

SHARE ELECTION FORM

Shareholder's Details:

Name(s)

Number on Identification Document.....

(ID number / Passport Number / Registration Number / Other)

Investor's Share Code (in CSE / in ATHEX)

To the Secretary of Bank of Cyprus Public Company Limited ("BOC")

I/We hereby make the following election in respect of my/our interest in Bank of Cyprus Holdings plc ("**BOC Holdings**") which I/we will receive pursuant to the proposed scheme of arrangement dated 21 November 2016 (the "**Scheme**") in consideration of the cancellation of my/our shares in BOC which I/we will hold within the above Investor's Share Code at the Scheme Record Time:

I wish to trade my New Shares on the London Stock Exchange ("LSE") and agree to receive New Shares registered in CREST

I wish to trade my New Shares on the Cyprus Stock Exchange ("CSE") and agree to receive Depository Interests representing New Shares registered in the CDCR

(Please tick one of the boxes above)

LONDON STOCK EXCHANGE

Please complete this section only if you have elected to trade New Shares on the LSE and have agreed to receive New Shares registered in CREST

CREST account details under which the New Shares shall be registered:

CREST Participant Name

CREST Participant ID

Member Account

CREST participant's contact details:

Contact Name:

Contact Telephone Number: Contact E-mail address:.....

CYPRUS STOCK EXCHANGE

Please complete this section only if you have elected to trade New Shares on the CSE and have agreed to receive Depository Interests representing New Shares registered in the CDCR

Investor Share Code details under which the Depository Interests representing New Shares shall be registered:

Please choose one of the following two options to the extent applicable:

- My/our Investor's Share Code set out above is a CSE Investor's Share Code and I/we wish my/our Depository Interests representing New Shares to be registered under the same Operator(s) under whom my/our shares in BOC are currently registered. I/we acknowledge and accept that in the event I/we have holdings of BOC shares within my/our CSE ISCS account assigned to more than one Operator, my/our Depository Interests representing New Shares will, to the extent possible, be distributed pro-rata among the Operators of such holdings in accordance with the provisions of the Scheme.

OR

2. I/we wish my/our Depository Interests representing New Shares to be registered under my/our CSE ISCS account as shown below:

Investor Share Code	<table border="1"><tr><td>2</td><td>0</td><td>0</td><td>4</td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>	2	0	0	4							Securities A/C	<table border="1"><tr><td>C</td><td>Y</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>	C	Y								
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CSE ISCS account Name(s)

The CSE ISCS account and the existing CSE/ATHEX ISCS account must bear the same name.

Signature(s):

Date:

Contact Details:

Telephone Number: Fax Number:

E-mail address:

Notes:

- (1) Capitalised terms defined in the Scheme shall, to the extent not otherwise defined in this Share Election Form, have the meanings given to them in the Scheme.
- (2) In case a Shareholder does not have an active CSE ISCS account, such Shareholder may open a CSE ISCS account by contacting an Operator. A full list of CSE members is available on the CSE's website www.cse.com.cy.
- (3) Where Shareholders fail to submit a completed Share Election Form by the business day following the Scheme Record Time, or if such Share Election Form is incorrectly completed or any of the details provided therein are incorrect, they will be deemed to have elected to trade New Shares on the CSE and will receive Depository Interests representing New Shares registered in the CDCR and the following actions will be taken:
 - (a) BOC will conduct a search to check if such Shareholders maintain CSE ISCS accounts and, if such CSE ISCS accounts exist, will allocate Depository Interests representing New Shares to those CSE ISCS accounts.
 - (b) Unless otherwise indicated by a Shareholder in his Share Election Form, where a Shareholder has multiple holdings of Existing Shares in a CSE ISCS account assigned to more than one Operator, any Depository Interests in respect of New Shares issued to such Shareholder pursuant to the Scheme will, to the extent possible, be distributed pro-rata among such multiple holdings within the Shareholder's CSE ISCS account. Where as a consequence of the Consolidation Basis, a pro-rata distribution of Depository Interests representing New Shares among multiple such holdings within a CSE ISCS account is not possible, BOC will have the discretion, acting reasonably, to allocate any Depository Interests representing New Shares to a particular holding within that CSE ISCS account.
 - (c) In the event that a Shareholder does not maintain a CSE ISCS account, the Depository Interests representing New Shares will be allocated to an inactive investor share code opened in such Shareholder's name with the CSE as Operator. Shareholders will be responsible for the activation of such inactive investor share code.
- (4) If the shareholder is a legal entity, the Share Election Form must bear the name of the legal entity and be signed by its duly authorised officer/s.
- (5) If the shareholder is a Minor, both parents must sign the Share Election Form.
- (6) In case of joint shareholders all account holders must sign the Share Election Form.
- (7) The Share Election Form must be returned to the Shares & Loan Stock Department (4 Evrou Street, EuroLife Building, Strovolos, P.O. Box 24884, 1398 Nicosia, Cyprus (Tel: +357 22126055, Fax: +357 22336258 / 22336261) or through any branch of BOC in Cyprus by the business day following the Scheme Record Time.
- (8) This communication is made in respect of the Scheme which is not, nor is the information contained therein, an offer, or an invitation to make offers, to sell, purchase, exchange or otherwise transfer securities in the Russian Federation and does not constitute an advertisement or offering of securities in the Russian Federation within the meaning of Russian securities laws. The New Shares have not been and will not be registered in Russia and are not intended for "offering", "placement" or "circulation" in Russia (each as defined in Russian securities laws) unless and to the extent otherwise permitted under Russian law. Each Shareholder will be deemed to represent, confirm and agree that it is not incorporated, located or resident in the Russian Federation or, if it is incorporated, located or resident in the Russian Federation, it otherwise acts outside the Russian Federation in participating in the Scheme.
- (9) The Share Election Form shall be made available in electronic form on the website of BOC www.bankofcyprus.com (please select the Investor Relations link) and in hard copy upon request by a Shareholder through the Shareholder Helpline number set out on page 32 of the document of which this Share Election Form forms part.