

**AMMB Holdings Berhad**

(223035-V) (Incorporated in Malaysia)

# Form of Proxy

CDS ACCOUNT NO. OF AUTHORISED NOMINEE \* \_\_\_\_\_

I/We \_\_\_\_\_ FULL NAME IN CAPITAL LETTERS

Company No./NRIC No. \_\_\_\_\_ NEW \_\_\_\_\_ OLD

of \_\_\_\_\_ FULL ADDRESS

being a member of the above Company, hereby appoint \_\_\_\_\_

NRIC No. \_\_\_\_\_ NEW \_\_\_\_\_ OLD

or failing him/her \_\_\_\_\_

NRIC No. \_\_\_\_\_ NEW \_\_\_\_\_ OLD or failing him/her,

THE CHAIRMAN OF THE MEETING, as my/our proxy to vote for me/us and on my/our behalf at the Twentieth Annual General Meeting of the Company to be held at Manhattan II, Level 14, Berjaya Times Square Hotel & Convention Centre, No. 1 Jalan Imbi, 55100 Kuala Lumpur on Thursday, 18 August 2011 at 10:00 a.m. or at any adjournment thereof, as indicated below:

No.	Resolution	For	Against
1.	<b>Ordinary Business</b> Approve a final single tier dividend of 12% for the financial year ended 31 March 2011.		
2.	Approve the payment of Directors' fees of RM72,000.00 per annum for each Director for the financial year ended 31 March 2011.		
3.	Re-elect Y Bhg Tan Sri Datuk Dr Aris Osman @ Othman as Director under Article 89.		
4.	Re-elect Mr Cheah Tek Kuang as Director under Article 89.		
5.	Re-elect Dr Robert John Edgar as Director under Article 89.		
6.	Re-elect Y Bhg Datuk Rohana Mahmood as Director under Article 97.		
7.	Re-appoint Y Bhg Tan Sri Azman Hashim pursuant to Section 129 of the Companies Act, 1965.		
8.	Re-appoint Y A Bhg Tun Mohammed Hanif Omar pursuant to Section 129 of the Companies Act, 1965.		
9.	Re-appoint Y Bhg Dato' Izham Mahmud pursuant to Section 129 of the Companies Act, 1965.		
10.	Re-appoint Messrs Ernst & Young, the retiring Auditors, and to authorise the Directors to determine their remuneration.		
11.	<b>Special Business</b> Proposed Renewal of the Authority to Allot and Issue New Ordinary Shares in the Company, Pursuant to the Company's Executives' Share Scheme.		
12.	Proposed Renewal of the Authority to Allot and Issue New Ordinary Shares in the Company to Mr Cheah Tek Kuang, the Group Managing Director of the Company, Pursuant to the Company's Executives' Share Scheme.		
13.	Proposed Renewal of the Authority to Allot and Issue New Ordinary Shares in the Company, for the Purpose of the Company's Dividend Reinvestment Plan.		
14.	Authorise the Directors to issue shares pursuant to Section 132D of the Companies Act, 1965.		

Please indicate with an "X" in the spaces above how you wish your vote to be cast. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2011.

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:

Signature of Member/Common Seal \_\_\_\_\_

No. of Shares Held \_\_\_\_\_

Tel: \_\_\_\_\_ (O/H) \_\_\_\_\_ (H/P)

	NO. OF SHARES	PERCENTAGE
PROXY 1		
PROXY 2		
TOTAL		100%

**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 not less than 48 hours before the time appointed for holding the Annual General Meeting. The last day and time for lodging the Form of Proxy is Tuesday, 16 August 2011 at 10:00 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 Annual General Meeting.

\* Applicable to shares held through a nominee account.

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STAMP

The Registered Office  
**AMMB HOLDINGS BERHAD**  
22nd Floor, Bangunan AmBank Group  
No. 55, Jalan Raja Chulan  
50200 Kuala Lumpur  
Malaysia

Please fold here to seal