



AMMB Holdings Berhad

(Company No. 223035-V)
(Incorporated in Malaysia under the Companies Act 1965)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Sixth (26th) Extraordinary General Meeting of AMMB Holdings Berhad (the "Company") will be held at Manhattan II, Level 14, Berjaya Times Square Hotel & Convention Center, No. 1 Jalan Imbi, 55100 Kuala Lumpur, Malaysia on Thursday, 18 August 2011 at 10.30 a.m., or immediately following the conclusion of the Twentieth (20th) Annual General Meeting of the Company which will be held at the same venue on the same day at 10.00 a.m., whichever is later, or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions: -

ORDINARY RESOLUTION NO. 1:

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH AMCORP GROUP BERHAD GROUP

"**THAT** the shareholders' mandate for the Company and / or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Amcorp Group Berhad and any of its subsidiaries and / or associated companies ("**Amcorp Group**") which are necessary for the day-to-day operations of the Company and / or of its subsidiaries in the ordinary course of business on terms not more favourable to Amcorp Group than those generally available to the public and which are not detrimental to the minority shareholders of the Company, particulars of which are set out in Part 2.2.1 of Section 2.2 of the Circular to Shareholders dated 27 July 2011 be hereby renewed and to continue in force until the conclusion of the next Annual General Meeting of the Company and that disclosure be made in the annual report of the Company of the aggregate value of such transactions conducted pursuant to the shareholders' mandate granted herein during the financial year and **THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary or in the interests of the Company and / or its subsidiaries and to give effect to the transactions contemplated and / or authorised by this Resolution."

ORDINARY RESOLUTION NO. 2:

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED GROUP

"**THAT** the shareholders' mandate for the Company and / or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Australia and New Zealand Banking Group Limited and any of its subsidiaries and / or associated companies ("**ANZ Group**") which are necessary for the day-to-day operations of the Company and / or its subsidiaries in the ordinary course of business on terms not more favourable to ANZ Group than those generally available to the public and which are not detrimental to the minority shareholders of the Company, particulars of which are set out in Part 2.2.2 of Section 2.2 of the Circular to Shareholders dated 27 July 2011 be hereby renewed and to continue in force until the conclusion of the next Annual General Meeting of the Company and that disclosure be made in the annual report of the Company of the aggregate value of such transactions conducted pursuant to the shareholders' mandate granted herein during the financial year and **THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary or in the interests of the Company and / or its subsidiaries and to give effect to the transactions contemplated and / or authorised by this Resolution."

ORDINARY RESOLUTION NO. 3:

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH MODULAR CORP (M) SDN BHD GROUP

"**THAT** the shareholders' mandate for the Company and / or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Modular Corp (M) Sdn Bhd and any of its subsidiaries and / or associated companies ("**Modular Group**") which are necessary for the day-to-day operations of the Company and / or its subsidiaries in the ordinary course of business on terms not more favourable to Modular Group than those generally available to the public and which are not detrimental to the minority shareholders of the Company, particulars of which are set out in Part 2.2.3 of Section 2.2 of the Circular to Shareholders dated 27 July 2011 be hereby renewed and to continue in force until the conclusion of the next Annual General Meeting of the Company and that disclosure be made in the annual report of the Company of the aggregate value of such transactions conducted pursuant to the shareholders' mandate granted herein during the financial year and **THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary or in the interests of the Company and / or its subsidiaries and to give effect to the transactions contemplated and / or authorised by this Resolution."

ORDINARY RESOLUTION NO. 4:

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH CUSCAPI BERHAD GROUP

"**THAT** the shareholders' mandate for the Company and / or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Cuscap Berhad and any of its subsidiaries and / or associated companies ("**Cuscap Group**") which are necessary for the day-to-day operations of the Company and / or its subsidiaries in the ordinary course of business on terms not more favourable to Cuscap Group than those generally available to the public and which are not detrimental to the minority shareholders of the Company, particulars of which are set out in Part 2.2.4 of Section 2.2 of the Circular to Shareholders dated 27 July 2011 be hereby renewed and to continue in force until the conclusion of the next Annual General Meeting of the Company and that disclosure be made in the annual report of the Company of the aggregate value of such transactions conducted pursuant to the shareholders' mandate granted herein during the financial year and **THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary or in the interests of the Company and / or its subsidiaries and to give effect to the transactions contemplated and / or authorised by this Resolution."

ORDINARY RESOLUTION NO. 5:

PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH UNIGAYA PROTECTION SYSTEMS SDN BHD GROUP

"**THAT** the shareholders' mandate for the Company and / or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with Unigaya Protection Systems Sdn Bhd and any of its subsidiaries and / or associated companies ("**Unigaya Group**") which are necessary for the day-to-day operations of the Company and / or its subsidiaries in the ordinary course of business on terms not more favourable to Unigaya Group than those generally available to the public and which are not detrimental to the minority shareholders of the Company, particulars of which are set out in Part 2.2.5 of Section 2.2 of the Circular to Shareholders dated 27 July 2011 be hereby renewed and to continue in force until the conclusion of the next Annual General Meeting of the Company and that disclosure be made in the annual report of the Company of the aggregate value of such transactions conducted pursuant to the shareholders' mandate granted herein during the financial year and **THAT** the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary or in the interests of the Company and / or its subsidiaries and to give effect to the transactions contemplated and / or authorised by this Resolution."

Koid Phaik Gunn (MAICSA 7007433)
Group Company Secretary

Kuala Lumpur
27 July 2011

Notes: -

1. A shareholder of the Company entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy or an attorney need not be a shareholder of the Company. Under Section 149(1) of the Companies Act, 1965, if a proxy is not a shareholder, he must be an advocate, an approved company auditor or a person approved by the Registrar of Companies in a particular case.
2. An Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991, may appoint one proxy in respect of each securities account held with ordinary shares of the Company standing to the credit of the securities account. The proxy so appointed shall be the beneficial owner of the shares in the said securities account or a person as provided under Section 149(1) of the Companies Act, 1965.
3. The instrument appointing a proxy in the case of an individual shall be signed by the appointor or his attorney and in the case of a corporation, the instrument appointing a proxy or proxies must be under seal or under the hand of an officer or attorney duly authorised.
4. The instrument appointing the proxy must be deposited at the Registered Office of the Company at 22nd Floor, Bangunan AmBank Group, No. 55, Jalan Raja Chulan, 50200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the Extraordinary General Meeting. The last day and time for lodging the Form of Proxy is 16 August 2011 at 10:30 a.m.
5. Only Members whose names appear on the General Meeting Record of Depositors of the Company as at 11 August 2011 shall be eligible to attend the Extraordinary General Meeting.