



Proxy to vote in the Annual General Meeting
(31 March 2015 or any other postponed day)

I hereby ----- as Ithmaar Bank B.S.C. (the "Bank") Shareholder, do hereby appoint Mr. ----- as representative and proxy on my behalf to attend the Bank's Annual General Meeting which will be held at the meeting hall on Tuesday 31st March 2015 starting at 01:00 pm, at Palmyra Meeting Room, 2nd floor, Ramee Grand Hotel, Seef District, Kingdom of Bahrain The said proxy is authorized to vote on my behalf in the following matters:

Resolutions	Yes	No
1) To read and approve the minutes of the Ordinary General Meeting held on 30 March 2014.		
2) To discuss and approve the Report of the Board of Directors on the Bank's operations for the financial year ended 31 st December 2014.		
3) To discuss and approve the Consolidated Financial Statements for the year ended 31 st December 2014.		
4) To adopt the Board of Directors recommendations to transfer the consolidated loss of the year 2014 of USD 15,012,146 to the accumulated loss.		
5) To discuss and approve the report on the Bank's Corporate Governance for the financial year 2014 and the Bank's compliance with the requirements of the Central Bank of Bahrain.		
6) To adopt the Staff Variable Incentive Policy Framework.		
7) To discharge the members of the Board of Directors of the Company from any liability resulting from all actions taken during the financial year ended 31 st December 2014.		
8) To approve the Board of Directors' recommendation on re-appointment of the External Auditors, PricewaterhouseCoopers for the year 2015, and to authorize the Board of Directors to fix their remuneration.		
9) Any arising business matters in accordance to Article 207 of the Commercial Companies Law.		

Shareholder No.

Shareholder Name:

Number of Shares:

Signature:

Date:

2015

Notes:

- 1) The proxy form for attending the meeting may be obtained from the Company's website www.ithmaarbank.com or from the share registrar, Karvy Computershare WLL, 7th Floor, Al-Zamil Tower, office No. 74, telephone: +973 17215080, Fax: +973 17212055, email: bahrain.helpdesk@karvy.com, PO Box 514, Manama, kingdom of Bahrain. Proxy must be deposited with the said Share Registrar at least 24 hours prior to the meeting.
- 2) The proxy shall neither be the Chairman nor a Director or an employee of the Bank
- 3) For more information please contact the Shareholders Affairs Department at Ithmaar Bank B.S.C on the following numbers: Tel: +973 17584023, Fax: +973 17585119.