

VISION

To be one of the leading gateway and transshipment ports of call in the world while continuing to be the pride of Malaysia on employee relations, customer satisfaction and corporate citizenship.

MISSION

To conduct our business with operational excellence and integrity to create value for all our stakeholders.



ADMINISTRATIVE GUIDE FOR THE SHAREHOLDERS

TWENTY-SEVENTH ANNUAL GENERAL MEETING (“27TH AGM”) AND EXTRAORDINARY GENERAL MEETING (“EGM”)

1. Meeting : **27th AGM**
Day and date : **Tuesday, 5 May 2020**
Time (Malaysia time) : **2.00 p.m.**
Venue** : 3rd Floor, Tower Block, Jalan Pelabuhan Barat, Pulau Indah, 42009 Port Klang, Selangor Darul Ehsan, Malaysia
2. Meeting : **EGM**
Day and date : **Tuesday, 5 May 2020**
Time (Malaysia time) : **3.00 p.m. or immediately following the conclusion of the 27th AGM of the Company to be conducted at the same venue at 2.00 p.m. on the same day or at any adjournment thereof, whichever is later**
Venue** : 3rd Floor, Tower Block, Jalan Pelabuhan Barat, Pulau Indah, 42009 Port Klang, Selangor Darul Ehsan, Malaysia

Dear Shareholders,

Greeting from Westports Holdings Berhad!

We refer to our earlier announcements as follows:-

1. Announcement made on 23 March 2020 in relation to the Notice of 27th AGM, as well as the postcard dispatched to our shareholders detailing the administrative guide on our AGM; and subsequently, the announcements made on 13 April 2020 pertaining to the Postponement of 27th AGM and 17 April 2020 pertaining to the Notice of Postponement of the 27th AGM.
2. Announcement made on 17 April 2020 in relation to the Notice of EGM.

Due to the unprecedented circumstances arising from the measures that have been implemented nationally to limit the spread of the coronavirus disease (“**Covid-19**”), and in particular, the Government of Malaysia (“**Government**”)’s official guidance for practising social distancing, **the Company will conduct the 27th AGM and EGM entirely via remote participation and electronic voting (collectively referred hereinafter as “online AGM and EGM” or “electronic AGM and EGM”).**

*** The venue stated above is just to inform shareholders where the electronic AGM and EGM production and streaming would be conducted from.*

The Company invites shareholders to participate in the upcoming AGM and EGM from their home or office and follow the entire proceedings as the AGM and EGM would be conducted electronically or remotely. The electronic AGM and EGM will be conducted in accordance with the practices that have already been adopted by other internationally developed capital markets. The online AGM and EGM is transparent, has a high level of integrity and is environmentally friendly. Our approach also supports the Government’s initiative to ban mass gathering as part of its safety measure to contain the spread of Covid-19, while concurrently observes AGM deadline as stipulated in the Companies Act 2016. Furthermore, throughout the years, the resolutions in our AGM have been passed electronically, and the adoption of a fully online AGM and EGM is one step ahead for good corporate governance practice.

The above decision is made pursuant to Section 327 of the Companies Act 2016 and Clause 81 of the Company’s Constitution.

ONLINE REQUEST FOR PRINTED REPORT(S)

Go digital and go paperless to help our environment.

As part of our dedicated commitment to sustainable practices, the following documents can be downloaded from the Company's website. Please access the online softcopy through your device by scanning this QR code for the:

Follow the steps below to scan the QR Code reader in 3 easy steps:



Download the "QR Code Reader" on App Store or Play Store



Run the QR Code Reader App and point your camera to the QR Code



Get access to the softcopy of annual report



27th AGM

- Annual Report 2019
- Sustainability Report 2019
- Notice of the 27th AGM and Notice of the Postponement of the 27th AGM
- Form of Proxy
- Corporate Governance Report 2019



EGM

- Circular to Shareholders in relation to the proposed acquisition by Westports Malaysia Sdn Bhd, a wholly-owned subsidiary of Westports Holdings Berhad ("WHB"), of a parcel of leasehold land held under Pajakan Negeri (PN) 7374, Lot No. 72778, Mukim and District of Klang, State of Selangor Darul Ehsan measuring about 146.4 hectares (361.762 acres) from Pembinaan Redzai Sdn Bhd for a total cash consideration of RM393,958,900 ("**Proposed Acquisition**")
- Notice of the EGM
- Form of Proxy

