

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action you should take, you should consult your Stockbroker, Bank Manager, Solicitor, Accountant or other professional adviser immediately.

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HOMERITZ CORPORATION BERHAD
REGISTRATION NO.: 200801004508 (805792-X)
(Incorporated in Malaysia)

NOTICE TO WARRANTS C HOLDERS

in relation to the

EXPIRY AND LAST DATE FOR EXERCISE OF WARRANTS C 2020/2023
(STOCK NAME: HOMERIZ-WC)
(STOCK CODE: 5160WC)

IMPORTANT RELEVANT DATES

Last day, date and time for trading of Warrants C	: Wednesday, 29 November 2023 at 5.00 p.m.
Day, date and time of suspension of trading of Warrants C	: Thursday, 30 November 2023 at 9.00 a.m.
Last day, date and time for exercise of Warrants C	: Friday, 15 December 2023 at 5.00 p.m.
Day, date and time of expiry of Warrants C	: Friday, 15 December 2023 at 5.00 p.m.
Delisting of Warrants C from the Official List of Bursa Malaysia Securities Berhad	: Monday, 18 December 2023 at 9.00 a.m.

This Notice is dated 08 November 2023

DEFINITIONS

In this Notice, the words and phrases below, unless the context otherwise requires, shall have the following meanings unless otherwise stated:-

Board	:	Board of Directors of HOMERITZ
Bursa Depository	:	Bursa Malaysia Depository Sdn. Bhd. [Registration No.: 198701006854 (165570-W)]
Bursa Securities	:	Bursa Malaysia Securities Berhad [Registration No.: 200301033577 (635998-W)]
CDS	:	Central Depository System
Deed Poll	:	The Deed Poll dated 01 December 2020 constituting the Warrants C 2020/2023.
Exercise Period	:	The period commencing from the date of the issue of the Warrants C and expiring at the close of business at 5.00 p.m. on the Expiry Date (both dates inclusive).
Exercise Price	:	The sum of RM0.60 payable by a Warrants C Holders for each new ordinary share in HOMERITZ upon exercise of a Warrants C in accordance with the provisions of the Deed Poll.
Expiry Date	:	5.00 p.m. 15 December 2023 (Friday), being the Market Day falling immediately before the third (3 rd) anniversary date of first issue of Warrants C, or if such day falls on a day which is not a Market Day, then it shall be the Market Day immediately preceding the said non-Market Day.
Exercise Rights	:	The rights of a Warrants C Holders to subscribe for one (1) new HOMERITZ Share for each Warrants C at the Exercise Price subject to the provisions in the Deed Poll at any time during the Exercise Period.
HOMERITZ or the Company	:	HOMERITZ CORPORATION BERHAD [Registration No.: 200801004508 (805792-X)]
HOMERITZ Share(s)	:	Ordinary shares of HOMERITZ
Market Day	:	A day on which the stock market of Bursa Securities is open for trading in securities, which may include a Surprise Holiday.
Notice	:	This notice to Warrants C Holders dated 08 November 2023 in relation to the expiry and last date for the exercise of Warrants C
Share Registrar	:	Tricor Investor & Issuing House Services Sdn. Bhd. [Registration No.: 197101000970 (11324-H)]
Surprise Holiday	:	A day that is declared as a public holiday in the Federal Territory of Kuala Lumpur that has not gazetted as a public holiday at the beginning of the calendar year.
Warrants C 2020/2023 or Warrants C	:	Warrants issued by the Company on 17 December 2020 pursuant to the terms and conditions of the Deed Poll which remain unexercised before the Expiry Date.
Warrants C Holder(s)	:	Depositors whose name appears in the Record of Depositors as holder(s) of the Warrants C 2020/2023

DEFINITIONS

All references to “you” or “your” in this Notice are to the Warrants C Holders.

