

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

You should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately if you have any doubt as to the course of action to be taken.

If you have sold or transferred all your shares in Malaysia Airports Holdings Berhad, you should hand this Notice immediately to the person through whom you have effected the sale or transfer for transmission to the purchaser or transferee.

Neither the Securities Commission Malaysia (“**SC**”) nor Bursa Malaysia Securities Berhad (“**Bursa Securities**”) has perused the contents of this Notice prior to its issuance and as such, the SC and Bursa Securities take no responsibility for the contents of this Notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Notice.

NOTICE TO THE SHAREHOLDERS OF

MALAYSIA AIRPORTS HOLDINGS BERHAD

IN RELATION TO THE

CONDITIONAL VOLUNTARY TAKE-OVER OFFER

BY

GATEWAY DEVELOPMENT ALLIANCE SDN BHD

(Registration No. 202401008832 (1554682-M))
(Incorporated in Malaysia)

PANTAI PANORAMA SDN BHD

(Registration No. 200601033845 (753604-V))
(Incorporated in Malaysia)

KWASA AKTIF SDN BHD

(Registration No. 202401013863 (1559713-K))
(Incorporated in Malaysia)

AND

GIP AUREA PTE. LTD.

(Unique Entity Number of 202407949W)
(Incorporated in Singapore)

(COLLECTIVELY, THE “JOINT OFFERORS”)

THROUGH



AmInvestment Bank

AmInvestment Bank Berhad

(Registration No. 197501002220 (23742-V))
(A Participating Organisation of Bursa Malaysia Securities Berhad)

TO ACQUIRE

ALL THE REMAINING ORDINARY SHARES IN MALAYSIA AIRPORTS HOLDINGS BERHAD NOT ALREADY HELD BY THE JOINT OFFERORS (“OFFER SHARES”) FOR A CASH OFFER PRICE OF RM11.00 PER OFFER SHARE (“OFFER”)

This Notice is dated 20 January 2025



AmInvestment Bank

20 January 2025

Registered office of
GATEWAY DEVELOPMENT ALLIANCE SDN BHD
19-2, Mercu UEM
Jalan Stesen Sentral 5, Kuala Lumpur Sentral
50470 Kuala Lumpur
Wilayah Persekutuan, Malaysia

Registered office of
AMINVESTMENT BANK BERHAD
22nd Floor, Bangunan AmBank Group
55 Jalan Raja Chulan
50200 Kuala Lumpur

Registered office of
PANTAI PANORAMA SDN BHD
19-2, Mercu UEM
Jalan Stesen Sentral 5, Kuala Lumpur Sentral
50470 Kuala Lumpur
Wilayah Persekutuan, Malaysia

Registered office of
KWASA AKTIF SDN BHD
Level 13A-6, Menara Milenium
Jalan Damanlela, Pusat Bandar Damansara
50490 Kuala Lumpur

Registered office of
GIP AUREA PTE LTD
9 Straits View, #06-07
Marina One West Tower
Singapore (018937)

To: The shareholders of Malaysia Airports Holdings Berhad (“MAHB” or “Offeree”)

Dear Sir/Madam,

CONDITIONAL VOLUNTARY TAKE-OVER OFFER BY GATEWAY DEVELOPMENT ALLIANCE SDN BHD, PANTAI PANORAMA SDN BHD, KWASA AKTIF SDN BHD AND GIP AUREA PTE. LTD. (COLLECTIVELY, THE “JOINT OFFERORS”) THROUGH AMINVESTMENT BANK BERHAD (“AMINVESTMENT BANK”) TO ACQUIRE ALL THE REMAINING ORDINARY SHARES IN MAHB (“MAHB SHARES”) NOT ALREADY HELD BY THE JOINT OFFERORS (“OFFER SHARES”) FOR A CASH OFFER PRICE OF RM11.00 PER OFFER SHARE (“OFFER”)

We refer to the offer document dated 6 December 2024 which contains the details of the Offer (“**Offer Document**”) as well as the press notice dated 20 January 2025 in relation to the revision in the Acceptance Condition (“**Press Notice**”). Unless otherwise stated, the terms used herein shall have the same meaning as defined in the Offer Document.

On behalf of the Joint Offerors, AmInvestment Bank wishes to inform that as at 5:00 p.m. (Malaysian time) on Friday, 17 January 2025, the total MAHB Shares held by the Joint Offerors and the Joint Ultimate Offerors (including MAHB Shares transferred to the Joint Offerors but pending receipt of the acceptance document (which are subject to verification)) are **86.51%** of the total issued shares of MAHB (“**Prevailing Acceptances**”), the details of which are tabulated below.

If you wish to accept the Offer, you are advised to refer to the Offer Document for the details, terms and conditions of the Offer as well as the procedures for accepting the Offer.