Shareholders who wish for a printed copy of the documents should submit their request online at <http://www.westportsholdings.com/> and must provide all the required information accurately, i.e. full name, CDS Account Number, full mailing address and shareholder's mobile number. Westports is collaborating with South Pole <https://www.southpole.com/> whereby a requester is strongly encouraged to offset the carbon emissions arising from the production and delivery of the report to your doorsteps.



South Pole is a global sustainability solutions provider that works with businesses and governments across the globe to help realize decarbonization across industries, based on a thorough understanding of climate risks and opportunities in specific sectors, as well as the highest emission reduction standards. South Pole has set up a minimal carbon offset of 1 tCO₂e for Westports for each shareholder requesting a hard copy of the report.

Under normal circumstances, the above documents would be sent to you within four (4) working days after receiving your request. However, due to the Movement Control Order ("MCO") implemented by Government throughout the nation, the printer can only commence work after the end of the MCO period on 28 April 2020 or any other date which is subject to the Government's decision. There is also additional delivery time from the printer to the Company and subsequently to the requester's address. We therefore kindly seek your patience and understanding on printing and delivering of the documents to you.

Since the 27th AGM and EGM will be conducted electronically, there will be **NO DISTRIBUTION of the Annual Report 2019 or Circular to Shareholders on the Proposed Acquisition during the meetings.**

No Vouchers/Door Gifts

There will be **NO VOUCHER(S) or any door gift(s) for shareholders/proxies who participate in the AGM and EGM.**

Entitlement to Participate and Vote

In respect of deposited securities, only members whose names appear on the Record of Depositors on **20 April 2020** (General Meeting Record of Depositors) shall be eligible to participate in the AGM and EGM or appoint proxy(ies) to participate and/or vote on his/her behalf.

Form(s) of Proxy

Shareholders are encouraged to go online, participate, and vote at the 27th AGM and EGM using remote participation and electronic voting facilities. If you are not able to participate in the online AGM and EGM, you can appoint the Chairman of the meeting as your proxy and indicate the voting instructions in the proxy form(s).

Please take note that you **must** complete the respective proxy form(s) for the respective AGM and EGM should you wish to appoint a proxy(ies).

You may download the Form(s) of Proxy for both AGM and EGM from our website at <http://www.westportsholdings.com/>.

Please ensure that the original form is deposited at the Share Registrar's office not less than 48 hours before the time appointed for holding the meeting. We do not acknowledge receipt of the Form(s) of Proxy.

WESTPORTS HOLDINGS BERHAD

Registration No. 199301008024 (262761-A)
c/o Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

Office : +60 3 7890 4700

Fax : +60 3 7890 4670

Alternatively, you may deposit your proxy form(s) by electronic means through the Share Registrar's website, Boardroom Smart Investor Online Portal. Kindly follow the link at <https://www.boardroomlimited.my/> to login and deposit your proxy form electronically, also 48 hours before the meeting.

The instrument appointing a proxy, that has been deposited at the office of the Company's Share Registrar prior to this announcement, shall remain valid, unless a new instrument appointing a proxy is deposited at the office of the Company's Share Registrar which will supersede the previous instrument deposited (if any).

Revocation of Proxy

If you have submitted your Form(s) of Proxy and subsequently decide to appoint another person or wish to participate in our electronic AGM and EGM by yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy 48 hours before the meeting(s).

Voting Procedure

1. The voting will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Boardroom Share Registrars Sdn Bhd as Poll Administrator to conduct the poll by way of electronic voting (e-Voting). The Company will also be appointing scrutineers to verify the poll results.
2. During the online AGM and EGM, the Chairman will invite the Poll Administrator to brief on the e-Voting housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.
3. For the purposes of this online AGM and EGM, e-Voting will be carried out via personal smart mobile phones, tablets or personal computer/ laptops.
4. There are 3 methods for members and proxies who wish to use their personal voting device to vote remotely. The methods are:-



Download the free **Lumi AGM** from Apple App Store or Google Play Store prior to the meeting; **OR**



Use QR Scanner Code given to you in the email; **OR**



Go to the website with URL <https://web.lumiagm.com/>.