Unless specifically referred to, words denoting the singular shall, where applicable, include the plural and vice versa and words denoting the masculine shall, where applicable, include the feminine and/or neuter genders, and vice versa. References to persons shall include corporations, unless otherwise specified.

Any reference to any enactment, rules and regulations is a reference to that enactment, rules and regulations as may be amended or re-enacted from time to time.

Any reference to a time of day shall be a reference to Malaysian time, unless otherwise specified.

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HOMERITZ CORPORATION BERHAD
REGISTRATION NO.: 200801004508 (805792-X)
(Incorporated in Malaysia)

Registered office:

No. 7 (1st Floor), Jalan Pesta 1/1
Taman Tun Dr. Ismail 1, Jalan Bakri
84000 Muar
Johor

Date: 08 November 2023

The Board of Directors
Chua Fen Fatt (*Managing Director*)
Tee Hwee Ing (*Executive Director*)
Teo Seng Kuang (*Independent Non-Executive Director*)
Kee Tong Kiak (*Senior Independent Non-Executive Director*)
Hamsiah Binti Khalid (*Independent Non-Executive Director*)

To: The Warrant C Holders of HOMERITZ CORPORATION BERHAD

Dear Sir/Madam,

NOTICE TO WARRANT C HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS C 2020/2023

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions as stipulated in the Deed Poll, the Exercise Period for the Warrants C Holders to exercise the Exercise Rights will expire at 5.00 p.m. on Friday, 15 December 2023.

Accordingly, the Warrants C Holders intending to exercise their Warrants C are advised to submit the documents referred to in Section 4 of this Notice to the Share Registrar of the Company not later than 5.00 p.m. on the Expiry Date.

WARRANTS C HOLDERS SHOULD NOTE THAT THE WARRANTS C WHICH ARE NOT EXERCISED BY 5.00 P.M. ON THE EXPIRY DATE WILL LAPSE AND BECOME NULL AND VOID AND SHALL CEASE TO BE EXERCISABLE THEREAFTER. ACCORDINGLY, THE WARRANTS C WILL BE DELISTED FROM THE OFFICIAL LIST OF BURSA SECURITIES WITH EFFECT FROM 9.00 A.M. ON MONDAY, 18 DECEMBER 2023.

The number of outstanding Warrants C as at 25 October 2023, being the latest practicable date prior to the printing of this Notice is 82,270,125.

Warrants C Holders are advised to read carefully the procedures set out below:-

1. SUSPENSION OF TRADING AND LAST DAY FOR TRADING

In order to facilitate the exercise of the Exercise Rights by the Warrants C Holders, the trading of the Warrants C on Bursa Securities will be suspended with effect from **9.00 a.m. on Thursday, 30 November 2023** until the Expiry Date. Therefore, the last day and time for trading of Warrants C will be up to **5.00 p.m. on Wednesday, 29 November 2023**.

2. EXERCISE PRICE

The Exercise Price of the Warrants C is RM0.60 for each new HOMERITZ Share.

For example, if you wish to exercise 100 Warrants C into 100 HOMERITZ Shares, the total Exercise Price shall be RM60.00.

3. PAYMENT OF EXERCISE PRICE

The remittance has to be made in full for the Exercise Price, payable in Ringgit Malaysia via banker's draft/cashier's order drawn on a bank in Malaysia or money order issued by a post office in Malaysia, made out in favour of "**HOMERITZ WARRANTS C ACCOUNT**" crossed "**A/C Payee**" and "**Not Negotiable**" and endorsed on the reverse side with the name, address and CDS Account Number of the Warrants C Holders or by way of interbank transfer to "**HOMERITZ WARRANTS C ACCOUNT**" bank account no. 8881040621033 maintained with AmBank Islamic Berhad (proof of payment to be attached to the Exercise Notice submitted to the Registrar).

