

**PROXY TO ATTEND  
THE ORDINARY GENERAL MEETINGS OF ITHMAAR BANK B.S.C.**

**(27 March 2011 or such other day as notified)**

We, \_\_\_\_\_ being a shareholder in Ithmaar Bank B.S.C. ("Company") do hereby appoint \_\_\_\_\_ to represent us and vote on our behalf at the Company's Shareholders Ordinary General Meeting which will be held on Sunday, 27 March 2011, at 4 o'clock p.m. or such other day as notified, at the Movenpick Hotel, Manama, Kingdom of Bahrain. The said proxy / attorney is authorized to vote on our behalf in the following matters

<b>Resolutions</b>	<b>Yes</b>	<b>No</b>
1. To ratify the minutes of the previous Ordinary General Meeting of the Company held on 28 March 2010.		
2. To discuss and approve the Company's Consolidated Financial Statements for the financial year ended 31 December 2010.		
3. To adopt the Board of Directors' recommendation to transfer the 2010 loss of U.S. Dollars 150,149,821 to the accumulated losses.		
4. To discharge the members of the Board of Directors of the Company from any liability for the year ended 31 December 2009.		
5. To approve the Board of Director's plan and program for implementation and compliance of the Corporate Governance Code.		
6. To appoint or re-appoint the Company's Auditors for 2011, after obtaining the approval of the Central Bank of Bahrain and to authorize the Board of Directors to determine their remuneration.		
7. To ratify the appointment of the Sharia'a Supervisory Board.		
8. To appoint or re-appoint the Company's Share Registrar.		

Shareholder Number:

Shareholder Name:

Number of shares:

Signature:

Date:

Note:

- 1) Proxy form may be obtained from our web site: [www.ithmaarbank.com](http://www.ithmaarbank.com) or from the Share Registrar M/S KPMG, Al Hedaya Building II, 5th Floor, Government Avenue. Proxy must be deposited with KPMG, Shares Department, Tel: +973 17215080; Fax: +973 17212055; email: [bh-dlsharesusers@kpmg.com.bh](mailto:bh-dlsharesusers@kpmg.com.bh), P. O. Box 710, Manama, Kingdom of Bahrain, at least 24 hours prior to the meeting.
- 2) The proxy shall neither be the Chairman nor a director or an employee of the Company, and the proxy shall not represent more than 5% of the issued share capital of the Company.
- 3) For more information, please refer to the Shareholders' Affairs Department at Ithmaar Bank B.S.C. on the following numbers: Tel: +973 17584023 Fax: +973 17585119