

GENERAL MEMBER'S PROXY

To: The Canadian Bar Insurance Association (CBIA)
500-5 Park Home Avenue
Toronto, Ontario M2N 6L4

For: The 2020 Annual General and Special Meeting of CBIA
500-5 Park Home Ave., Toronto, ON M2N 6L4
Friday, May 22, 2020 at 12:00 p.m. EDT

Please refer to the Notes to Form of Proxy on page 3.

A General Member may appoint a proxyholder to act on his or her behalf at the 2020 Annual General and Special Meeting of CBIA by completing this form of proxy, signing where indicated below, and submitting the form in accordance with the instructions below.

The undersigned, being a General Member of CBIA, hereby appoints _____
(name of proxyholder, see note 1 below) or failing him or her, Morris A. Chochla, as the undersigned's true and lawful attorney and proxyholder to vote on the undersigned's behalf on all matters and resolutions in respect of which a vote may be taken at the 2020 Annual General and Special Meeting of CBIA to be held in Toronto, Ontario, on May 22, 2020, or at any adjournment thereof, and for that purpose, this proxy is hereby declared to be full and sufficient authority (see note 3).

The membership registered in the name of the undersigned is to be voted for, or against, or withheld from voting, in accordance with the instructions of the member, on any ballot that may be called for and, in respect of each matter or group of related matters identified in the notice of meeting, as indicated below (by marking the appropriate box with an "X"). If no indication is given, the proxyholder will vote for, or against, or withhold at his or her discretion and the undersigned authorizes the proxyholder to vote for, or against, or withhold as he or she thinks fit in relation to any other matter that is put before the meeting (see note 4).

This completed form of proxy must be deposited with the Secretary of the Corporation, either via email to the Secretary at l.sullivan@lawyersfinancial.ca, or via mail at CBIA's office address listed above, by not later than 5:00 p.m. EDT on the business day prior to the commencement of the meeting or the day of the continuation of the meeting after an adjournment.

To revoke a proxy that has been submitted to the Secretary, please send an email to the Secretary at l.sullivan@lawyersfinancial.ca.

Appointment of Public Accountant and Amendment to Bylaws

Resolution Number	Vote For	Vote Withheld
1. Appointment of BDO Canada LLP, 1 City Centre Drive, Suite 1700, Mississauga, Ontario, L5B 1M2, as public accountant of the Corporation for the ensuing year, with remuneration of the public accountant to be referred to the directors for decision.	<input type="checkbox"/>	<input type="checkbox"/>
	Vote For	Vote Against
2. Amendment to the bylaws noting clarifications to the Description of Officers clause, Appointment of Officers clause, and the addition of a clause allowing the directors to determine that a meeting of members may be held entirely by means of a telephonic, an electronic or other communication facility that permits all Members to communicate adequately with each other during the Meeting.	<input type="checkbox"/>	<input type="checkbox"/>

DATED at the City/Town of _____ in the Province/Territory of _____ this
 ____ day of _____, 2020.

 Signature

 Print Name of General Member

 CBA Membership Number

 Print Address of General Member

Notes to Form of Proxy

1. Members may appoint a proxyholder other than the person specifically designated in the form of proxy (i.e., Morris A. Chochla) to attend and act on their behalf at the meeting.
2. Please note that due to the circumstances of COVID-19, this meeting will be accessible to members and their proxyholders by videoconference or teleconference. However, members and their proxyholders who are not present in person at the meeting location cannot vote during the meeting. In order to have your vote counted if you are attending the meeting by videoconference or teleconference, you **MUST** indicate your voting preference by completing this form of proxy and submitting it to the Secretary of the of the Corporation in accordance with the instructions found on page 1 of this proxy form.
3. A proxy is valid only at the meeting in respect of which it is given or at a continuation of that meeting after an adjournment. A member may revoke a proxy by depositing an instrument or act in writing executed or, in Québec, signed by the member or by their agent or mandatary: (i) at the registered office of CBIA no later than the last business day preceding the day of the meeting, or the last business day preceding the day of the continuation of that meeting after an adjournment of that meeting, at which the proxy is to be used, or (ii) by sending an email to the Secretary at l.sullivan@lawyersfinancial.ca.
4. The membership represented by the proxy is to be voted for, or against, or withheld from voting in accordance with the instructions of the member stated herein. If the form of proxy is signed and returned without any indication as to how the proxyholder shall vote, the member confers authority to the proxyholder to exercise his or her discretion as to whether and how he or she votes on any other matters that arise at the meeting.