4. EXERCISE OF EXERCISE RIGHTS

In order to exercise the Exercise Rights, Warrants C Holders should:-

- (a) complete and sign the Exercise Notice of which copies can be obtained from the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or complete the Exercise Notice electronically at the website of the Share Registrar;
- (b) deliver to the Share Registrar of the Company the following documents no later than 5.00 p.m. on the Expiry Date:-
 - i. the duly completed, signed and stamped Exercise Notice;
 - ii. remittance for the full Exercise Price as mentioned in Sections 2 and 3 above; and
 - iii. remittance of a processing fee of RM20.00 for each Exercise Notice via a banker's draft/cashier's order or a money order payable to "**TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD.**" crossed "**A/C Payee**" and "**Not Negotiable**", or in cash if you deliver the documents to the Share Registrar of the Company personally.

Additional copies of the Exercise Notice can be obtained from the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite Avenue 3, Bangsar South, No. 8, Jalan Kerinchi 59200 Kuala Lumpur.

In respect of the new HOMERITZ Shares to be issued to Warrants C Holders pursuant to the exercise of the Warrants C:

- (a) the Company shall allot and issue the new HOMERITZ Shares, despatch the notices of allotment to the holders of Warrants C and make an application to Bursa Securities for the quotation of the new HOMERITZ Shares within eight (8) market days from the receipt of a duly completed Exercise Notice together with the requisite payment or such other period as may be prescribed by Bursa Securities;
- (b) such new HOMERITZ Shares shall be credited into the CDS Account specified by the holders of the Warrants C after the allotment of the new HOMERITZ Shares. No physical share certificates shall be issued; and

- (c) such new HOMERITZ Shares shall rank pari passu in all respects with the existing ordinary shares in the capital of the Company except that they shall not rank for any dividends, rights, allotment and/or distributions the entitlement date of which is on or before the date of allotment of such new HOMERITZ Shares.

5. BOOK CLOSURE DATE

5.1 Bursa Depository will not be accepting any request for ordinary transfer of Warrants C for the period commencing **4.30 p.m.** on **Friday, 08 December 2023** up to the Expiry Date.

5.2 Warrants C Holders shall qualify for entitlement to subscribe for new HOMERITZ Shares in respect of the following:-

- i) Warrants C transferred into the depositors' CDS Accounts before **4.30 p.m.** on **Friday, 08 December 2023** in respect of transfer; or
- ii) Warrants C bought on Bursa Securities before **5.00 p.m.** on **Wednesday, 29 November 2023**, being the last day of trading of the Warrants C.

6. EXPIRY OF EXERCISE RIGHTS

Warrants C Holders should note that if their Exercise Rights are not exercised by **5.00 p.m.** on the Expiry Date, the rights will lapse and become null and void, and cease to be exercisable thereafter.

All unexercised Warrants C remaining in a depositors' CDS Accounts as at **5.00 p.m.** on the Expiry Date will be debited from the respective Warrants C Holders' CDS Accounts on **Monday, 18 December 2023**.

7. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice has been seen and approved by the Board who collectively and individually accept full responsibility for the accuracy of the information given in this Notice and confirm that after having made all reasonable enquiries and to the best of their knowledge and belief, there are no other material facts, the omission of which would make any statement herein false or misleading.

8. CONTACT DETAILS FOR ENQUIRIES

All enquiries concerning the above should be addressed to the Share Registrar of the Company at:-

Tricor Investor & Issuing House Services Sdn. Bhd.
Registration No.: 197101000970 (11324-H)
Unit 32-01, Level 32, Tower A Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Tel No.: 603 – 2783 9299
Fax No.: 603 – 2783 9222

BY ORDER OF THE BOARD

NG MEI WAN
(SSM Practicing Certificate No.: 201908000801) (MIA 28862)
TAN HUI KHIM
(SSM Practicing Certificate No.: 201908000859 (LS 0009936)
Company Secretaries

Exercise Notice

Terms used in this Exercise Notice shall (unless the context requires otherwise) have the same meaning as in the Deed Poll.

