

**AGM ATTENDANCE CARD**

Annual General Meeting to be held on Friday 12 May 2017 at No. 1 Godwin Street, Bradford BD1 2SU at 10.00a.m. (the Meeting)  
If you wish to vote electronically please refer to the Explanatory Notes to the Notice of Annual General Meeting

If you wish to attend the Meeting, please bring this card with you and hand it in on arrival.  
This will facilitate entry for shareholders.

Signature of  
person attending

Barcode:

Investor Code:

**FORM OF PROXY**

**PROVIDENT FINANCIAL plc**

I/We, the undersigned, being (a) member(s) of Provident Financial plc and entitled to attend and vote at the Meeting, hereby appoint the Chairman of the Meeting (see note 1)

Barcode:

Investor Code:

Event Code:

as my/our proxy to attend, speak and vote for me/us on my/our behalf as directed below at the Meeting to be held on 12 May 2017 and at any adjournment thereof. I/We also authorise my/our proxy to vote (or refrain from voting) as he or she thinks fit in relation to any other matter which is properly put before the Meeting.

Please tick here if this proxy appointment is one of multiple appointments being made by the same shareholder (see note 2).

Resolutions 18 to 22 will be proposed as special resolutions

**RESOLUTIONS**

Please mark 'X' to indicate how you wish to vote

	For	Against	Vote Withheld (see note 4)
1 To receive the directors' and auditor's reports and the financial statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To approve the directors' remuneration policy (2017)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To approve the annual statement by the chairman of the remuneration committee and the annual report on remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To declare a final dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To reappoint Robert Anderson as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To reappoint Peter Crook as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To reappoint Andrew Fisher as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To reappoint Malcolm Le May as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To reappoint Stuart Sinclair as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 To reappoint Manjit Wolstenholme as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 To appoint Andrea Blance as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**RESOLUTIONS**

Please mark 'X' to indicate how you wish to vote

	For	Against	Vote Withheld (see note 4)
12 To appoint David Sear as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 To appoint John Straw as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 To reappoint Deloitte LLP as the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15 To authorise the audit committee to determine the remuneration of the auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16 To grant the company authority to make political donations	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17 To authorise the directors to allot shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
18 To adopt new Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
19 To authorise the company to purchase its own shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
20 To disapply pre-emption rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
21 To disapply pre-emption rights (in connection with an acquisition or capital investment)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
22 To authorise the convening of a general meeting on not less than 14 days' notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

To assist with arrangements, if you intend to attend the Meeting in person, please place a 'X' in this box.

Signature

Date

You may submit your proxy electronically at [www.capitashareportal.com](http://www.capitashareportal.com)

## EXPLANATORY NOTES:

1. To appoint as a proxy a person other than the Chairman of the Meeting, delete the words “the Chairman of the Meeting” and insert the full name in the space provided in the first box. If the proxy is being appointed in relation to part of your holding only, please enter in the box next to the proxy’s name the number of shares in relation to which he or she is authorised to act as your proxy. If this box is left blank, the proxy will be authorised in respect of your full voting entitlement. A proxy need not be a member of the Company.
2. To appoint more than one proxy, (an) additional proxy form(s) may be obtained by contacting the Company’s Registrar, Capita Asset Services on 0871 664 0300 (calls cost 12p per minute plus network extras, lines are open 9.00am – 5.30pm, Mon-Fri) or you may copy this form. Please indicate in the box next to the proxy holder’s name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the relevant box if the proxy appointment is one of multiple appointments being made. Multiple proxy appointments should be returned together in the same envelope.
3. In the absence of instructions, the person appointed proxy may vote or refrain from voting as they see fit on the specified resolutions and, unless instructed otherwise, the person appointed proxy may also vote or refrain from voting as they see fit on any other business (including amendments to resolutions) which may properly come before the Meeting.
4. The “Vote Withheld” option is provided to enable you to refrain from voting on any particular resolution. However, it should be noted that a “Vote Withheld” is not a vote in law and will not be counted in the calculation of the proportion of the votes “For” and “Against” a resolution.
5. This form must be signed and dated by the shareholder or his/her attorney duly authorised in writing. If the shareholder is a company, it may execute this form under its common seal, or the hand of a duly authorised officer or attorney. In the case of joint holdings, any one holder may sign this form. 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 and for this purpose seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
6. The completion and return of this form will not preclude a shareholder from attending the meeting and voting in person.
7. To be valid, this form must be completed and lodged with the Company’s Registrar, Capita Asset Services, PXS 1, 34 Beckenham Road, Beckenham, BR3 4ZF together with the power of attorney or other authority (if any) under which it is signed or a certified copy of such item, by Wednesday 10 May 2017 at 10.00am. You should return the proxy form to the Registrar in the envelope provided.