5. The Scrutineers will verify the poll result reports upon the closing of the poll session by the Chairman. Scrutineers will announce the results thereafter, and the Chairman will declare whether the resolutions put to the vote were successfully carried or not.
6. In accordance with the Company's Constitution, members are entitled to vote at the online AGM and EGM either personally or by proxy, based on the General Meeting Record of Depositors. Any eligible Voting Member unable to participate electronically is entitled to appoint a proxy to participate in the online AGM and EGM instead.
7. Even though the AGM and EGM use the same administrative procedure, they are deemed as separate meetings. Therefore, shareholders that have login in for the **AGM must logout and then re-login again to participate in the EGM.**

Steps for registration for remote participation and electronic voting

1. Please note that the Remote Participation and Electronic Voting is available to
 - (i) Individual member;
 - (ii) Corporate shareholder;
 - (iii) Authorised Nominee; and
 - (iv) Exempt Authorised Nominee.
2. You will be able to view a live webcast of the AGM and EGM proceedings, pose questions to the board, and submit your votes in real-time whilst the meeting is in progress.
3. Kindly follow the steps below on how to request for a login ID and password. Please note that shareholders are required to request for two (2) Login IDs and passwords if you intend to participate in both online AGM and EGM.

Step 1 – Register Online with Boardroom Smart Investor Portal (for first time registration only)

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2. Submit request for Remote Participation user ID and password.]

- a. Access website <https://boardroomlimited.my>
- b. Click <<Login>> and click <<Register>> to sign up as a user.
- c. Complete registration and upload softcopy of MyKAD (front and back) or Passport.
- d. Please enter a valid email address and wait for Boardroom's email verification.
- e. Your registration will be verified and approved within one business day and an email notification will be provided.

Step 2 – Submit Request for Remote Participation User ID and Password

[Note: The registration for remote access will be opened on 20 April 2020 (Date of Postponement Notice of AGM and Date of Notice of EGM).]

Individual Members

If you intend to

- Login to <https://boardroomlimited.my> using your user id and password above.
- Select "Hybrid/Virtual Meeting" from main menu and select the correct Corporate Event "**WHB 27th Virtual AGM**" and/or "**WHB Virtual EGM**".
- Enter your CDS Account.
- Read and agree to the terms & condition and thereafter submit your request.

Corporate Shareholders

- Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Certificate of Appointment of Corporate Representative or Form of Proxy to submit the request.
- Please provide a copy of Corporate Representative's MyKad (Front and Back) as well as his/her email address.

Authorised Nominee and Exempt Authorised Nominee

- Write in to bsr.helpdesk@boardroomlimited.com by providing the name of Member, CDS Account Number accompanied with the Form of Proxy to submit the request.
- a. You will receive notification(s) from Boardroom that your request(s) has been received and is/are being verified.
 - b. Upon system verification against the General Meeting Record of Depositories as at 20 April 2020, you will receive an email from Boardroom either approving or rejecting your registration for remote participation.
 - c. You will also receive your remote access user ID and password along with the email from Boardroom if your registration is approved.
 - d. Kindly be informed that if you are registering for WHB 27th Virtual AGM as well as WHB Virtual EGM, you will be receiving 2 separate emails from Boardroom.
 - e. Please note that the closing time to submit your request is at 2.00 p.m. (AGM) and 3.00 p.m. (EGM), both on 3 May 2020 (48 hours before the commencement of the respective online AGM and EGM).

Step 3 – Login to Virtual Meeting Portal

[Please note that the quality of the connectivity to Virtual Meeting Portal for live web cast as well as for remote online voting is highly dependent on the bandwidth and the stability of the internet connectivity available at the location of the remote users.]