(To be executed and lodged with the Registrar to exercise the Exercise Rights to subscribe for new Homeritz Shares)

To: **HOMERITZ CORPORATION BERHAD (Reg. No. 200801004508 (805792-X))**
c/o **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

Tel: 603-2783 9299

Fax: 603-2783 9222

Full Title : Exercise Notice for Warrants C to subscribe for new Homeritz Shares in the Company.

Issue Date : 17 December 2020, the date of issuance of the Warrants C.

Exercise Period : From 17 December 2020 to 16 December 2023 and if such date is not a Market Day, then on the immediate preceding Market Day. Any Warrants C not exercised during the Exercise Period will thereafter lapse and cease to be valid.

Expiry Date : 16 December 2023 and if such date is not a Market Day, then on the immediate preceding Market Day.

Exercise Rights : The rights conferred on a Warrant C Holder to subscribe for one (1) new Homeritz Share for each Warrant C at the Exercise Price at any time during the Exercise Period and upon the terms of and subject to the Conditions and the provisions set out in the Deed Poll dated 1 December 2020 executed by the Company.

Exercise Price : RM0.60 or such adjusted exercise price as may for the time being applicable in accordance with the provisions set out in the Deed Poll.

I/We, the undersigned, the holder of Warrants C:-

- 1.1 to exercise the Exercise Rights in respect of Warrants C, being [part/all*] of the Warrants C standing to the credit of [my/our*] Securities Account(s);
 - 1.2 to subscribe and pay as provided below for the new Homeritz Shares (“**Exercise Shares**”) to be issued on exercise of the Warrants C to which this Exercise Notice relates at the Exercise Price of RM0.60 per new Homeritz Share and agree to accept such new Homeritz Shares subject to the Constitution of the Company;
2. make payment in full for the Exercise Shares, by [banker’s draft/cashier’s order or money order or postal order by a bank or post office in Malaysia*] or interbank transfer amounting to RM..... and together with any payment required under the SICDA or the Rules of Bursa Depository, and other fees and charges including taxes, stamp duty and deposit fees (if any) payable to Bursa Depository:-
 - 2.1 drawn by a bank or post office in Malaysia, crossed ‘A/C Payee’ and ‘Not Negotiable’, endorsed on the reverse side with [my/our*] name, address and Central Depository System (CDS) No., made out in favour of “HOMERITZ WARRANTS C ACCOUNT”; or
 - 2.2 by way of interbank transfer to “HOMERITZ WARRANTS C ACCOUNT” bank account no. 8881040621033 maintained with AmBank Islamic Berhad (proof of payment to be attached to the Exercise Notice submitted to the Registrar);
3. irrevocably authorise you to instruct Bursa Depository to deduct from the Warrants C standing to the credit of [my/our*] Securities Account(s) the number of Warrants C exercised by [me/us*] under this Exercise Notice;
4. irrevocably request that the share certificate(s) for the Exercise Shares be issued in the name of Bursa Depository or its nominee company and be sent by registered post at [my/our*] risk to Bursa Depository or its nominee company;
5. irrevocably request that the Exercise Shares be credited into [my/our*] Securities Account with the CDS Account No. as stated below;
6. warrant and represent that [I/we*] have complied with all exchange control and other legal requirements applicable to the exercise of the Exercise Rights under this Exercise Notice and any directions or instructions given in this Exercise Notice;
7. hereby confirm and declare that the information provided by [me/us*] in this Exercise Notice are true, correct and in the case of information indicated with two asterisks (**) are identical with the information provided by [me/us*] to Bursa Depository and further confirm that in the event that such information differs from the information in Bursa Depository’s records, the exercise by [me/us*] of the Exercise Rights herein may be rejected;
8. hereby undertake to fully indemnify and keep the Company and the Registrar indemnified against any claims, losses, damages, liabilities, costs and expenses including legal cost that may be suffered or incurred by the Company and/or the Registrar as a result of or arising from the Company and/or the Registrar acting in accordance with [my/our*] authorisations and confirmations herein or from any breach of [my/our*] undertakings herein;
9. hereby declare that the Warrants C in respect of which the Exercise Rights are being exercised, [are/have*] been designated as “free securities” in accordance with the provisions of the Rules of Bursa Depository and further confirm that if this declaration is not correct, the exercise by [me/us*] of the Exercise Rights herein may be rejected;

