



## MALAYSIA AIRPORTS HOLDINGS BERHAD

(Company No.: 487092-W)  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting ("EGM") of Malaysia Airports Holdings Berhad ("MAHB" or "Company") will be held at Gateway Ballroom, Level 1, Pan Pacific Kuala Lumpur International Airport Hotel, Kuala Lumpur International Airport, Jalan CTA 4B, 64000 KLIA, Sepang, Selangor Darul Ehsan on Friday, 30 November 2012 at 10.00 a.m. or at any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolution, with or without modifications:

#### ORDINARY RESOLUTION

#### **PROPOSED DIVIDEND REINVESTMENT PLAN THAT PROVIDES THE SHAREHOLDERS OF MAHB ("SHAREHOLDERS") THE OPTION TO ELECT TO REINVEST THEIR CASH DIVIDEND IN NEW ORDINARY SHARES OF RM1.00 EACH IN MAHB ("MAHB SHARES") ("PROPOSED DRP")**

"THAT subject to the approvals of the relevant regulatory authorities for the Proposed DRP being obtained and to the extent permitted by law:

- (i) the Proposed DRP which shall upon such terms and conditions as the Directors, at their sole and absolute discretion, deem fit be and is hereby approved;
- (ii) the Directors of the Company be and are hereby authorised:
  - (a) to establish and implement the Proposed DRP;
  - (b) to determine, at their sole and absolute discretion, whether the Proposed DRP will apply to any dividends declared (whether interim, final, special or any other cash dividend) and/or approved by the Company and in respect of the financial year ending 31 December 2012;
  - (c) to allot and issue such number of new MAHB Shares from time to time as may be required to be allotted and issued pursuant to the Proposed DRP ("New Shares"); and
  - (d) to do all such acts and enter into all such transactions, arrangements, deeds, undertakings and documents as may be necessary or expedient in order to give full effect to the Proposed DRP with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed or agreed to by any relevant authorities (if any) or consequent upon the implementation of the said conditions, modifications, variations and/or amendments, or by the Directors as they, in their absolute discretion, deem fit and in the best interest of the Company;

THAT the new MAHB Shares shall, upon allotment and issue, rank *pari passu* in all respects with the existing MAHB Shares, save and except that they shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid prior to or on the date of allotment of the New Shares;

AND THAT no document pertaining to the Proposed DRP shall be issued or sent to the Shareholders having addresses outside Malaysia in the Company's Record of Depositors or who have not provided an address in Malaysia at which such documents may be delivered to."

By Order of the Board

**SABARINA LAILA BINTI DATO' MOHD HASHIM (LS 0004324)**

Company Secretary

Sepang, Selangor Darul Ehsan  
14 November 2012

#### Notes:

1. All resolutions at the meeting will be decided on a show of hands, unless otherwise instructed.
2. A member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company.
3. The instrument appointing a proxy shall be in printing or writing under the hand of the appointer or his duly constituted attorney, or if such appointer is a corporation, under its common seal or the hand and seal of its attorney.
4. The instrument appointing the proxy must be deposited at the registered office of the Company at Malaysia Airports Corporate Office, Persiaran Korporat KLIA, 64000 KLIA, Sepang, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time set for holding the meeting or any adjournment thereof.
5. Please note that in order to attend and vote at the meeting, a member must be registered in the Record of Depositors at 4.00 p.m. on 23 November 2012 in accordance with Article 48(2) of the Company's Articles of Association. Any changes in the entries on the Record of Depositors after the abovementioned date and time shall be disregarded in determining the rights of any person to attend and vote at the meeting.
6. Please be reminded that the EGM is a private meeting between the Directors, Shareholders, proxies, duly authorised representatives, and the auditors. As such, non-Shareholders are barred from entering the meeting. However, any disabled Shareholder may be allowed to enter the meeting accompanied by a person who is not a Shareholder.
7. Shareholders' attention is hereby drawn to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, which allows a member of the Company which is an exempt authorised nominee, as defined under the Securities Industry (Central Depositories) Act, 1991, who holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account") to appoint multiple proxies in respect of each Omnibus Account it holds.