

NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES

TERMS DEFINED IN THE ABRIDGED PROSPECTUS DATED 26 FEBRUARY 2015 ("ABRIDGED PROSPECTUS") SHALL HAVE THE SAME MEANINGS WHEN USED IN THIS NOTICE OF PROVISIONAL ALLOTMENT ("NPA") UNLESS OTHERWISE STATED. THE PROVISIONAL RIGHTS SHARES ARE PRESCRIBED SECURITIES PURSUANT TO SECTION 14(5) OF THE SICDA AND THEREFORE, ALL DEALINGS IN SUCH PROVISIONAL RIGHTS SHARES WILL BE GOVERNED BY THE SICDA AND THE RULES OF BURSA DEPOSITORY.

**MALAYSIA AIRPORTS HOLDINGS BERHAD**

(Company No. 487092-W)

(Incorporated in Malaysia under the Companies Act, 1965)

RENOUNCEABLE RIGHTS ISSUE OF 275,308,267 NEW ORDINARY SHARES OF RM1.00 EACH IN MALAYSIA AIRPORTS HOLDINGS BERHAD ("MAHB" OR "COMPANY") ("SHARES") ("RIGHTS SHARES") ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY FIVE (5) EXISTING SHARES HELD AS AT 5.00 P.M. ON 26 FEBRUARY 2015 ("ENTITLEMENT DATE"), AT AN ISSUE PRICE OF RM4.78 PER RIGHTS SHARE ("RIGHTS ISSUE")

Joint Principal Advisers, Joint Managing Underwriters and Joint Underwriters

Joint Underwriter



CIMB Investment Bank Berhad (18417-M)
(A Participating Organisation of Bursa Malaysia Securities Berhad)



Maybank Investment Bank Berhad (19338-M)
(A Participating Organisation of Bursa Malaysia Securities Berhad)



JPMorgan Securities (Malaysia) Sdn Bhd (18146-X)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

To: Our Entitled Shareholders

Dear Sir/Madam,

Our Board has provisionally allotted to you the number of Provisional Rights Shares as indicated below, in accordance with the approval of Bursa Securities vide its letters dated 28 November 2014 and 5 December 2014 and the ordinary resolution passed by our shareholders at the EGM held on 23 December 2014 in relation to the Rights Issue.

We wish to advise that the following number of Provisional Rights Shares in respect of the Rights Issue have been confirmed by Bursa Depository and upon acceptance will be credited into your CDS Account subject to the terms and conditions stated in the Abridged Prospectus and the RSF issued by our Company.

The Provisional Rights Shares are made subject to the provisions in the Abridged Prospectus issued by our Company. Bursa Securities has already prescribed the securities of our Company listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Provisional Rights Shares are prescribed securities and as such, all dealings in the Provisional Rights Shares will be by book entries through CDS Accounts and will be governed by the SICDA and the Rules of Bursa Depository.

ALL THE RIGHTS SHARES TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS SHARES INTO THE CDS ACCOUNTS OF THE ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S)/TRANSFeree(S) (IF APPLICABLE). NO PHYSICAL SHARE CERTIFICATES WILL BE ISSUED.

It is the intention of our Board to allot the Excess Rights Shares, if any, in a fair and equitable manner to the Entitled Shareholders and/or their renounees/transferees (if applicable) who have applied for the Excess Rights Shares in the following order of priority:

- firstly, to minimise the incidence of odd lots;
- secondly, on a pro-rata basis and in board lot to our Entitled Shareholders who have applied for the Excess Rights Shares, taking into consideration their respective shareholdings as per their CDS Accounts in our Company as at the Entitlement Date on a board lot basis;
- thirdly, on a pro-rata basis and in board lot to our Entitled Shareholders who have applied for the Excess Rights Shares, taking into consideration the quantum of their respective Excess Rights Shares applied for; and
- lastly, on a pro-rata basis and in board lot to the renounees/transferees who have applied for the Excess Rights Shares, taking into consideration the quantum of their respective Excess Rights Shares applied for.