10. hereby confirm that after submission of this Exercise Notice to the Company, [I/we*] shall not dispose, transfer or charge or allow the disposal, transfer or charge of the Warrants C intended for the exercise of the Exercise Rights herein, until the exercise is completed by the debiting of such Warrants C from [my/our*] Securities Account or the exercise is rejected by the Company, whichever shall be applicable; and
11. hereby irrevocably authorise you to instruct Bursa Depository to debit the quantity of Warrants C from and to credit the quantity of new Homeritz Shares in the Company into [my/our*] Securities Account as follows:-

single asterisk () to delete as appropriate*

Source account for debiting Warrants C and account for crediting of new Shares																	
Stock Code (Warrants C)	Quantity of Warrants C	CDS ACCOUNT NUMBER, ADA AND BRANCH CODE/ACCOUNT NUMBER										Quantity of Shares	Stock code (Shares)				
					-												

Dated the _____ day of _____ 20____

If Warrant C Holder is an individual

Signature of Warrant C Holder

If Warrant C Holder is a corporation/society

The common seal of Warrant C Holder was hereto affixed in the presence of:-

Director/Secretary/other authorised person(s)
Name:

NOTES:

1. In exercising the Exercise Rights represented by the above Warrant C, compliance must be made with any exchange control or other statutory requirements for the time being applicable and with the provisions of the SICDA and the Rules of Bursa Depository.
2. A corporation completing this Exercise Notice is required to sign it by affixing its common seal in accordance to its Constitution if it has a common seal, or under the hand of at least two (2) duly authorised officer or attorney as the case may be, one of whom shall be a Director.
3. No direction may be made in this Exercise Notice requiring the Exercise Shares to be credited to the Securities Account of a person other than to credit a Securities Account in the name of the person exercising the Exercise Rights under this Exercise Notice.
4. The exercise of the Exercise Rights under this Exercise Notice shall be deemed invalid if any banker's draft or cashier's order or money order or postal order drawn by a bank or post office operating in Malaysia or other electronic transmission for payment of the Subscription Amount is not cleared on first presentation.
5. If any part of this Exercise Notice is not fully and properly completed and/or executed, the Company shall be entitled to regard the exercise of the Exercise Rights under this Exercise Notice as invalid.
6. The attention of Warrant C Holders is drawn to the Malaysian Code on Take-overs and Mergers 2016, Rule 4 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions and Part VI Division 2 and other provisions of the Capital Markets and Services Act 2007 as amended from time to time or replaced from time to time. In general terms, most of these provisions regulate the acquisition of effective control of public companies. A Warrant C Holder should consider the implications of these provisions before it/he exercises their respective Exercise Rights. In particular, a Warrant C Holder should note that it/he may be under an obligation to extend a take-over offer of all the securities of the Company and if in doubt of the implications, it/he should consult the SC, if:
 - 6.1 it/he intends to acquire or hold or control, by exercise of the Exercise Rights represented by the Warrants C or otherwise, whether at one time or different times, new Homeritz Shares which (together with the Homeritz Shares already owned or acquired by it/him or persons acting in concert with it/him) carry more than thirty-three per centum (33%) of the voting shares or voting rights of the Company; or
 - 6.2 it/he, together with persons acting in concert with it/him, holds more than thirty-three per centum (33%) but not more than fifty per centum (50%) of the voting shares or voting rights of the Company, and either alone or together with persons acting in concert with it/him, intends to acquire additional new Homeritz Shares by the exercise of the Exercise Rights represented by the Warrants C or otherwise, in any period of six (6) months, increasing such percentage of the voting rights by more than two per centum (2%); or
 - 6.3 it/he, together with persons acting in concert with it/him, collectively holds more than fifty per centum (50%) of the voting shares or voting rights of the Company but none of them individually holds more than thirty-three per centum (33%) of the voting share or voting rights of the Company, it/he intends to acquire additional new Homeritz Shares by the exercise of the Exercise Rights represented by the Warrants C or otherwise, whether at one time or different times, new Homeritz Shares which (together with the Homeritz Shares already owned or acquired by it/him) carry more than thirty-three per centum (33%) of the voting shares or voting rights of the Company).

