



December 25, 2002–
January 1, 2004
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AmBank Group

**PROXY FORM**

I/We _____

of _____

being a member of the above Company, hereby appoint _____

of _____

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 Forty-First Annual General Meeting of the Company to be held on 27 September 2004 and at any adjournment thereof, as indicated below: -

No.	Resolution	For	Against
1.	Receive the Audited Accounts for the year ended 31 March 2004 and the Reports of the Directors and Auditors thereon.		
2.	Declare a first and final dividend of 10.0% less tax for the year ended 31 March 2004.		
3.	Approve Directors' fees.		
4.	Re-elect Y Bhg Tan Sri Dato' Azman Hashim as Director under Article 89.		
5.	Re-elect Y Bhg Datuk Oh Chong Peng as Director under Article 97.		
6.	Re-elect Encik Sharkawi Bin Alis as Director under Article 97.		
7.	Appoint Messrs Ernst & Young as the Auditors of the Company, and to authorise the Directors to determine their remuneration.		
	SPECIAL BUSINESS		
8.	Authorise the Directors to issue shares pursuant to the Company's Employees' Share Option Scheme II.		
9.	Authorise the Directors to issue shares pursuant to Section 132D of the Companies Act, 1965.		

Please indicate with an "X" or a "✓" 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 _____ 2004

Number of shares held

Signature of Shareholder

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 a proxy must be deposited at the Registered Office of the Company at 22nd Floor, Bangunan AmBank Group, 55 Jalan Raja Chulan, 50200 Kuala Lumpur **not less than 48 hours** before the time appointed for holding the Meeting.

Please fold here to seal

STAMP

The Registered Office
AMFB HOLDINGS BERHAD
22nd Floor, Bangunan AmBank Group
55 Jalan Raja Chulan
50200 Kuala Lumpur
Malaysia

Please fold here to seal