

# THE BANKERS INVESTMENT TRUST PLC

## Annual General Meeting – Form of Proxy

To be held on Wednesday 24 February 2021 at 9.30am

There remain in place UK Government restrictions on gatherings as a result of the Covid-19 pandemic. Given these ongoing restrictions and the required social distancing measures, the Company's AGM will take place as a "closed meeting". The only attendees who will be permitted entry to the meeting will be those who will need to be present to form the quorum as set out in the Company's Articles of Association to allow the business to be conducted. Other shareholders, corporate representatives and proxies will not be able to attend the AGM and shareholders are therefore strongly encouraged to appoint the Chairman of the Meeting as their proxy. The voting will be conducted on a poll rather than a show of hands.

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**1722-141-S**

**Voting ID**

**Task ID**

**Shareholder Reference Number**

As the Annual General Meeting is to be a closed meeting, please submit your proxy votes by 9.30 am on 22 February 2021. Please read the Notice of Annual General Meeting including the explanatory notes to the Notice, as well as the notes overleaf before completing this Form.

**I/We being (a) member(s) of The Bankers Investment Trust PLC (the 'Company'), hereby appoint the Chairman of the Meeting or**

*(insert name of proxy, if you wish to appoint someone other than the Chairman of the Meeting as your proxy – see note 2 overleaf) as my/our proxy to vote in my/our name(s) and on my/our behalf at the Annual General Meeting of the Company to be held on 24 February 2021 at 9.30 am and at any adjournment thereof.*

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Please tick here  if this proxy appointment is one of multiple appointments being made (please see note 3 overleaf for multiple appointments)

and please insert here  the number of shares over which this proxy is authorised.

Please indicate how you wish your votes to be cast by completing one box for each resolution in black ink, like this:  Please also read note 4 overleaf.

### Ordinary Business

	For	Against	Vote Withheld
1. To receive the Annual Report and the audited financial statements for the year ended 31 October 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To approve the Directors' Remuneration Report for the year ended 31 October 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To approve the Final Dividend of 5.42p per share.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Sue Inglis as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Julian Chillingworth as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To re-appoint Richard Huntingford as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appoint Isobel Sharp as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To appoint Richard West as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. To re-appoint Ernst & Young LLP as statutory Auditor to the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. To authorise the Audit Committee to determine the Auditor's remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### Other Business

11. To approve that each of the issued ordinary shares of 25 pence each in the capital of the Company be sub-divided into ten ordinary shares of 2.5 pence each.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. To authorise the Directors to allot relevant securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To disapply pre-emption rights.*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To authorise the Company to make market purchases of its own ordinary shares.*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To authorise that a general meeting other than an AGM may be called on not less than 14 clear days' notice.*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To adopt the amended Articles of Association.*	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

\* *Special Resolution*

Dated  2021

Signature

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## Notes:

- 1. Right to attend the meeting and vote:** Only members registered in the Register of Members of the Company at 6.30 p.m., on 22 February 2021 shall be entitled to vote at the Meeting in respect of the number of voting rights registered in their name at that time. Changes to entries on the Register of Members after 6.30 p.m. on 22 February 2021 shall be disregarded in determining the rights of any person to vote at the Meeting. In the case of joint holders of a voting right, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and, for this purpose, seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
- 2. Right to appoint a proxy:** You are entitled to appoint one or more proxies to vote on your behalf at the Meeting, provided that each proxy is appointed to exercise the rights attached to different shares held by you. A proxy need not be a member of the Company. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy in the space provided overleaf. Given the current restrictions on attendance, the Board recommends shareholders to appoint the Chairman of the AGM as their proxy rather than a named person who will not be permitted to attend the Meeting. Appointing the Chairman of the AGM as your proxy is the only way to ensure your vote is exercised at the AGM.
- 3. Procedure for appointing more than one proxy:** To appoint more than one proxy, additional Forms of Proxy may be obtained by contacting the Registrar's helpline on 0371 384 2471 (+44 121 415 7047 if you are calling from overseas) or you may photocopy this form. Lines open 9.00 a.m. to 5.00 p.m., Monday to Friday (excluding public holidays in England and Wales). Please indicate in the box next to the proxy holder's name (see reverse) the number of shares in relation to which they are authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement, with the result that your other proxy appointments may be invalidated or may supersede this proxy appointment. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All Forms of Proxy must be signed and should be returned together in the same envelope.
- 4. Voting by proxy:** Please indicate how you wish your votes to be cast by completing one box for each resolution in black ink. If you mark the vote withheld box for any resolution, you are directing your proxy not to vote on your behalf on a poll on that resolution and your votes will not be counted in computing the required majority on that poll. If no specific instructions are given, your proxy will have discretion to vote or withhold a vote as he or she thinks fit on these resolutions. Your proxy will also have discretion to vote or withhold a vote as he or she thinks fit on any other business, which may properly come before the Meeting.

Please sign and date this Form of Proxy. Any alterations to this Form of Proxy should be initialled. If this Form of Proxy is returned unsigned, your proxy appointment will be invalid.

A corporation must seal the Form of Proxy and have it signed by an officer or attorney or other person authorised to sign.
- 5. Deadline for returning this Form of Proxy:** To be valid, this Form of Proxy must be lodged with the Company's Registrars, Equiniti Limited, before 9.30 a.m. on 22 February 2021. A business reply paid envelope has been supplied to you for this purpose. You may terminate your proxy's authority at any time before the commencement of the Meeting by writing to the Registrars. The address to which proxy cards and terminations of proxies should be sent is:

Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA.
- 6. CREST Proxy Appointment:** The CREST electronic proxy appointment service is available for this Meeting. To use this service CREST members should transmit a CREST proxy instruction, using the procedures described in the CREST manual, so as to reach the Company's Registrars, Equiniti Limited (CREST participant ID RA19) by no later than 9.30 a.m. on 22 February 2021. Further details on the use of the CREST system are set out in the Explanatory Notes to the Notice of the Meeting.
- 7. Electronic Proxy Appointments:** As an alternative to completing and returning the printed Form of Proxy, shareholders are strongly encouraged to register the appointment of their proxy electronically via the internet through Equiniti's website at [www.sharevote.co.uk](http://www.sharevote.co.uk) where full instructions on the procedure are given. The Voting ID, Task ID and Shareholder Reference Number printed on the reverse of this form will be required in order to use this electronic proxy appointment system.

Alternatively, shareholders who have already registered with Equiniti's online portfolio service, Shareview, can appoint their proxy electronically by logging on to their portfolio at [www.shareview.co.uk](http://www.shareview.co.uk), using their usual user ID and password, then clicking on 'View' on the 'My Investments' page, leading to the link to vote. The on-screen instructions give details on how to complete the proxy appointment process. A proxy appointment made electronically will not be valid if sent to any address other than those provided or if received after 9.30 am on Monday 22 February 2021.

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