuant to Sections 116 (a) and 117(2) of the Companies Act, Chap 81:01.

DATE	NAME AND TITLE	SIGNATURE
February 18 th , 2019	LINDI BALLAH-TULL Corporate Secretary First Citizens Bank Limited	