

**NOTIFICATION TO SHAREHOLDERS IN RELATION TO
24TH ANNUAL GENERAL MEETING OF MALAYSIA AIRPORTS HOLDINGS BERHAD**

25 May 2023

Dear Shareholders,

We refer to the Notice of Twenty-Fourth Annual General Meeting (“24th AGM” or “the Meeting”) of Malaysia Airports Holdings Berhad (“MAHB” or “the Company”) dated 28 April 2023 (“Notice of 24th AGM”) which was duly announced to Bursa Malaysia Securities Berhad (“Bursa Securities”) on 27 April 2023.

The Company wishes to inform that the Notice of 24th AGM is amended by way of an addendum (“Addendum”) as follows:-

- a. To withdraw the following Ordinary Resolutions:
 - i. Ordinary Resolution 3 on re-election of Datuk Johan Mahmood Merican who retires pursuant to Rule 132 of the Constitution of the Company.
 - ii. Ordinary Resolution 4 on re-election of Tan Sri Mohamad Salim Fateh Din who retires pursuant to Rule 132 of the Constitution of the Company.
 - iii. Ordinary Resolution 7 on re-election of Datuk Azailiza Mohd Ahad who retires pursuant to Rule 134 of the Constitution of the Company.
- b. To include a new Ordinary Resolution 9 on re-election of Ramanathan Sathiamutty who retires pursuant to Rule 134 of the Constitution of the Company.

The withdrawal of Ordinary Resolutions 3, 4 and 7 is pursuant to the resignation of Datuk Johan Mahmood Merican, Tan Sri Mohamad Salim Fateh Din and Datuk Azailiza Mohd Ahad from the Board of Directors of the Company as announced to Bursa Securities on 22 May 2023. These Ordinary Resolutions are no longer applicable and will not be put forward for voting at the 24th AGM. Meanwhile, the inclusion of Ordinary Resolution 9 is for purposes of compliance with Rule 134 of the Constitution of the Company in relation to retirement of Directors by rotation.

The Addendum shall be deemed to be part of the Notice of 24th AGM and notes provided therein.

Please find enclosed the following documents which are also available on the Company’s website at <https://mahb.listedcompany.com/ar.html> and Bursa Securities’s website at <https://www.bursamalaysia.com/>:-

- a. Addendum;
- b. Statement Accompanying Addendum to the Notice of 24th AGM; and
- c. Revised Form of Proxy.

Save for the abovementioned amendments, all other information contained in the Notice of 24th AGM, Original Form of Proxy, and AGM Administrative Details remains valid and unchanged.

Thank you for your continuous support to the Company.

**ADDENDUM TO THE NOTICE OF THE 24TH ANNUAL GENERAL MEETING OF
MALAYSIA AIRPORTS HOLDINGS BERHAD**

Pursuant to the resignation of Datuk Johan Mahmood Merican, Tan Sri Mohamad Salim Fateh Din and Datuk Azailiza Mohd Ahad from the Board of Directors of Malaysia Airports Holdings Berhad (“MAHB” or “the Company”) as announced to Bursa Malaysia Securities Berhad on 22 May 2023, **NOTICE IS HEREBY GIVEN** by way of an addendum (“Addendum”) to the Notice of Twenty-Fourth Annual General Meeting (“24th AGM” or “the Meeting”) dated 28 April 2023 (“Notice of 24th AGM”) to withdraw Ordinary Resolutions 3, 4 and 7 as set out in the Notice of 24th AGM and include the following additional Ordinary Resolution as Ordinary Business to be put forward to the members for approval at the 24th AGM, which will be held physically at Gateway Ballroom, Level 1, Sama-Sama Hotel, KL International Airport, Jalan CTA 4B, 64000 KLIA, Sepang, Selangor Darul Ehsan (“Main Venue”), and virtually through live streaming hosted on Securities Services e-Portal (“e-Portal”) at <https://sshsb.net.my/> (“Virtual Platform”) on Thursday, 1 June 2023 at 11:00 a.m. or any adjournment thereof:

10. To re-elect Ramanathan Sathiamutty who retires in accordance with Rule 134 of the Constitution of the Company, and being eligible, offers himself for re-election. **Ordinary Resolution 9**
Please refer to Explanatory Note 6

The existing agenda 10 in the Notice of 24th AGM shall be renumbered to agenda 11. The numbering of all other proposed resolutions in the Notice of 24th AGM remains unchanged.

