

Liberty Bay Bank
19917 7th Ave NE, Suite 101
Poulsbo, WA 98370
(360)779-4567

Dear Shareholder,

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS
TO BE HELD Thursday, May 24, 2018

The Annual Meeting of Shareholders of Liberty Bay Bank will be held at **Liberty Bay Bank, 19917 Seventh Avenue NE Suite 101, Poulsbo, Washington on Thursday, May 24, 2018 at 6.00 p.m.**, local time, to consider and act upon the following matters:

1. Election of eight (8) members to the Board of Directors;
2. Such other business as may properly come before the meeting or any adjournments thereof.

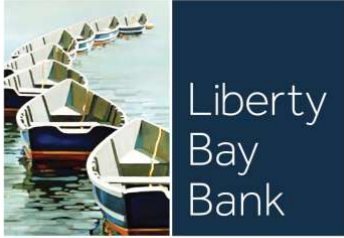
All shareholders are cordially invited to attend the meeting. Shareholders of record at the close of business on April 20, 2018, will be entitled to notice of the meeting and to vote at the meeting.

There will be a reception at the Bank at 5:00 p.m. preceding the business meeting at 6:00 p.m.

Richard C. Darrow, President and CEO
Poulsbo, Washington
April 25, 2018

Whether or not you expect to attend the meeting, please follow the enclosed instructions to vote your proxy online or by mail. Your proxy vote must be received by 11:00 a.m. on May 24, 2018

IMPORTANT ANNUAL MEETING INFORMATION



INSTRUCTIONS TO VOTE ONLINE

1. Go to www.transferonline.com/proxy
2. Enter your Proxy Code and Security Code
3. Press Submit
4. Make your selections
5. Press Vote Now

INSTRUCTIONS TO VOTE BY MAIL

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to:

TRANSFER ONLINE
 ATTN PROXY DEPARTMENT
 512 SE SALMON ST
 PORTLAND, OR 97214

SHAREHOLDER NAME:

PROXY CODE: 586

SECURITY CODE:

SHARES:

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

The Board of Directors recommends you vote FOR the following:

	For	Withhold
1. Election of Directors		
1A ERIC L. ANDERSON	<input type="checkbox"/>	<input type="checkbox"/>
2A RICHARD C. DARROW	<input type="checkbox"/>	<input type="checkbox"/>
3A JAMES A. FERRIS	<input type="checkbox"/>	<input type="checkbox"/>
4A CLIFTON K. MCKENZIE, III	<input type="checkbox"/>	<input type="checkbox"/>
5A JOSEPH C. MICHELSEN	<input type="checkbox"/>	<input type="checkbox"/>
6A WILLIAM L. PARNELL	<input type="checkbox"/>	<input type="checkbox"/>
7A RONALD E. ROARK	<input type="checkbox"/>	<input type="checkbox"/>
8A JEFFREY M. UBERUAGA	<input type="checkbox"/>	<input type="checkbox"/>

I choose to delegate my vote(s) to the designated Proxies named. In their discretion, the Proxies are authorized to vote upon the election of Directors and such other business as may properly come before the meeting.

I am unable to attend the shareholders' meeting. Please mail me a copy of the 2017 audited financial statements.

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign. If a corporation or partnership, please sign in full corporate or partnership name, by authorized officer.

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Signature [PLEASE SIGN WITHIN BOX] Date

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Signature (JointOwners) Date

PROXY CARD ENCLOSED HERE

ADDRESS 1
ADDRESS 2
CITY, STATE ZIP
COUNTRY

**LIBERTY BAY BANK
Annual Meeting of Shareholders
Called for Thursday, May 24, 2018
at 6:00 PM PST
This proxy is solicited by the Board of Directors**

The undersigned hereby appoints Clifton K. McKenzie, III and Jeffrey M. Uberuaga (with full power to act alone and to designate substitutes) proxies of the undersigned with authority to vote and act with respect to all shares of stock of Liberty Bay Bank which the undersigned would be entitled to vote at the Annual Meeting of Shareholders to be held on Thursday, May 24, 2018 at 6:00 p.m., local time, at the Bank's offices located at Liberty Bay Bank, 19917 Seventh Avenue NE Suite 101, Poulsbo, Washington, and any adjournments thereof, with all the powers the undersigned would possess if personally present, upon matters noted below and upon such other matters as may properly come before the meeting.

When properly executed, this Proxy will be voted in accordance with your instructions. If you give no instructions, this Proxy will be voted FOR the nominees for Director.

Continued and to be signed on reverse side