



WESTPORTS HOLDINGS BERHAD
(Company No. 262761-A)

SUMMARY OF MINUTES OF THE 22ND ANNUAL GENERAL MEETING

VENUE: BALLROOM 1, SIME DARBY CONVENTION CENTRE
1A JALAN BUKIT KIARA 1
60000 KUALA LUMPUR
MALAYSIA

DATE: WEDNESDAY, 29 APRIL 2015

TIME: 2.30 P.M.

CHAIRMAN

The Chairman of the Board of Directors, Tan Sri Datuk Gnanalingam A/L Gunanath Lingam presided as Chairman of the Meeting and welcomed all shareholders, proxies and guests to the Twenty-Second Annual General Meeting of the Company.

QUORUM

Ms Tan Ai Ning, the Company Secretary, confirmed that a quorum was present and the Chairman called the Meeting to order at 2.30 p.m. The Chairman then proceeded to introduce the Board Members and the Company Secretary to the shareholders.

At the invitation of the Chairman, Mr Ruben Emir Gnanalingam bin Abdullah, the Chief Executive Officer ("CEO") of the Company, presented the business operations and results of the Company for the financial year ended 31 December 2014 to the Meeting. Thereafter, the CEO presented the questions received from the Minority Shareholder Watchdog Group and the responses thereto to the Meeting.

NOTICE

With the consent of the members present, the Notice convening the Meeting having been circulated for the prescribed period was taken as read. The Chairman then proceeded with the business of the Annual General Meeting.

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QUESTION AND ANSWER SESSION

The Chairman invited questions from the floor and queries in relation to the following issues were duly responded to by the CEO:-

- (i) Impact of shipping alliances to Westports;
- (ii) Malaysian Government's plans for a third port in Port Klang;
- (iii) Application for extension of investment tax allowance;
- (iv) Cash flow and dividend policy;
- (v) Goods and Services Tax;
- (vi) Capital commitment and possibility of overseas expansion; and
- (vii) Concession Agreement.

VOTING RESULTS

The following resolutions tabled at the 22nd Annual General Meeting of the Company were duly passed by the shareholders of the Company:-

As Ordinary Business

Ordinary Resolution 1	That the Audited Financial Statements for the financial year ended 31 December 2014 together with the Directors' and Auditors' Reports thereon be and are hereby received and adopted.
Ordinary Resolution 2	That the payment of Directors' Fees of RM1.32 million for the financial year ending 31 December 2015 to be paid monthly in arrears be and is hereby approved.
Ordinary Resolution 3	That pursuant to Section 129(6) of the Companies Act, 1965, Tan Sri Datuk Gnanalingam A/L Gunanath Lingam be re-appointed as Director to hold office until the conclusion of the next Annual General Meeting of the Company.
Ordinary Resolution 4	That pursuant to Section 129(6) of the Companies Act, 1965, Tan Sri Dato' Nik Ibrahim Kamil bin Tan Sri Nik Ahmad Kamil be re-appointed as Director to hold office until the conclusion of the next Annual General Meeting of the Company.

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Ordinary Resolution 5	That pursuant to Section 129(6) of the Companies Act, 1965, Mr John Edward Wenham Meredith be re-appointed as Director to hold office until the conclusion of the next Annual General Meeting of the Company.
Ordinary Resolution 6	That the retiring Director, namely Mr Ruben Emir Gnanalingam bin Abdullah be and is hereby re-elected as Director of the Company.
Ordinary Resolution 7	That the retiring Director, namely Dato' Yusli bin Mohamed Yusoff be and is hereby re-elected as Director of the Company.
Ordinary Resolution 8	That the retiring Director, namely Mr Jeyakumar Palakrishnar be and is hereby re-elected as Director of the Company.
Ordinary Resolution 9	That the retiring Auditors, Messrs KPMG, having indicated their willingness to accept re-appointment, be and is hereby re-appointed as Auditors of the Company for the ensuing year until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.

As Special Business

Ordinary Resolution 10	That pursuant to Section 132D of the Companies Act, 1965, the Directors be and are hereby authorised to allot and issue shares in the Company at any time and from time to time until the conclusion of the next Annual General Meeting upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the issued share capital of the Company (excluding treasury shares) for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotment and issue.
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CONCLUSION

There being no other business to be transacted, the Meeting concluded at 3.40 p.m. with a vote of thanks to the Chair.