



Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Westports Holdings Berhad (“WHB” or “Company”) will 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 3.00 p.m. or immediately following the conclusion of the Twenty-Seventh Annual General Meeting of WHB to be conducted at the same venue at 2.00 p.m. on the same day or at any adjournment thereof, whichever is later for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:

AGENDA

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY WESTPORTS MALAYSIA SDN BHD (“WMSB”), A WHOLLY-OWNED SUBSIDIARY OF 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 (“PRSB”) FOR A TOTAL CASH CONSIDERATION OF RM393,958,900 (“PROPOSED ACQUISITION”)

“THAT, subject to the fulfilment of the conditions precedent and the approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to WMSB, a wholly-owned subsidiary of WHB, to acquire 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 PRSB for a total cash consideration of RM393,958,900, in accordance with the terms and conditions of the conditional sale and purchase agreement dated 7 February 2020 between WMSB and PRSB.

AND THAT the Board of Directors of WHB (“Board”) or any Director of the Board be and is hereby authorised to do all such acts, deeds and things and to enter into any arrangements, guarantees and/or documents as the Board deems fit, necessary, expedient and/or appropriate in order to implement, finalise and/or give full effect to and complete the Proposed Acquisition for and on behalf of the Company and in the best interest of the Company; and where applicable with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required by the relevant regulatory authorities or as the Board may deem fit, necessary, expedient and/or appropriate to implement, finalise and/or give full effect to and complete the Proposed Acquisition.”

By Order of the Board

Tai Yit Chan (MAICSA 7009143)

Tan Ai Ning (MAICSA 7015852)

Company Secretaries

Selangor Darul Ehsan

20 April 2020

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/their 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.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate, speak and vote at the Extraordinary General Meeting (“EGM”) and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof) and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.