

**FORM OF PROXY**

**Bank of Cyprus Group**



Shares & Loan Stock Department  
51 Stassinou Street, Ayia Paraskevi, Strovolos  
P.O. Box 24884, 1398 Nicosia, Cyprus  
Tel: +357 22126055  
Fax: +357 22 336258 / 22 336261

**FORM OF PROXY**

I/We \_\_\_\_\_ from \_\_\_\_\_

with ID number/Passport number/Company Registration number \_\_\_\_\_

being a member/members of Bank of Cyprus Public Company Ltd (the “Bank”), hereby appoint (choose one of the following two options):

1. The Chairman of the Extraordinary General Meeting \_\_\_\_\_

2. Mr/Ms \_\_\_\_\_

from \_\_\_\_\_ with ID number \_\_\_\_\_

or failing him/her, Mr/Ms \_\_\_\_\_

from \_\_\_\_\_ with ID number \_\_\_\_\_

as my/our proxy to vote on my/our behalf at the Extraordinary General Meeting of the Bank, to be held on Thursday, 28 August 2014, at 10.00 a.m. at the Bank of Cyprus Group Headquarters (51 Stassinou Street, Ayia Paraskevi, Strovolos, Nicosia, Cyprus), and at any adjournment thereof.

My/our proxy is authorised to vote as he/she thinks fit, unless the manner of voting is indicated in the boxes below.

| RESOLUTION |  | FOR | AGAINST |
|------------|--|-----|---------|
| A.         | Special Resolutions to Reduce the Nominal Value of Each Ordinary Share   |     |         |
| B.         | Special Resolutions to Authorise the Issue and Allotment of Ordinary Shares under the Placing and the Open Offer |     |         |
| C.         | Special Resolutions to Authorise the Issue and Allotment of Ordinary Shares under the Retail Offer               |     |         |
| D.         | Special Resolution to Authorise the Amendment of Article 93 of the Bank’s Articles of Association                |     |         |

Date \_\_\_\_\_ Signature \_\_\_\_\_

Contact details \_\_\_\_\_ Telephone \_\_\_\_\_ Fax \_\_\_\_\_

**Notes:**

- The Record Date for determining the right to vote at the Extraordinary General Meeting is 5.00 p.m. on 28 July 2014.
- This Form of Proxy must be deposited at the registered office of the Bank (as per the above address and fax number), at least 48 hours before the time appointed for holding the Extraordinary General Meeting.
- If such appointor is a company, the Form of Proxy must bear the name of the company, and be signed by its duly authorised officer/s.
- In the case of joint shareholders, the Form of Proxy can only be signed by the person whose name appears first in the register of members of the Bank.