

## Directors' Report

### Proxies

Shareholders on record as at January 23, 2026 are entitled to appoint one or more proxies to attend and vote in their place. A proxy need not be a shareholder. Any instrument appointing a proxy must be sent by email to [agm@cibccaribbean.com](mailto:agm@cibccaribbean.com) by March 11, 2026.

The proxy is attached to this circular as Appendix 1. Proxy holders named in Appendix 1 are directors or officers of the Company. Unless you direct otherwise, these proxy holders will vote in favour of each resolution.

Shareholders who submit completed proxy forms may subsequently decide to attend the meeting but must use the registration information provided to their proxy to gain access to the meeting. Where a shareholder attends after having appointed a proxy, votes lodged by the proxy will be excluded.

### Documents Available for Inspection

There are no service contracts granted by the Company, or its subsidiary companies, to any director.

### Registered Office

Michael Mansoor Building, Warrens, St. Michael, Barbados, West Indies.

### Director Changes

Mr. David Collins joined the board of directors effective September 3, 2025. Mr. Collins replaced Mr. Alasdair Robertson, who resigned from the board effective October 31, 2024.

Mr. John Silverthorn resigned from the board of directors on December 11, 2025. Directors appointed Ms. Ellen Jacqueline Goldman to the board to fill the vacancy created by Mr. Silverthorn's resignation.

Ms. Paula Rajkumarsingh will retire from the board effective March 13, 2026 and will not stand for election.

### Directors' Shareholding

None of the current directors other than Mr. Mark St Hill and Mr. Willem 'Pim' van der Burg have ever owned shares in the Company.

### Senior Management Shareholding

The shareholding of senior management is as follows:

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	Beneficial Interest	Non-Beneficial Interest
1. Ms. Janine Billy	nil	nil
2. Mrs. Khadija Bourne	1,924	nil
3. Mr. Brian Clarke	nil	nil
4. Ms. Monique French	nil	nil
5. Mr. Carl Lewis	14,534	nil
6. Mr. Esan Peters	2,362	nil
7. Mr. Mark St. Hill	2,830	nil
8. Mr. Willem (Pim) van der Burg	12,465	nil
9. Ms. Donna Wellington	nil	nil
10. Mr. Doug Williamson	nil	nil

### Top Ten Shareholders as at October 31, 2025

Shareholder	Total Shareholding	Rank
CIBC Investments (Cayman) Limited	1,445,725,257	1
BCTSI - In Trust for Sagicor Equity Fund	13,054,143	2
National Insurance Board (Barbados)	12,819,355	3
Guardian Life of the Caribbean Limited	10,947,448	4
ESPP Main Plan (FirstCaribbean)	6,464,624	5
Trinidad & Tobago Unit Trust Corporation - FUS	6,050,818	6
Peter Wing Chuan Ayuen	4,610,000	7
FirstCaribbean (Jamaica) ESOP	3,078,273	8
Republic Bank Limited A/c 3243 01	3,040,000	9
TrinTrust Limited A/C 1088	3,025,000	10

### Financial Results and Dividends

The Company reported a profit for the period ending October 31, 2025. All statutory requirements for the period have been fulfilled.

2025 Dividend payments:

Type	Date of payment	Amount per common share
Regular dividend	January 17, 2025	US\$0.0125
Regular dividend	April 24, 2025	US\$0.0125
Regular dividend	July 18, 2025	US\$0.0125
Regular dividend	October 16, 2025	US\$0.0125

The total regular dividend for the year was US\$0.05 per common share.

### Share Capital

The Company is entitled to issue an unlimited number of common shares with no par value. The Company has 1,577,094,570 common shares issued and outstanding as at October 31, 2025.

CIBC Investments (Cayman) Limited held 91.67% of the Company's issued and outstanding common shares as at October 31, 2025.

### Substantial Interest as at October 31, 2025\*

CIBC Investments (Cayman) Limited  
1,445,725,257 (91.67%)

\*"Substantial Interest" means a holding of 5% or more of the Company's issued share capital.

### Auditors

Ernst & Young Ltd., Chartered Accountants, served as external auditors of the Company for the 2025 financial year. A resolution relating to the appointment of Ernst & Young Ltd. as auditors for the 2026 financial year will be proposed.

January 27, 2026

### Brian Clarke KC

General Counsel & Group Corporate Secretary  
CIBC Caribbean Bank Limited