- a. The Virtual Meeting Portal will be open for login starting an hour (1 hour) before the commencement of AGM at 1.00 p.m. and EGM at 2.00 p.m. respectively, on 5 May 2020.
 - b. Follow the steps given to you in the email along with your remote access user ID and password to login to the Virtual Meeting portal. (Refer to Step 2(c) above)
 - c. The steps will also guide you how to view live web cast, ask questions and vote.
 - d. The live web cast will end and the Messaging window will be disabled the moment the Chairman announces the closure of the AGM/EGM.
 - e. You can now logout from Virtual Meeting Portal.
4. Shareholders who are unable to participate in our online AGM and EGM are encouraged to appoint the Chairman of the Meeting to vote on their behalf. You may use Boardroom Smart Investor Portal proxy appointment service to submit your proxy appointment.

Participation through Live Webcast, Question and Voting at the online AGM and EGM

The Chairman and the Board of Directors will endeavour their best to respond to the questions submitted by shareholders which are related to the resolutions to be tabled at the 27th AGM and EGM respectively, as well as financial performance/prospect of the Company.

Shareholders may proceed to cast votes on each of the proposed resolutions, to be tabled at the 27th AGM and EGM respectively, after the Chairman has opened the poll on the resolutions. Shareholders are reminded to cast their votes before the poll is closed.

Presentation at the online AGM and EGM

Shareholders who participate the online AGM and EGM are able to view the Company's presentation or slides via the live webstreaming.

Procedure of the online AGM and EGM

The Login User Guide for participation, posing questions and voting at the 27th AGM and EGM, will be emailed to you together with your remote access user ID and password once your registration has been approved.

No recording or photography of the AGM and EGM proceedings is allowed without the prior written permission of the Company.

You must ensure that you are connected to the internet at all times in order to participate and vote when the AGM and EGM has commenced. Therefore, it is your responsibility to ensure that connectivity for the duration of the meeting is maintained. Kindly note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at the location of the remote participants.

Communication Guidance

Shareholders are also reminded to monitor the Company's website and announcements for any changes to 27th AGM and EGM arrangements.

Enquiry

Please email to pr@westports.com.my if you have general queries prior to the online AGM and EGM.

Personal Data Privacy

By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

The 27th AGM and EGM will be conducted electronically. The softcopy of the Annual Report 2019 and Circular to Shareholders on the Proposed Acquisition can be downloaded from <http://www.westportsholdings.com/> and there will be no voucher(s) or any door gift(s) for shareholders/proxies who participate in the AGM and EGM.

FORM OF PROXY



WESTPORTS HOLDINGS BERHAD

(Registration No. 199301008024 (262761-A))
(Incorporated in Malaysia)

CDS Account	
No. of Shares held	

I/We, _____ (Full name in block letters),

NRIC No./Passport No./Company No. _____ of _____

_____ (Full Address)

and telephone no./email address _____ being a member/members of **Westports Holdings Berhad** ("the Company")

hereby appoint _____ NRIC No. /Passport No. _____

of _____ or failing *him/her _____

_____ NRIC No. /Passport No. _____

of _____ or failing him/her, *THE CHAIRMAN OF THE MEETING as my/our proxy/proxies to vote for me/us on my/our behalf at the Twenty-Seventh Annual General Meeting of the Company to be conducted at 3rd Floor, Tower Block, Jalan Pelabuhan Barat, Pulau Indah, 42009 Port Klang, Selangor Darul Ehsan, Malaysia on Tuesday, 5 May 2020 at 2.00 p.m. and at any adjournment thereof.

*I/We indicate with an "x" in the spaces below how *I/We wish *my/our vote to be cast

	RESOLUTIONS		For	Against
1.	To approve the aggregate Directors' fees and benefits payable to the Non-Executive Directors of the Company and its subsidiary, Westports Malaysia Sdn Bhd of an amount not exceeding RM3.0 million from this Annual General Meeting until the next Annual General Meeting of the Company, to be paid monthly in arrears after each month of completed service of the Directors.	Ordinary Resolution 1		
2.	Re-election of Tan Sri Datuk Gnanalingam A/L. Gunanath Lingam as Director.	Ordinary Resolution 2		
3.	Re-election of Tan Sri Dato' Nik Ibrahim Kamil bin Tan Sri Nik Ahmad Kamil as Director.	Ordinary Resolution 3		
4.	Re-election of Mr. Chan Soo Chee as Director.	Ordinary Resolution 4		
5.	Re-election of Ms. Shanthy Kandiah as Director.	Ordinary Resolution 5		
6.	Re-appointment of Deloitte PLT as Auditors of the Company.	Ordinary Resolution 6		
7.	Authority under Section 76 of the Companies Act 2016 for the Directors to allot and issue shares.	Ordinary Resolution 7		

Subject to the abovestated voting instructions, my/our proxy/proxies may vote or abstain from voting on any resolutions as *he*/she*/they may think fit.

