

FORM OF PROXY

MBf HOLDINGS BERHAD

(5223-K) (Incorporated in Malaysia)



No. of Shares Held

CDS Account No.

I/We _____ (NRIC/Passport/Company No. _____)
(BLOCK LETTERS)

of _____

being a Member/Members of **MBf HOLDINGS BERHAD**, do hereby appoint _____

_____ (NRIC/Passport No. _____)

of _____

representing _____ percentage (%) of my/our shareholdings in the Company and/or failing him/her _____

_____ (NRIC/Passport No. _____)

of _____

representing _____ percentage (%) of my/our shareholdings in the Company or failing him/her/them, **the Chairman of the Meeting** as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the 47th Annual General Meeting of the Company to be held at Kinabalu Auditorium, The Podium Auditorium & Conference Centre, Ground Floor, Menara Hap Seng, Jalan P. Ramlee, 50250 Kuala Lumpur on Tuesday, 29 June 2010 at 10.00 a.m. or any adjournment thereof.

My/our proxy/proxies is/are to vote in the manner indicated below with an "X" in the appropriate spaces. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/her/their discretion.

NO.	ORDINARY RESOLUTIONS	FOR	AGAINST
AS ORDINARY BUSINESS			
1	To receive and adopt the Audited Financial Statements for the financial year ended 31 December 2009 together with the Reports of the Directors and Auditors thereon.		
2	To approve the payment of a final dividend of 10 sen per share less income tax of 25% for the financial year ended 31 December 2009.		
3	To approve the payment of Directors' Fees for the financial year ended 31 December 2009.		
4	To re-elect as Director, Martin Richard Haeger, who is retiring pursuant to Article 96 of the Company's Articles of Association.		
5	To re-elect as Director, Abdul Rahman Bin Achmed, who is retiring pursuant to Article 96 of the Company's Articles of Association.		
6	To re-appoint Messrs. Ernst & Young as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.		
AS SPECIAL BUSINESS			
7	Authority to issue shares pursuant to Section 132D of the Companies Act, 1965.		
8	Proposed renewal of shareholder mandate for existing recurrent related party transactions and new shareholder mandate for additional recurrent related party transaction of a revenue or trading nature.		

Dated this _____ day of _____ 2010.

Signature(s)/Common Seal

Notes:

• A member of the Company entitled to attend and vote at this Meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. A proxy need not be a member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company. Where a member appoints two (2) proxies, the member shall specify the proportion of his shareholding to be represented by each proxy, failing which, the appointment shall be invalid.

• The instrument appointing the proxy/proxies shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation under its Common Seal or the hand of its attorney.

• All forms of proxy must be deposited at the Registered Office of the Company at Level 17, Menara MBf, Jalan Sultan Ismail, 50250 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the Meeting or at any adjournment thereof.

• Only members registered in the Record of Depositors on or before 5.00 p.m. on 23 June 2010 shall be eligible to attend this meeting.