In the event of any Excess Rights Shares balance after the above allocations are completed, the balance will be allocated in the processes set out in (ii) to (iv) above.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER

NUMBER OF SHARES HELD AS AT 5.00 P.M. ON 26 FEBRUARY 2015	NUMBER OF PROVISIONAL RIGHTS SHARES ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM4.78 PER RIGHTS SHARE (RM)

IMPORTANT RELEVANT DATES AND TIMES:

Entitlement Date	Thursday, 26 February 2015 at 5.00 p.m.
Last date and time for the sale of the Provisional Rights Shares	Thursday, 5 March 2015 at 5.00 p.m.
Last date and time for the transfer of the Provisional Rights Shares	Tuesday, 10 March 2015 at 4.00 p.m.
Last date and time for acceptance and payment for the Provisional Rights Shares	Friday, 13 March 2015 at 5.00 p.m.*
Last date and time for application and payment for the Excess Rights Shares	Friday, 13 March 2015 at 5.00 p.m.*

* or any such later date and time as our Board and the Joint Underwriters may, at their absolute discretion, decide and announce, but not less than two (2) Market Days before such stipulated date and time.

By order of the Board

SABARINA LAILA BINTI DATO' MOHD HASHIM
(LS 0004324)
Company Secretary

Share Registrar
SECURITIES SERVICES (HOLDINGS) SDN BHD (36869-T)
Level 7, Menara Milenium
Jalan Damanlela, Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Malaysia
Tel: 03 - 2084 9000
Fax: 03 - 2094 9940

THIS NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES IS DATED 26 FEBRUARY 2015

* Please delete whichever is not applicable.

NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT. IN ACCORDANCE WITH THE REQUIREMENTS OF THE CMSA, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS.

IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY. ALL ENQUIRIES CONCERNING THE RIGHTS ISSUE SHOULD BE ADDRESSED TO THE SHARE REGISTRAR OF THE COMPANY, SECURITIES SERVICES (HOLDINGS) SDN BHD, LEVEL 7, MENARA MILENIUM, JALAN DAMANLELA, PUSAT BANDAR DAMANSARA, DAMANSARA HEIGHTS, 50490 KUALA LUMPUR, MALAYSIA. INVESTORS SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES TO BEFORE COMPLETING AND SIGNING THIS RSF.

This RSF, together with the NPA and the Abridged Prospectus (collectively, the "Documents") are only despatched to our Entitled Shareholders who have provided our Share Registrar with a registered address in Malaysia and whose names appear in our Record of Depositors at 5.00 p.m. on 26 February 2015. The Documents are not intended to be (and will not be) issued, circulated, or distributed and the Rights Issue will not be made or offered or deemed to be made or offered for purchase or subscription, in any countries or jurisdictions other than Malaysia or to persons who are or may be subject to the laws of any countries or jurisdictions other than the laws of Malaysia. The Rights Issue to which the Abridged Prospectus relates are only available to persons receiving the Documents within Malaysia. No action has been or will be taken to ensure that the Rights Issue and the Documents comply with the laws of any countries or jurisdictions other than the laws of Malaysia. It shall be the sole responsibility of the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) who are or may be subject to the laws or jurisdictions of countries other than the laws of Malaysia to consult their legal advisers as to whether the acceptance or renunciation of all or any part of their entitlements under the Rights Issue, would result in the contravention of any laws of such countries or jurisdictions. Neither, MAHB, the Joint Managing Underwriters, the Joint Underwriters, and other professional advisers or any of their respective directors and officer's or affiliates shall accept any responsibility or liability and hereby disclaim any responsibility or liability in the event any acceptance and/or renunciation and/or transfer (as the case may be), application for excess or the subscription, offer, sale, resale, pledge or other transfer of the Rights Shares made by any of the Entitled Shareholder and/or their renouncee(s)/transferee(s) (if applicable) is or shall become illegal, unenforceable, voidable or void in any countries or jurisdictions in which the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) are residents.

A copy of the Abridged Prospectus has been registered with the SC. The registration of the Abridged Prospectus should not be taken to indicate that the SC recommends the Rights Issue or assumes responsibility for the correctness of any statement made or opinion or report expressed in the Abridged Prospectus. The SC has not, in any way, considered the merits of the securities being offered for investment. A copy of the Documents has also been lodged with the CCM, who takes no responsibility for the contents of the Documents. In accordance with Section 232 of the CMSA, this RSF must not be circulated unless accompanied by a copy of the Abridged Prospectus. The Abridged Prospectus shall be valid for a period of twelve (12) months from 26 February 2015, being the date of issue of the Abridged Prospectus.

The approval from our shareholders for amongst others, the Rights Issue was obtained at our EGM held on 23 December 2014. The approval from Bursa Securities for amongst others, the listing of and quotation for the Rights Shares on the Main Market of Bursa Securities was also obtained via its letters dated 28 November 2014 and 5 December 2014. The admission of the Rights Shares to the Official List of Bursa Securities and listing of and quotation for the Rights Shares will commence after, among others, receipt of confirmation from Bursa Depository that all the CDS Accounts of the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) have been duly credited and notices of allotment have been despatched to them. The listing and quotation of the Rights Shares on the Bursa Securities are in no way reflective of the merits of the Rights Issue.