The exercise by a Warrant C Holder of Exercise Rights in circumstances other than those referred to above in paragraphs 6.1, 6.2 and 6.3 of these Notes could also result in implications on the Warrant C Holder under the provisions referred to above.

7. If it/he who, after the exercise of its/his Warrants C, holds not less than five per centum (5%) of the aggregate of the amount of the voting shares of the issued share capital of the Company, is under an obligation to notify:
 - 7.1 the Company of its/his interest in the manner set out in Section 137(3)(a) of the Companies Act;
 - 7.2 the SC of its/his interest in the manner set out in Regulations 8 of the Securities Industry (Reporting of Substantial Shareholding) Regulations 1998.
8. Without prejudice to note 4 above, the Exercise Period of the Warrants C shall be for the period before the third (3rd) anniversary of the Issue Date, or if such date is not a Market Day, then it shall be the Market Day immediately preceding the said non-Market Day, but excluding the ten (10) Market Days prior to a books closure date or entitlement date announced by the Company and those days during that period on which the Record of Depositors and/or the Warrants Register is or are closed. At the close of business on the last day of the Exercise Period at 5.00 p.m., any Exercise Rights which have not then been exercised and delivered to the Registrar will lapse and every Warrant C not exercised by then will cease to be valid for any purpose.
9. The Exercise Price shall be the amount payable in respect of each new Homeritz Share to which a Warrant C Holder is entitled to subscribe for on exercise of the Exercise Rights involving such new Homeritz Share, being RM0.60, or such exercise price as adjusted under the provisions of Condition 4 set out in **Schedule 5** of the Deed Poll.
10. The new Homeritz Shares to be issued and allotted pursuant to the exercise of the Warrants C shall rank equally in all respects with the then existing Homeritz Shares, save and except that they will not be entitled to any right, allotment, dividend and/or other distribution which may be declared, made or paid to the Shareholders, for which the Record Date is prior to the date of allotment of the new Homeritz Shares issued pursuant to the exercise of the Warrants C.
11. The share certificates will only be issued to Bursa Depository or its nominee company and no physical share certificates will be issued to the exercising Warrant C Holders pursuant to the exercise of the Warrants C.
12. Bursa Depository does not recognise joint account holders. For avoidance of doubt, if no CDS account number is provided, any exercise or purported exercise of the Exercise Rights shall be deemed invalid.
13. ADA means "Authorised Depository Agent".
14. The Warrant C Holders shall remit RM20.00 (exclusive of any applicable tax as may be announced by the Malaysian Government from time to time based on the prescribed rate for the time being applicable) (cash or cheque) or interbank transfer to the Registrar's bank account No. 564481407506 maintained with Malayan Banking Berhad made payable to Tricor Investor & Issuing House Services Sdn. Bhd. being the possessing fee.

15. No scrip will be issued to the depositor in respect of the new Homeritz Shares to be issued and allotted as the result of any exercise of Exercise Rights therein.
16. No depositor shall be allowed to instruct crediting of new Homeritz Shares into a CDS Account other than one of those from which the securities are to be debited.

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

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