AmInvestment Bank Berhad 197501002220 (23742-V)

A member of the AmBank Group

(A Participating Organisation of Bursa Malaysia Securities Berhad)

22nd Floor, Bangunan AmBank Group, No 55 Jalan Raja Chulan, 50200 Kuala Lumpur, Malaysia. P.O.Box 10233, 50708 Kuala Lumpur, Malaysia.

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W: ambankgroup.com

In addition to the above, on behalf of the Joint Offerors, AmlInvestment Bank wishes to inform you (including those who have accepted the Offer) that the **Acceptance Condition for the Offer has been revised to** the condition that:

The Joint Offerors having received, on or before the Closing Date, valid acceptances which will result in the Joint Offerors and the Joint Ultimate Offerors holding in aggregate (together with such Shares that are already acquired, held or entitled to be acquired or held) at least 85.00% of the total issued MAHB Shares (“Revision”).

Accordingly, the closing time and date for the acceptance of the Offer have been **extended** from 5:00 p.m. (Malaysian time) on Friday, 24 January 2025 to **5:00 p.m. (Malaysian time) on Tuesday, 4 February 2025 (“Extended Closing Date”)**, which is not less than 14 days from the date of this Notice.

Save for the Revision and the Extended Closing Date, all other details, terms and conditions of the Offer as set out in the Offer Document, including **the Offer Price (i.e. RM11.00 per MAHB Share) remain unchanged.**

The Joint Offerors and the Joint Ultimate Offerors do not intend to maintain the listing status of the Offeree on the Main Market of Bursa Securities. The Joint Offerors and the Joint Ultimate Offerors will pursue the appropriate route towards the de-listing of the Offeree, including, where necessary, to procure the Offeree to obtain the relevant approvals from its shareholders. **If the de-listing of the Offeree from the Official List is successful, the Shares will no longer be traded on Bursa Securities.**

In accordance with Paragraph 13.01 of the Rules, the level of acceptances of the Offer as at 5:00 p.m. (Malaysian time) on Friday, 17 January 2025, being the date of the Press Notice, is as follows:

	No. of MAHB Shares	(1) %
MAHB Shares held by the Joint Offerors and the Joint Ultimate Offerors as at 6 December 2024 (being the Posting Date)	681,585,319	40.85
MAHB Shares for which acceptances of the Offer (which are complete and valid in all respects) have been received by the Joint Offerors between the Posting Date and up to 5:00 p.m. (Malaysian time) on 17 January 2025	761,373,400	45.63
MAHB Shares acquired or agreed to be acquired by the Joint Offerors and the Joint Ultimate Offerors (other than by way of acceptances of the Offer) between the Posting Date and up to 5:00 p.m. (Malaysian time) on 17 January 2025	-	-
(A) Total MAHB Shares held by the Joint Offerors and the Joint Ultimate Offerors as at 5:00 p.m. (Malaysian time) on 17 January 2025	1,442,958,719	86.48
(B) MAHB Shares transferred to the Joint Offerors but pending receipt of the acceptance document (which are subject to verification) between the Posting Date and up to 5:00 p.m. (Malaysian time) on 17 January 2025	522,303	0.03
(A) + (B) (i.e. the Prevailing Acceptances)	1,443,481,022	86.51

Note:

(1) Based on the total issued shares of MAHB as at 17 January 2025 of 1,668,554,432 MAHB Shares.

For the avoidance of doubt, despite the Revision, the proportion of effective interest by PPSB, KASB and GIP Aurea will remain at **40%:30%:30%** with regards to their effective interest in the Offeree. For illustration, based on the Prevailing Acceptances of 86.51%, the effective interest of PPSB, KASB and GIP Aurea in the Offeree will be 34.61%, 25.95% and 25.95% respectively.

You should also refer to the Independent Advice Circular dated 20 December 2024 before making your decision. **You do not need to take any action if you have already sold all your MAHB Shares or do not wish to accept the Offer.** As set out in Section 2.2(iii) of the Offer Document, **if you have accepted the Offer, you are permitted to withdraw your acceptances within eight days of the notification of the revision (i.e. before 5:00 p.m. (Malaysian time) on Tuesday, 28 January 2025).** The Joint Offerors and the Joint Ultimate Offerors will only determine if the Offer has become unconditional, and make the necessary announcement (if any), at the end of the abovementioned period.

You may obtain additional copies of the Offer Document and the Form of Acceptance and Transfer from the Share Registrar for the Offer, whose normal business hours are from 8:30 a.m. to 5:30 p.m. (Malaysian time) on Mondays to Fridays (excluding public holidays), at the following address:

Boardroom Share Registrars Sdn Bhd
(Registration No: 199601006647 (378993-D))
11th Floor, Menara Symphony
No. 5 Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor

Helpdesk telephone no. : +(60)3 7890 4700
Facsimile no. : +(60)3 7890 4670

The Offer Document, Form of Acceptance and Transfer and the Independent Advice Circular are also available at the website of Bursa Securities at www.bursamalaysia.com.

Yours faithfully,

AMINVESTMENT BANK BERHAD