The proportion of my/our shareholdings to be represented by my/our proxies are as follows:-

First Proxy _____ %
Second Proxy _____ %
_____ 100%

<p>If appointment of proxy is under hand</p> <p>_____</p> <p>Signed by *individual member*/officer or attorney of member*/authorised nominee of _____ (beneficial owner)</p>	<p>No. of shares held: _____</p> <p>Securities Account No.: _____ (CDS Account No.) (Compulsory)</p> <p>Date: _____</p>
<p>If appointment of proxy is under seal</p> <p>The Common Seal of _____ was hereto affixed in accordance with its Constitution in the presence of:-</p> <p>_____ Director</p> <p>_____ Director/Secretary</p> <p>in its capacity as *member*/attorney of member*/authorised nominee of _____ (beneficial owner)</p>	<p>Seal</p> <p>No. of shares held: _____</p> <p>Securities Account No.: _____ (CDS Account No.) (Compulsory)</p> <p>Date: _____</p>

Signed this _____ day of _____, 2020.

* Strike out whichever is not desired. Unless otherwise instructed, the proxy may vote as he/she thinks fit.



NOTES:

1. A proxy may but need not be a member.
2. To be valid, this form, duly completed must be deposited at the Share Registrar's office of the Company, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time for holding the meeting PROVIDED that in the event the member(s) duly executes the form of proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/his/his proxy, Provided always that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member(s). Alternatively, the form of proxy can be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://www.boardroomlimited.my/> before the proxy form lodgement cut-off time as mentioned above.
3. A member shall be entitled to appoint not more than two (2) proxies to participate and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
4. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
5. If the appointor is a corporation, this form must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.

STAMP

WESTPORTS HOLDINGS BERHAD

Registration No. 199301008024 (262761-A)

c/o Boardroom Share Registrars Sdn. Bhd.

11th Floor, Menara Symphony

No. 5, Jalan Prof. Khoo Kay Kim

Seksyen 13

46200 Petaling Jaya

Selangor Darul Ehsan

Malaysia

Please fold here to seal

6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 20 April 2020 (General Meeting Record of Depositors) shall be eligible to participate, speak and vote at the meeting or appoint proxy(ies) to participate and/or vote on his behalf.
7. The instrument appointing a proxy, that has been deposited at the Share Registrar's office of the Company prior to the Notification of Postponement of the 27th AGM, shall remain valid, unless a new instrument appointing a proxy is deposited at the Share Registrar's office of the Company which will supersede the previous instrument deposited (if any).

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the latest issued Administrative Guide for the Shareholders .

NOTES:

1. A proxy may but need not be a member.
2. To be valid, this form, duly completed must be deposited at the Share Registrar's office of the Company, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time for holding the meeting PROVIDED that in the event the member(s) duly executes the form of proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/his/hers proxy, Provided always that the rest of the proxy form, other than the particulars of the proxy have been duly completed by the member(s). Alternatively, the form of proxy can be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://www.boardroomlimited.my/> before the proxy form lodgement cut-off time as mentioned above.
3. A member shall be entitled to appoint not more than two (2) proxies to participate and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
4. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
5. If the appointor is a corporation, this form must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 20 April 2020 (General Meeting Record of Depositors) shall be eligible to participate, speak and vote at the meeting or appoint proxy(ies) to participate and/or vote on his behalf.

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Seksyen 13

46200 Petaling Jaya

Selangor Darul Ehsan

Malaysia

Please fold here to seal

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Extraordinary General Meeting dated 20 April 2020.