

**COMPLIANCE WITH BURSA SECURITIES**

**Listing Requirements**

1. **Share Buy-back**
The Company has not purchased any of its own shares during the financial year ended 31 March 2009.

2. **Material Contracts**
There were no material contracts (not being a contract entered into in the ordinary course of business) entered into by the Group which involved directors and shareholders, either still subsisting at the end of the financial year or entered into since the end of the previous financial year.

3. **American Depositary Receipt (“ADR”) Or Global Depositary Receipt (“GDR”)**
The Company has not sponsored any ADR or GDR programme for the financial year ended 31 March 2009.

4. **Sanctions And/Or Penalties**
There were no sanctions and/or penalties imposed on the Company, directors or management by the relevant regulatory bodies during the financial year.

5. **Profit Guarantees**
During the financial year, there were no profit guarantees given by the Company.

6. **Revaluation Policy**
The Group has not revalued its landed properties and therefore has not adopted any revaluation policy as at date of this report.

7. **Utilisation Of Proceeds**
The fund raising exercise undertaken by the subsidiary of the Company is as follows:

<table>
<thead>
<tr>
<th>Description</th>
<th>Utilisation (RM’000)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Working Capital</td>
<td>496,913</td>
</tr>
<tr>
<td>Payment of issuance expense</td>
<td>1,087</td>
</tr>
<tr>
<td><strong>Total Proceeds</strong></td>
<td><strong>500,000</strong></td>
</tr>
</tbody>
</table>

The proceeds were and/or will be utilised by AmBank as follows:

-  Issuance of subordinated notes under Programme, comprising:
  - Issuance of non-cumulative perpetual capital securities by AmBank; and
  - Issuance of subordinated notes under a programme by AmPremier Capital Berhad, a wholly owned subsidiary of AmBank.

The proceeds were and/or will be utilised by AmBank as follows:

8. **Options, Warrants Or Convertible Securities**
As at 31 March 2009, there were no options or warrants outstanding. However, the following convertible securities were outstanding:

- RM575 million nominal value 10 year unsecured Exchangeable Bonds issued by AmBank on 18 May 2007, which are exchangeable into 194,915,254 new ordinary shares of the Company, to ANZ Funds Pty Ltd at an exchange price of RM2.95 per share.

9. **Variation In Results**
The Company has not made or published any profit forecast or projection in respect of the financial year ended 31 March 2009.

10. **Recurrent Related Party Transactions Of A Revenue Or Trading Nature**
Pursuant to paragraph 10.09(1) (b), Part E, Chapter 10 of the Listing Requirements of Bursa Malaysia, the details of the recurrent related party transactions conducted in financial year ended 31 March 2009 pursuant to the Shareholders’ Mandate is given in the Table below.

The Transacting Parties for all the Related Parties comprise AHB and its subsidiaries.

### Details Of Recurrent Related Party Transactions Conducted In Financial Year Ended 31 March 2009

#### Pursuant To Shareholders’ Mandate

<table>
<thead>
<tr>
<th>Related Parties</th>
<th>Nature of Transaction</th>
<th>Actual Value (RM’000)</th>
<th>Relationship with the Company</th>
</tr>
</thead>
<tbody>
<tr>
<td>MCM Consulting Sdn Bhd</td>
<td>Provision and sale of software and hardware equipment and provision of IT related services including provision of lighting hardware</td>
<td>8,639</td>
<td></td>
</tr>
<tr>
<td>MCM Systems Sdn Bhd</td>
<td>Provision of airline ticketing services</td>
<td>2,488</td>
<td></td>
</tr>
<tr>
<td>MCM Horizon Sdn Bhd</td>
<td>Provision of restaurant and hospitality services</td>
<td>100</td>
<td></td>
</tr>
<tr>
<td>MCM Wireless Sdn Bhd</td>
<td>Revenue sharing of income from sale of Telekom Malaysia’s calling card airtime through AmBank’s e-channel distribution platform</td>
<td>37</td>
<td></td>
</tr>
<tr>
<td>Harpers Travel (M) Sdn Bhd</td>
<td>Provision of air conditioning maintenance services</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Restoran Seri Melayu Sdn Bhd</td>
<td>Provision of security services including armed and unarmed guard services and security for cash in transit</td>
<td>149</td>
<td></td>
</tr>
<tr>
<td>Blue Star M&amp;E Engineering Sdn Bhd</td>
<td>Provision of electronic card technologies and services</td>
<td>1,964</td>
<td></td>
</tr>
<tr>
<td>Unigaya Projection System Sdn Bhd Group</td>
<td>Provision of technical services, technical systems capability, sales capabilities and products on foreign exchange, interest rate and commodities derivatives business</td>
<td>1,322</td>
<td></td>
</tr>
<tr>
<td>Modular Corp (M) Sdn Bhd Group</td>
<td>Provision of technology systems integration solutions and services</td>
<td>1,051</td>
<td></td>
</tr>
<tr>
<td>Australia and New Zealand Banking Group Limited (“ANZ”)</td>
<td>-</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Cuscapi Berhad</td>
<td>-</td>
<td>-</td>
<td></td>
</tr>
</tbody>
</table>

**Notes:**

1. IT consultancy related services consist of, but are not limited to, the following services:
   a. design, development and customisation of software;
   b. integration, installation, implementation, testing and commissioning of software on the designated systems;
   c. provision of maintenance services and upgrades to the existing mainframe related applications and systems;
   d. development, optimisation and implementation of the website; and
   e. provision of project management services.

2. The provision of technical services includes, but is not limited to, the following services:
   a. strategic business leadership, experience and know how;
   b. secondment of key ANZ resources to AmBank;
   c. technology and systems capabilities;
   d. foreign exchange, interest rate and commodities derivatives trading and sales solutions/products;
   e. distribution platform and processes documentation;
   f. market risk management tools, models, processes, procedures and policies;
   g. credit and risk management process and tools;
   h. global research capacity;