Any reference to Datuk Johan Mahmood Merican, Tan Sri Mohamad Salim Fateh Din and Datuk Azailiza Mohd Ahad found in the Explanatory Notes 3 and 4 to the Notice of 24th AGM shall be disregarded.

By Order of the Board

ZAWARDI SALLEH

SSM PC No.: 202008003088

MAICSA 7026210

Company Secretary

Sepang, Selangor Darul Ehsan
25 May 2023

Notes to the Addendum

1. Mode and Venue of the Meeting

The 24th AGM of the Company will be held on a hybrid basis whereby members will be able to either attend the Meeting in person at the Main Venue or participate virtually via the Virtual Platform. Kindly refer to the AGM Administrative Details for a full guide to attending in person and participating virtually in the 24th AGM.

Section 327(2) of the Companies Act 2016 requires the chairman of the meeting to be present at the main venue of the meeting. Therefore, the main venue of the 24th AGM is Gateway Ballroom, Level 1, Sama-Sama Hotel, KL International Airport, Jalan CTA 4B, 64000 KLIA, Sepang, Selangor Darul Ehsan. The Virtual Platform will be hosted on the e-Portal at <https://sshbsb.net.my/> (MYNIC Domain Registration No.: D4A004360) provided by SS E Solutions Sdn Bhd in Malaysia.

The primary mode of communication by the participants during the conduct of the 24th AGM is via physical presence in person for those who are attending at the Main Venue and real-time text messaging facility on the e-Portal for those who are participating virtually via the Virtual Platform. In the event of any technical issue with the Virtual Platform mode, participants may email their questions relevant to the business of the 24th AGM to eservices@sshbsb.com.my during the Meeting.

2. Members Entitled to Attend and Participate

Only a depositor whose name appears on the Record of Depositors as of 25 May 2023 shall be regarded as a member and entitled to attend, participate and vote at the Meeting or appoint proxy to attend, participate and vote on his behalf at the Meeting.

A member of the Company who is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account") may appoint multiple proxies in respect of each Omnibus Account it holds.

3. Appointment of Proxy

A member shall be entitled to appoint another person or persons as his proxy to exercise all or any of his rights to attend, participate, speak and vote at the Meeting. Such proxy need not be a member of the Company.

A member may appoint any person to be his proxy without limitation. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.

Any corporation which is a member may, by a resolution of its directors or other governing body, authorise such person as it thinks fit to act as its representative at the Meeting.

The instrument appointing a proxy shall be in print or in 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.

The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority shall be deposited not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof in the following manner:

a. In hardcopy

The original instrument must be deposited by hand at the registered office of the Company at Malaysia Airports Corporate Office, Persiaran Korporat KLIA, 64000 KLIA, Sepang, Selangor Darul Ehsan ("Registered Office").

The instrument may be submitted via email at agm@malaysiaairports.com.my or fax at 03-8777 7512. However, the original instrument must be deposited at the Registered Office by hand or post.

b. By electronic means

The instrument may also be lodged electronically via the e-Portal. The procedure to submit the instrument electronically is set out in the AGM Administrative Details.

4. **Voting**

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 24th AGM and Addendum will be put to vote by way of poll.

At the 24th AGM, members will be able to vote either in person if they are attending physically at the Main Venue or via the e-Portal if they are participating virtually via the Virtual Platform.

Additional Notes to the Addendum

1. **Validity of Notice of 24th AGM**

The Addendum shall be deemed to be part of the Notice of 24th AGM and notes provided therein. The withdrawal of Ordinary Resolutions 3, 4 and 7 as set out in the Notice of 24th AGM and inclusion of additional Ordinary Resolution 9 in the Addendum does not affect the validity of the Notice of 24th AGM in respect of the remaining resolutions to be put forward to the members for approval at the 24th AGM.

