

**AmBank Group****AMMB Holdings Berhad**
(223035-V) (Incorporated in Malaysia)

Form of Proxy

CDS ACCOUNT NO. OF AUTHORISED NOMINEE * _____

I/We _____ (full name in capital letters)

NRIC No./Company No. _____ (New) _____ (Old)

of _____ (full address)

being a member of AMMB Holdings Berhad, 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 Twenty-Fourth Annual General Meeting of the Company to be held at Manhattan II, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur on Thursday, 20 August 2015 at 10.00 a.m. or at any adjournment thereof, as indicated below:

No.	Resolution	For	Against
Ordinary Business			
1.	Approve a final single tier dividend of 15.3% for the financial year ended 31 March 2015.		
2.	Approve the payment of Directors' fees of RM2,150,411.00 for the financial year ended 31 March 2015.		
3.	Re-elect Y Bhg Dato' Rohana binti Mahmood as Director under Article 89.		
4.	Re-elect Mr Shayne Cary Elliott as Director under Article 89.		
5.	Re-elect Y Bhg Dato' Seri Ahmad Johan bin Mohammad Raslan as Director under Article 97.		
6.	Re-elect Mr Chin Yuen Yin as Director under Article 97.		
7.	Re-elect Ms Suzette Margaret Corr as Director under Article 97.		
8.	Re-elect Mr Voon Seng Chuan as Director under Article 97.		
9.	Re-appoint Y Bhg Tan Sri Azman Hashim pursuant to Section 129 of the Companies Act, 1965.		
10.	Re-appoint Y A Bhg Tun Mohammed Hanif bin Omar pursuant to Section 129 of the Companies Act, 1965.		
11.	Re-appoint Messrs Ernst & Young, the retiring Auditors, and authorise the Directors to determine their remuneration.		
Special Business			
12.	Proposed Renewal of the Authority to Allot and Issue New Ordinary Shares in 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 _____ 2015.

Signature of Member/Common Seal

No. of Shares Held _____

Tel: _____ (O/H) _____ (H/P)

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

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

Notes:

- (1) A member of the Company entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint not more than two (2) proxies to attend and vote instead of him. Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.
- (2) A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the AGM shall have the same rights as the member to speak at the AGM.
- (3) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account. The appointments shall be invalid unless the proportion of shareholdings to be represented by each proxy are specified in the instrument appointing the proxies.

- (4) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA. The appointments shall be invalid unless the proportion of shareholdings to be represented by each proxy are specified in the instrument appointing the proxies.
- (5) The instrument appointing a proxy in the case of an individual shall be signed by the appointor or of his attorney duly authorised in writing or, 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.

- (6) The instrument appointing a proxy must be deposited at the office of the Company's Share Registrar, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PUJ 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or any adjournment thereof.
- (7) Only Members whose names appear on the Record of Depositors of the Company as at 13 August 2015 shall be eligible to attend the AGM.

* Applicable to shares held through a nominee account.

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AFFIX
STAMP

The Share Registrar for AMMB Holdings Berhad
Symphony Share Registrars Sdn Bhd
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan
Malaysia

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