

PROXY FORM FOR THE ANNUAL ORDINARY GENERAL MEETING

I, the undersigned _____, being a shareholder in Bank ABC (Arab Banking Corporation B.S.C.) appoint Mr./Ms. _____ to represent me and vote on my behalf in the Annual Ordinary General Meeting to be held at ABC Tower, Diplomatic Area, Kingdom of Bahrain at 12 noon on Sunday, 24 March 2019, or any subsequent adjournment of that meeting.

Authorisation for the following:

	YES	NO	ABSTAIN
1. To approve the minutes of the past annual ordinary general meeting of the Bank dated 25 March 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To discuss and approve the Report of the Board of Directors about the activities of the Bank for the financial year ended 31 December 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To consider and acknowledge the Report of the Auditors concerning the Consolidated Financial Statements for the financial year ended 31 December 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To discuss and approve the Consolidated Financial Statements for the financial year ended 31 December 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To approve the recommendation of the Board of Directors for appropriation of profits for the financial year ended 31 December 2018 as follows:			
5.1 The transfer of US\$20,199,200 to the legal reserve.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.2 Cash payment of 3% dividend or 3 cents for each outstanding share (net of treasury shares) for approximately a total of US\$92.9 million starting from 3 April 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.3 Transfer of the remaining balance of US\$88,858,800 to the retained earnings.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To update the Meeting on the market making arrangement approved by the shareholders to enhance the liquidity of Bank ABC's shares, and, subject to the approval of the Central Bank of Bahrain, authorize the Board to take all necessary steps to renew the market making arrangement and extend its operation for up to a further three years term.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To discuss and approve the Corporate Governance Report for the year 2018 as per the requirements of the Central Bank of Bahrain.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To absolve the Directors from liability for the financial year ended 31 December 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Subject to approval of the Central Bank of Bahrain, to re-appoint Messrs Ernst & Young as auditors of the Bank for the financial year ending 31 December 2019, and to authorise the Board of Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Subject to the approval of the Central Bank of Bahrain, to elect Members for the Board of Directors on its Thirteenth Term.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Update on related party transactions pursuant to Article 189 (c) of the Commercial Companies' Law and as set out in note 27 of the Consolidated Financial Statements for the financial year ended 31 December 2018.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Any other business under article 207 of the Commercial Companies Law.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Shareholder No: _____

No. of Shares: _____

Percentage: _____ %

Signature: _____

Date: _____

Note:

1. The proxy form should be deposited at least 24 hours prior to the proposed date for holding the AGM with the registrars, Karvy Computershare of PO Box 514, Manama, Kingdom of Bahrain, Fax No. +973 17 212 055.
2. The above appointed proxy shall neither be the Chairman nor a director or an employee of the Bank.