2. **Revised Form of Proxy**

The revised Form of Proxy attached to the Addendum ("Revised Form of Proxy") **does not invalidate** the original Form of Proxy which was circulated together with the Notice of 24th AGM ("Original Form of Proxy") or any proxy votes already submitted in respect of the remaining resolutions to be put forward to the members for approval at the 24th AGM. Any votes received in respect of the withdrawn Ordinary Resolutions **will no longer be valid and will not be counted**.

If the Company receives both the duly executed Original Form of Proxy and Revised Form of Proxy from a member, **the latter shall supersede the former.**

In the event the Company does not receive the duly executed Revised Form of Proxy within the required timeframe, **the member who has deposited the duly executed Original Form of Proxy in the manner stated in the Notice of 24th AGM within the required timeframe is deemed to have appointed and authorised his proxy under the Original Form of Proxy to vote or abstain from voting on the additional Ordinary Resolution 9 as the proxy deems fit.**

Explanatory Note on Additional Ordinary Resolution

6. Re-election of Director under Rule 134 of the Constitution of the Company

Rule 134 of the Constitution of the Company states that at the AGM in every subsequent year, one-third of the directors for the time being or the number nearest to one-third shall retire from office. The retiring directors are eligible for re-election and shall act as directors throughout the meeting at which they retire.

Pursuant to Rule 134, Ramanathan Sathiamutty will retire from office, and being eligible, has offered himself for re-election at the 24th AGM.

The Board had, on 22 May 2023, carried out and the necessary assessment and concluded to recommend a resolution to be put forward to the members for approval on re-election of the retiring Director who is seeking re-election at the 24th AGM based on the satisfaction of the fit and proper criteria prescribed by Directors' Fit and Proper Policy.

**STATEMENT ACCOMPANYING ADDENDUM TO
THE NOTICE OF 24TH ANNUAL GENERAL MEETING**

Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad:

Director who is standing for re-election at the 24th Annual General Meeting (“24th AGM”)

The profile of Ramanathan Sathiamutty, who is standing for re-election at the 24th AGM and details of his interest in the securities of the Company are set out in the sections titled “Board of Directors’ Profile” and “Analysis of Shareholdings” of the Annual Report 2022.

REVISED FORM OF PROXY

Malaysia Airports Holdings Berhad
 Registration No. 199901012192 (487092-W)
 Incorporated in Malaysia



CDS Account No.	
No. of Shares Held	

I/We _____ NRIC/Passport/Registration No. _____
 [FULL NAME IN CAPITAL LETTERS]

of _____
 [FULL ADDRESS]

being a member(s) of MALAYSIA AIRPORTS HOLDINGS BERHAD (“MAHB” or “the Company”), hereby appoint(s):

Full name (in capital letters):	NRIC/Passport no.:	Proportion of shareholdings	
		No. of shares	%
Address:	Email:		
	Contact no.:		
Member to indicate with an ‘X’ in either one of below:			
<input type="checkbox"/> Proxy attends via the e-Portal (Proxy needs to sign up a user account on the e-Portal)		<input type="checkbox"/> Proxy attends at the Main Venue	

and

Full name (in capital letters):	NRIC/Passport no.:	Proportion of shareholdings	
		No. of shares	%
Address:	Email:		
	Contact no.:		
Member to indicate with an ‘X’ in either one of below:			
<input type="checkbox"/> Proxy attends via e-Portal (Proxy needs to sign up a user account on the e-Portal)		<input type="checkbox"/> Proxy attends at the Main Venue	

or failing whom, *the CHAIRMAN OF THE MEETING as *my/our proxy in *my/our absence to attend, participate and vote for *me/us and on *my/our behalf at the Twenty-Fourth Annual General Meeting (“24th AGM” or “the Meeting”) of the Company to be held physically at Gateway Ballroom, Level 1, Sama-Sama Hotel, KL International Airport, Jalan CTA 4B, 64000 KLIA, Sepang, Selangor Darul Ehsan (“Main Venue”) and virtually through live streaming hosted on the Securities Services e-Portal (“e-Portal”) at <https://sshb.net.my/> (“Virtual Platform”) on Thursday, 1 June 2023 at 11:00 a.m. and at any adjournment thereof on the resolutions as set out in the Notice of 24th AGM dated 28 April 2023 (“Notice of 24th AGM”) and Addendum to the Notice of 24th AGM dated 25 May 2023 (“Addendum”).