The Documents, have been seen and approved by our Board and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts the omission of which would make any statement in these Documents false or misleading.

The Provisional Rights Shares are prescribed securities pursuant to Section 14(5) of the SICDA and therefore, the SICDA and the Rules of the Bursa Depository shall apply in respect of dealings of the Provisional Rights Shares.

Unless otherwise stated, the unit of currency used in this RSF is RM and sen. Terms defined in the Abridged Prospectus shall have the same meanings when used in these Documents, unless they are otherwise defined here or other context otherwise requires.

INSTRUCTIONS:**(i) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT**

This RSF is valid for acceptance until 5.00 p.m. on Friday, 13 March 2015, or such later date and time as our Board and the Joint Underwriters may at their absolute discretion decide and announce, but not less than two (2) Market Days before such stipulated date and time ("**Closing Date**").

If acceptance and payment(s) in the manner specified herein are not received by the Share Registrar by the Closing Date for any of the Provisional Rights Shares allotted to you, such Provisional Rights Shares shall be deemed to have been declined and will be cancelled. Such Provisional Rights Shares not taken up will be allotted to the applicants applying for Excess Rights Shares, and subsequently to the Joint Underwriters, if the Rights Shares are not fully taken up by such applicants in the manner as set out in the Abridged Prospectus and Note (iii) below.

(ii) FULL OR PART ACCEPTANCE OF THE RIGHTS SHARES

If you wish to accept the Provisional Rights Shares allotted to you either in full or in part, please complete Parts I(A) and II of this RSF and return this RSF, together with the appropriate remittance made in RM in the form of Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a Bank or Post Office in Malaysia and must be made payable to "**MAHB RIGHTS ISSUE ACCOUNT**" and crossed "**A/C PAYEE ONLY**" and endorsed on the reverse side with your name in block letters and CDS Account number, for the full and exact amount payable for the Provisional Rights Shares accepted, to be received by the Share Registrar by the Closing Date. Cheques or any other mode of payments are not acceptable.

If acceptance and payment for the Provisional Rights Shares is not received by the Share Registrar by the Closing Date, such Provisional Rights Shares will be deemed to have been declined and will be cancelled. Our Board will then have the right to allot such Rights Shares not taken up, first, to applicants applying for Excess Rights Shares in the manner as stated in Note (iii) below.

The remittance must be made for the full and exact amount payable for the Provisional Rights Shares accepted. Any excess or insufficient payment may be rejected at the absolute discretion of our Board. No acknowledgement will be issued. Proof of time of postage shall not constitute proof of receipt by the Share Registrar. However, if your application is successful, a notice of allotment will be despatched to you by ordinary post to the address stated in this RSF within eight (8) Market Days from the Closing Date or such other period as may be prescribed or allowed by Bursa Securities.

If you wish to accept part of your Provisional Rights Shares, please complete Parts I(A) and II of this RSF by specifying the number of Provisional Rights Shares which you are accepting and deliver the completed RSF together with the relevant payment to the Share Registrar by the Closing Date.

You should note that all RSF and remittances lodged with the Share Registrar will be irrevocable and cannot be subsequently withdrawn. In respect of unsuccessful or partially accepted applications, the full and exact amount or the surplus application monies, as the case may be, will be refunded without interest within fifteen (15) Market Days from the Closing Date by ordinary post to the address stated in the Record of Depositors at your own risk.

(iii) APPLICATION FOR EXCESS RIGHTS SHARES

If you and/or your renouncee(s)/transferee(s) (if applicable) wish to apply for Excess Rights Shares in addition to those provisionally allotted to you and/or your renouncee(s)/transferee(s) (if applicable), please complete Part I(B) of this RSF (in addition to Parts I(A) and II) and forward this completed and signed RSF together with a separate remittance for the full and exact amount payable in respect of the Excess Rights Shares applied for to the Share Registrar. Payment for the Excess Rights Shares applied for should be made in the same manner described in Note (ii) above, with remittance in the form of Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a Bank or Post Office in Malaysia and made payable to "**MAHB EXCESS RIGHTS SHARES ACCOUNT**" and crossed "**A/C PAYEE ONLY**" and endorsed on the reverse side with your name in block letters and CDS Account number to be received by the Share Registrar by the Closing Date. No acknowledgement will be issued for the receipt of the Excess Rights Shares applications. However, a notice of allotment will be despatched to you by ordinary post to the address stated in this RSF within eight (8) Market Days from the Closing Date or such other period as may be prescribed or allowed by Bursa Securities.

