

# 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 2010.

## 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 2010.

## 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 Raised from Corporate Proposals

(a) During the financial year, the Company completed the special issue of 96,300,000 new ordinary shares of RM1.00 each ("Special Issue Shares") at the issue price RM2.77 per share to eligible Bumiputra shareholders to enable the Company to comply with the Bumiputra equity condition imposed by the SC pursuant to its approval for the equity participation of Australia and New Zealand Banking Group Limited in the Company. The

total proceeds of RM266.7 million were utilised for working capital requirements.

- (b) During the financial year, AmBank launched and issued two (2) tranches of Innovative Tier-1 Capital Securities ("IT1") amounting to RM485 million under a RM500 million IT1 Programme. The first tranche amounting to RM300 million was issued on 18 August 2009 and a second tranche amounting to RM185 million was issued on 30 September 2009. The proceeds were utilised by AmBank for general working capital.
- (c) On 10 December 2009 AmBank has issued the seven (7) tranches of Medium Term Notes amounting to RM1,558 million under a RM2.0 billion nominal value Medium Term Note Programme. The proceeds were utilised by AmBank for general working capital and refinancing Tier 2 subordinated bonds/loans of AmBank.

## 8. Options or Convertible Securities

On 3 August 2009, the entire RM575 million nominal value 10-year unsecured subordinated exchangeable bonds issued by AmBank on 18 May 2007 were exchanged into 194,915,254 new ordinary shares of the Company at an exchange price of RM2.95 per share by ANZ Funds Pty Ltd.

## 9. Variation in Results

There was no profit forecast, projection or unaudited results made or announced for the financial year ended 31 March 2010.

## 10. Recurrent Related Party Transactions of a Revenue or Trading Nature

Pursuant to paragraph 10.09(2)(b), Part E, Chapter 10 of the Listing Requirements of Bursa Malaysia, the details of the recurrent related party transactions conducted with the Related Parties and their respective subsidiaries and associated companies, where applicable, during the financial year ended 31 March 2010 pursuant to the Shareholders' Mandate, are as set out in the table below.

### Details of the Recurrent Related Party Transactions

Related Parties	Nature of Transaction	Actual Value (RM'000)	Relationship with the Company
Amcorp Group Berhad	Provision and sale of software and hardware equipment and provision of IT related services <sup>1</sup> including provision of lighting hardware	7,730	Companies in which a Director and major shareholder were deemed to have an interest
	Revenue sharing of income from sale of Telekom Malaysia's calling card airtime through AmBank's e-channel distribution platform	41	
	Provision of airline ticketing services	2,112	
	Provision of restaurant and hospitality services	75	
	Provision of air conditioning maintenance services	2	
Unigaya Protection Systems Sdn Bhd	Provision of security services including armed and unarmed guard services and security for cash in transit	161	
Modular Corp (M) Sdn Bhd	Provision of electronic card technologies and services	2,251	
Australia and New Zealand Banking Group Limited	Provision of technical services, technical systems capability, sales capabilities and products on foreign exchange, interest rate and commodities derivatives business <sup>2</sup>	6,685	
Cuscapi Berhad	Provision of technology systems integration solutions and services	337	

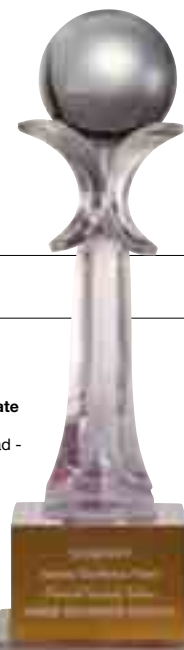
Note:

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 are 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) international business transformation experience and skills; and
- (i) global research capacity.



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