

PROXY FORM

The Undersigned _____ (please print) of _____ (please print) being a Shareholder of Fidelity Bank (Bahamas) Limited (“the Company”), having received the Notice of Meeting, together with the accompanying Information Circular and the audited Financial Statements available online, hereby appoints Scott Elphinstone, or failing him, Gregory H. J. Bethel, or instead of either of them, _____ or _____ as proxy of the undersigned to attend and vote at the Annual General Meeting of Shareholders (“the Meeting”) of the Company to be held in the **Victoria Room of the British Colonial Hilton Hotel, #1 Bay Street, Nassau, Bahamas on Wednesday, 31 July 2019 at 6:00 p.m.** and at any adjournment thereof and on behalf of the undersigned to vote as specifically directed below:

1. To vote for against or refrain from voting on the resolution to approve the Minutes of the Annual General Meeting held on 26 July 2018.
2. To vote for against or refrain from voting on the resolution to approve the Financial Statements of the Company for the year ended 31 December 2018 and Auditors Report thereon.
3. To vote or withhold from voting on the election of the following directors, as specified in the accompanying Proxy Statement:

| | | | | |
|----------------------|----------|--------------------------|----------|--------------------------|
| Thomas F. Hackett | VOTE FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| Anwer J. Sunderji | VOTE FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| Scott F. Elphinstone | VOTE FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| Alfred H. Stewart | VOTE FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| Jennifer P. Dilbert | VOTE FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| J. Nicholas Freeland | VOTE FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
| Stuart M. Bowe | VOTE FOR | <input type="checkbox"/> | WITHHOLD | <input type="checkbox"/> |
4. To vote for against or refrain from voting on the remuneration for non-executive directors including representation on committees to be fixed at \$146,000 for the 2019 financial year to be distributed amongst the directors as they see fit plus reimbursable expenses.
5. To vote for or refrain from voting on the appointment of PricewaterhouseCoopers, Chartered Accountants, as the Auditor of the Company and authorising the Directors to fix their remuneration
6. To vote for against or refrain from voting on the resolution set forth in the Proxy Statement approving the acts of the Directors, Officers and Employees of the Company from 1 January 2018 to 31 December 2018 and indemnifying the Directors, Officers and Employees of the Company otherwise than in respect of fraudulent conduct.
7. To vote in their discretion upon any other business which may properly come before the Meeting, or any adjournment thereof.

The undersigned revokes any prior proxies to vote the shares covered by this proxy.

This proxy is solicited on behalf of the Management of the Company and will be voted as directed in the spaces provided above, or, if no direction is given, it will be voted in the affirmative for each of the above proposals.

Dated this _____ day of _____, 2019.

Corporate Seal

(Signature of Shareholder)

(Signature of Joint Shareholder(s))

(NIB No.)

(Date of Birth)

(Telephone No.)

(Email Address)

NOTES:

The persons named in this proxy are Officers/Directors of the Company. **Each Shareholder submitting the proxy shall have the right to appoint a person to represent him/her at the Meeting other than the persons designated above.** To exercise this right, the Shareholder may insert the name of the desired representative in the blank space provided and strike out the other names or may submit another appropriate proxy.

In order for this proxy or other appropriate forms of proxy to be valid, it must be signed and should be dated by the Shareholder, or the Shareholder's attorney. The signature should be exactly the same as the name in which the shares are registered. The proxy must be sent by mail or hand delivered to the offices of Bahamas Central Securities Depository Limited, 2nd Floor Fort Nassau Centre, British Colonial Hilton Suite #202, P.O. Box N-9307, Nassau, Bahamas to be received not less than 24 hours before the time appointed for the holding of the Meeting. If this form of proxy is received by mail undated but otherwise properly executed, it will for all purposes be deemed to bear the date on which it was mailed and if this form of proxy is received by hand undated but otherwise properly executed, it will for all purposes be deemed to bear the date on which it was received.