In respect of unsuccessful or partially successful Excess Rights Shares applications, the full and exact amount or the surplus application monies (as the case may be) will be refunded without interest within fifteen (15) Market Days from the Closing Date by ordinary post to the address shown in the Record of Depositors provided by Bursa Depository at the applicant's own risk.

It is the intention of our Board to allot the Excess Rights Shares, if any, in a fair and equitable manner to the Entitled Shareholders and/or their renouncees/transferee(s) (if applicable) who have applied for the Excess Rights Shares in the following order of priority:

- firstly, to minimise the incidence of odd lots;
- secondly, on a pro-rata basis and in board lot to our Entitled Shareholders who have applied for the Excess Rights Shares, taking into consideration their respective shareholdings as per their CDS Accounts in our Company as at the Entitlement Date on a board lot basis;
- thirdly, on a pro-rata basis and in board lot to our Entitled Shareholders who have applied for the Excess Rights Shares, taking into consideration the quantum of their respective Excess Rights Shares applied for; and
- lastly, on a pro-rata basis and in board lot to the renouncees/transferees who have applied for the Excess Rights Shares, taking into consideration the quantum of their respective Excess Rights Shares applied for.

In the event of any Excess Rights Shares balance after the above allocations are completed, the balance will be allocated in the processes set out in (b) to (d) above.

Nevertheless, our Board reserves the right to allot any Excess Rights Shares applied for in such manner as they deems fit and expedient, and in the best interest of our Company, subject always to such allocation being made on a fair and equitable basis, and that the intention of our Board as set out in the basis of allotment of the Excess Rights Shares above is achieved. Our Board also reserves the right at its absolute discretion to accept any application for the Excess Rights Shares, in full or in part, without assigning any reason therefor.

(iv) SALE/TRANSFER OF THE PROVISIONAL RIGHTS SHARES

Subject to the restrictions on the offering, selling and transfer applicable to the Provisional Rights Shares and Rights Shares as set out in Appendix III of the Abridged Prospectus as well as the provisions of Section 11.8 of the Abridged Prospectus as the Provisional Rights Shares are prescribed securities. If you wish to sell/transfer all or part of your Provisional Rights Shares to your renouncee(s)/transferee(s) (if applicable), you may do so immediately through your stockbroker without first having to request the Company for a splitting of the Provisional Rights Shares standing to the credit of your CDS Account. To sell/transfer all or part of your Provisional Rights Shares, you may sell such entitlement of the Provisional Rights Shares on the open market of Bursa Securities or transfer such entitlement to such persons as may be allowed pursuant to the Rules of Bursa Depository.

In selling/transferring all or part of your Provisional Rights Shares, you and/or your renouncee(s)/transferee(s) (if applicable) need not deliver any document, including this RSF, to the stockbroker. However, you and/or your renouncee(s)/transferee(s) (if applicable) must ensure that you have sufficient Provisional Rights Shares standing to the credit of your CDS Account for settlement of the sale or transfer.

The purchaser(s)/renouncee(s)/transferee(s) may obtain a copy of the Abridged Prospectus and this RSF for the acceptance of his/her/their rights from his/her/their stockbroker, the Share Registrar's office or Bursa Securities' website at <http://www.bursamalaysia.com>.

If you have sold only part of the Provisional Rights Shares, you may still accept the balance of your Provisional Rights Shares by completing Parts I(A) and II of this RSF.

(v) GENERAL INSTRUCTIONS

- All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- Rights Shares subscribed by the Entitled Shareholders and/or their renouncee(s)/transferee(s) will be credited into their respective CDS Accounts as shown in the Bursa Depository's Record of Depositors.
- Any interest or other benefit accruing on or arising from or in connection with any application monies shall be for the benefit of our Company and our Company shall not be under any obligation to account for such interest or other benefit to you.
- The contract arising from the acceptance of the Provisional Rights Shares by you shall be governed by and construed in accordance with the laws of Malaysia, and you shall be deemed to have irrevocably and unconditionally submitted to the exclusive jurisdiction of the courts of Malaysia in respect of any matter in connection with this RSF and the contract.
- Our Company reserves the right to accept or reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to.
- Malaysian Revenue Stamp (NOT POSTAGE STAMP) of Ringgit Malaysia Ten (RM10.00) must be affixed on this RSF.
- The Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) should note that this RSF and remittances so lodged with the Share Registrar shall be irrevocable and may not subsequently be withdrawn.