



**IN THE SUPREME COURT OF JUDICATURE OF JAMAICA  
IN THE COMMERCIAL DIVISION**

**CLAIM NO.** SU 2022 CD 00286

**IN THE MATTER** of (i) The Victoria Mutual Building Society; (ii) Victoria Mutual Investments Limited; (iii) Victoria Mutual Pensions Management Limited (iv) VMBS Money Transfer Services Limited; (v) British Caribbean Insurance Company Limited and (vi) VM Innovations Limited.

**AND IN THE MATTER** of Sections 206 – 208 of the Companies Act, 2004 and Section 100 of the Banking Services Act

**BETWEEN THE VICTORIA MUTUAL BUILDING SOCIETY  
AND ITS MEMBERS;**

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

of \_\_\_\_\_,

being a member of VICTORIA MUTUAL BUILDING SOCIETY HEREBY APPOINT

\_\_\_\_\_

of \_\_\_\_\_,

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

of \_\_\_\_\_

as my/our proxy to act for me/us at the meeting of the members of the said Society to be held at the National Arena, Arthur Wint Drive, Kingston 5 in the City and Parish of Saint Andrew at 3:00 p.m. on the 9th day of August, 2022 for the purpose of considering and, if thought fit, approving, with or without modification, the proposed Scheme of Arrangement referred to in the Notice convening the said Meeting and at such Meeting, or at any adjournment thereof, to vote for me/us and in my/our name for the said Scheme (either with or without modification, as my/our Proxy may approve) or against the said Scheme as hereby indicated.

Postage  
Stamp

- <sup>1</sup> Full name and address to be inserted in Block Capitals. Note: if any other proxy be preferred strike out the names here inserted and add the name of the Proxy desired and initial the alteration.
- <sup>2</sup> **IMPORTANT.** If you wish to vote for the Scheme sign in this box
- <sup>3</sup> **IMPORTANT.** If you wish to vote **against** the Scheme sign in this box.

Dated this      day of                      , 2022

FOR the said Scheme	AGAINST the said Scheme
..... (Signature)	..... (Signature)

**Notes**

1. You are requested to lodge this Form of Proxy with the Secretary at the Corporate Office of the Company situated at 73-75 Half Way Tree Road, Kingston 10 in the Parish of Saint Andrew, not less **than 48 hours before the said Meeting**, but if not so lodged it may be handed to the Chairman of the Meeting.
2. Any alteration made in this Form of Proxy should be initialed by the person who signs it.
3. In the case of joint holders the vote of the senior joint holder who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders(s), and for this purpose seniority will be determined by the order in which the names appear in the books of the Society.
4. The person to whom this Proxy is given need not be a member of the Society but must attend the Meeting in person to represent you.