*My/our proxy is to vote as indicated in the relevant box below:

* *Strike out whichever is not applicable.*

Please refer to the Notice of 24th AGM and Addendum for the full wording of the below resolutions.

ORDINARY RESOLUTION NO.	RESOLUTIONS	FOR	AGAINST
1	To approve the payment of Directors' fees and benefits of up to RM4,500,000.00		
2	To re-elect Tan Sri Datuk Zainun Ali		
3	To re-elect Datuk Johan Mahmood Merican	WITHDRAWN	
4	To re-elect Tan Sri Mohamad Salim Fateh Din	WITHDRAWN	
5	To re-elect Cheryl Khor Hui Peng		
6	To re-elect Dato' Ir. Mohamad Husin		
7	To re-elect Datuk Azailiza Mohd Ahad	WITHDRAWN	
8	To re-appoint Ernst & Young PLT as Auditors of the Company and authorise the Directors to fix their remuneration		
9	To re-elect Ramanathan Sathiamutty (New resolution)		

Please indicate with an 'X' in the space provided for each resolution as how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain from voting on the resolutions at his discretion.

Signed this _____ day of _____, 2023.

Signature/Common Seal of Member(s)

Notes:

1. A member shall be entitled to appoint another person or persons as his proxy to exercise all or any of his rights to attend, participate, speak and vote at the Meeting. Such proxy need not be a member of the Company.
2. A member may appoint any person to be his proxy without limitation. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
3. Any corporation which is a member may, by a resolution of its directors or other governing body, authorise such person as it thinks fit to act as its representative at the Meeting.
4. The instrument appointing a proxy shall be in print 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.
5. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notorially certified copy of that power or authority shall be deposited not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof in the following manner:
 - a. In hardcopy
The original instrument must be deposited by hand at the registered office of the Company at Malaysia Airports Corporate Office, Persiaran Korporat KLIA, 64000 KLIA, Sepang, Selangor Darul Ehsan ("Registered Office").
The instrument may be submitted via email at agm@malaysiaairports.com.my or fax at 03-8077 7512. However, the original instrument must be deposited at the Registered Office by hand or post.
 - b. By electronic means
The instrument may also be lodged electronically via the e-Portal. The procedure to submit the instrument electronically is set out in the AGM Administrative Details.

6. Only a depositor whose name appears on the Record of Depositors as of 25 May 2023 shall be regarded as a member and entitled to attend, participate and vote at the Meeting or appoint proxy to attend, participate and vote on his behalf at the Meeting.
 7. A member of the Company who is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“Omnibus Account”) may appoint multiple proxies in respect of each Omnibus Account it holds.
 8. The revised Form of Proxy attached to the Addendum (“Revised Form of Proxy”) **does not invalidate** the original Form of Proxy which was circulated together with the Notice of 24th AGM (“Original Form of Proxy”) or any proxy votes already submitted in respect of the remaining resolutions to be put forward to the members for approval at the 24th AGM. Any votes received in respect of the withdrawn Ordinary Resolutions **will no longer be valid and will not be counted**.
 9. If the Company receives both the duly executed Original Form of Proxy and Revised Form of Proxy from a member, **the latter shall supersede the former**.
 10. In the event the Company does not receive the duly executed Revised Form of Proxy within the required timeframe, **the member who has deposited the duly executed Original Form of Proxy in the manner stated in the Notice of 24th AGM within the required timeframe is deemed to have appointed and authorised his proxy under the Original Form of Proxy to vote or abstain from voting on the additional Ordinary Resolution 9 as the proxy deems fit.**
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STAMP

The Company Secretary
Malaysia Airports Holdings Berhad
Registration No. 199901012192 (487092-W)
Malaysia Airports Corporate Office
Persiaran Korporat KLIA
64000 KLIA, Sepang
Selangor Darul Ehsan
