

# FORM OF PROXY



**BINTULU PORT HOLDINGS BERHAD**  
REGISTRATION NO. 199601008454 (380802-T)  
(INCORPORATED IN MALAYSIA)

|                              |   |  |
|------------------------------|---|--|
| <b>Number of Shares Held</b> | : |  |
| <b>CDS Account No.</b>       | : |  |

I / We \_\_\_\_\_ NRIC/Company No \_\_\_\_\_  
of (full address) \_\_\_\_\_  
being a member / members of Bintulu Port Holdings Berhad ("the **Company**") hereby appoint\* \_\_\_\_\_  
\_\_\_\_\_ NRIC/Passport No \_\_\_\_\_  
of \_\_\_\_\_  
and/or\* failing him/her\* \_\_\_\_\_ NRIC/Passport No \_\_\_\_\_  
of \_\_\_\_\_

or failing him/her\*, the Chairman of the Meeting as my/our\* proxy, to vote for me/us\* and my/our\* behalf, at the Twenty-Seventh (27<sup>th</sup>) Annual General Meeting ("AGM") of the Company to be conducted physically at Olympia II, Lobby Level, Pullman Kuching, No. 1A, Jalan Mathies, 93100 Kuching, Sarawak on Thursday, 27 April 2023 at 10.00 a.m. or any adjournment thereof. My/our proxy is to vote as indicated below:

| No. | Resolutions  | For | Against |
|-----|--|-----|---------|
| 1.  | To approve the payment of <b>Directors' Fee</b> amounting <b>RM1,877,200.00</b> to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the year 2023 starting from 27 April 2023 until the next Annual General Meeting (AGM) of the Company in 2024.<br><br><b>(Resolution 1)</b>   |     |         |
| 2.  | To approve the payment of <b>Directors' benefits payable</b> amounting <b>RM876,500.00</b> to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the year 2023 starting from 27 April 2023 until the next Annual General Meeting (AGM) of the Company in 2024.<br><br><b>(Resolution 2)</b>  |     |         |
| 3.  | To re-elect the following Directors who retire pursuant to Clause 24.5 of the Company's Constitution and, being eligible, have offered themselves for re-election:<br>i. Tan Sri Datuk Amar Hj. Mohamad Morshidi bin Abdul Ghani<br>ii. Dato' Sri Mohamed Khalid bin Yusuf @ Yusup<br>iii. Datuk Nasarudin bin Md Idris<br><br><b>(Resolution 3)</b><br><b>(Resolution 4)</b><br><b>(Resolution 5)</b> |     |         |
| 4.  | To re-elect <b>Datuk Johan Mahmood Merican</b> who retire pursuant to Clause 24.12 of the Company's Constitution and being eligible, have offered himself for re-election.<br><br><b>(Resolution 6)</b>  |     |         |
| 5.  | To re-appoint <b>Messrs. Ernst &amp; Young PLT</b> , the retiring Auditors, as the Auditors of the Company for the financial year ending 31 December 2023 and to authorise the Directors to fix their remuneration.<br><br><b>(Resolution 7)</b>   |     |         |

Please indicate with an "X" in the appropriate space how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any resolution, the proxy shall vote as he/she thinks fit, or at his/her discretion, abstain from voting.

|   |                      |                   |
|---|----------------------|-------------------|
| For appointment of proxies. Percentage of shareholdings to be represented by the proxies: |                      |                   |
|   | <b>No. of Shares</b> | <b>Percentage</b> |
| First Named Proxy:  |                      |                   |
| Second Named Proxy:   |                      |                   |
| Total   |                      | 100%              |

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

\_\_\_\_\_  
Signature(s) of Member(s) and / or Common Seal

**\*Delete where not applicable**

#### IMPORTANT NOTICE

1. Only depositors whose names appear on the Record of Depositors as at 17 April 2023 shall be entitled to attend, speak and vote at the said meeting or appoint proxy/proxies to attend, speak and vote on his/her behalf.
2. A member of the Company who is entitled to attend and vote at an Annual General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the Annual General Meeting.
3. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of Bursa Malaysia.
4. Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. The instrument appointing a proxy in the case of an individual shall be signed by the appointer or his attorney duly authorised in writing and in the case of a corporation, the instrument appointing a proxy must be under seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy must be deposited at the office of the appointed share registrar for this AGM, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur no later than 25 April 2023 (Tuesday) at 10.00 a.m.
7. Pursuant to Paragraph 8.29A of Bursa Malaysia Main Market Listing Requirements, all resolutions set out in the Notice of 27th AGM will be put to vote on a poll.
8. Where a member of the Company 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.
9. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of Section 25A (1) of the Central Depositories Act.
10. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
11. The appointment of a proxy may be made in a hard copy form, and the Form of Proxy must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

2. FOLD THIS FLIP TO SEAL

AFFIX STAMP  
HERE

The Share Registrar

#### TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD.

197101000970 (11324-H)

Unit 32-01, Level 32, Tower A  
Vertical Business Suite Avenue 3  
Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur, Malaysia

1. FOLD HERE

12. Please ensure ALL the particulars as required in this Form of Proxy are completed, signed and dated accordingly.
13. Last date and time for lodging this Form of Proxy is 10.00 a.m., 25 April 2023 (Tuesday).
14. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote.
15. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
16. For a corporate member who has appointed an authorised representative, please deposit the ORIGINAL certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner: -
  - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by: -
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.