

**THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

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**ECONPILE HOLDINGS BERHAD**  
Registration No. 201201032676 (1017164-M)  
(Incorporated in Malaysia)

**NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2018/2023 (“WARRANTS”)**

**(STOCK NAME: ECONBHD-WA)**

**(STOCK CODE: 5253WA)**

**IMPORTANT RELEVANT DATES**

Last date and time for trading of Warrants	:	Tuesday, 13 December 2022 at 5.00 p.m.
Date and time of suspension of trading of Warrants	:	Wednesday, 14 December 2022 at 9.00 a.m.
Last date and time for exercise of Warrants (expiry date)	:	Friday, 30 December 2022 by 5.00 p.m.
Date and time for the delisting of Warrants	:	Tuesday, 3 January 2023 at 9.00 a.m.

This Notice is dated 30 November 2022

## DEFINITIONS

Unless where the context otherwise requires, the following definitions shall apply throughout this Notice:-

- “Board” or “Director(s)”** : The Board of Directors of EHB for the time being.
- “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”** : Deed Poll dated 26 December 2017 constituting the Warrants.
- “EHB” or “the Company”** : Econpile Holdings Berhad (Registration No. 201201032676 (1017164-M)).
- “EHB Share(s)” or “Share(s)”** : Ordinary share(s) in the Company.
- “Exercise Period”** : The period of five (5) years, commencing from and inclusive of the date of issuance of Warrants on 3 January 2018 (“Issue Date”) to the close of business at 5.00 p.m. on the Expiry Date.
- “Exercise Price”** : RM1.25, being the exercise price payable in respect of one (1) new Share for each Warrant exercised.
- “Exercise Rights”** : Right conferred on a holder of the Warrants to subscribe for one (1) new EHB Share at the Exercise Price at any time during the Exercise Period, upon the terms and subject to the conditions of the Warrants as set out in the Deed Poll.
- “Expiry Date”** : Friday, 30 December 2022 at 5.00 p.m.
- “Market Day(s)”** : A day on which the stock market of Bursa Securities is open for trading in securities.
- “Notice”** : This Notice to Warrant Holders dated 30 November 2022 in relation to the expiry and last date for the exercise of Warrants.
- “Registrar”** : Tricor Investor & Issuing House Services Sdn. Bhd. (Registration No. 197101000970) (11324-H)).
- “RM” and “sen”** : Ringgit Malaysia and sen, respectively.
- “Securities Account”** : An account established by Bursa Depository for a depositor for the recording of deposit of securities and for dealing in such securities by the depositor.
- “Warrant(s)”** : The warrants issued by the Company on 3 January 2018 constituted by the Deed Poll and expiring on 30 December 2022.
- “Warrant Holders”** : Depositors whose names appear in the Record of Depositors as holders of the Warrants.

## **DEFINITIONS (CONT'D)**

Words incorporate the singular shall, where applicable, include the plural and vice versa. Words incorporate the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Any reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Notice to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of a day in this Notice shall be a reference to Malaysian time, unless otherwise stated.

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**ECONPILE HOLDINGS BERHAD**  
Registration No. 201201032676 (1017164-M)  
(Incorporated in Malaysia)

**Registered Office:-**

Unit 30-01, Level 30, Tower A  
Vertical Business Suite, Avenue 3  
Bangsar South, No. 8, Jalan Kerinchi  
59200 Kuala Lumpur  
Wilayah Persekutuan  
Malaysia

30 November 2022

**Board of Directors:-**

Krishnan A/L C K Menon (*Independent Non-Executive Chairman*)  
The Cheng Eng (*Group Managing Director*)  
Pang Sar (*Executive Director/Group Chief Executive Officer*)  
The Kun Ann (*Executive Director*)  
Dato' Rosli Bin Mohamed Nor (*Non-Independent Non-Executive Director*)  
Teh Bee Choo (*Independent Non-Executive Director*)  
Law Siew Ngan (*Independent Non-Executive Director*)

**To: The Warrant Holders of the Company**

Dear Sir/Madam,

**NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2018/2023**

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**NOTICE IS HEREBY GIVEN THAT** pursuant to the terms and conditions as stipulated in the Deed Poll governing the Warrants, the Exercise Rights of Warrants will expire on **Friday, 30 December 2022 at 5.00 p.m.**, being the last Market Day of the Exercise Period.

Unless the context otherwise requires or unless otherwise defined in this Notice, words and expressions defined in the Deed Poll shall have the same meanings when used in this Notice.

Warrant Holders who intend to exercise their Warrants are advised to submit the documents as referred to in Section 4.1 herein to the Registrar of EHB not later than 5.00 p.m. on the Expiry Date.

**Warrant Holders should note that the Warrants which are not exercised by 5.00 p.m. on the Expiry Date will lapse and become NULL and VOID and cease to be valid after the Expiry Date.**

**Accordingly, the Warrants will be removed from the Official List of Bursa Securities with effect from 9.00 a.m. on Tuesday, 3 January 2023.**

As at 16 November 2022 (being the latest practicable date prior to the printing of this Notice), the total number of unexercised Warrants is 267,500,005.

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

## 1. SUSPENSION OF TRADING AND LAST DAY FOR TRADING

To facilitate the Exercise Rights by the Warrant Holders, trading of the Warrants on Bursa Securities will be suspended with effect from 9.00 a.m. on Wednesday, 14 December 2022 until the Expiry Date. **Hence, the last day and time for trading of the Warrants will be at 5.00 p.m. on Tuesday, 13 December 2022.**

## 2. EXERCISE PRICE

The Exercise Price of the Warrants is RM1.25 for each new EHB Share. As such, if a Warrant Holder exercise 100 Warrants for the subscription of 100 new EHB Shares, the remittance of the full Exercise Price shall be RM125.00.

## 3. PAYMENT OF EXERCISE PRICE

The remittance of the Exercise Price must be made in full and payable in RM by way of banker's draft or cashier's order or money order or postal order drawn on a bank or post office operating in Malaysia, made in favour of **"Econpile Holdings Berhad Warrants Proceeds Account"** crossed "A/C Payee Only" and "Not negotiable", endorsed on the reverse side with the Warrant Holder's name and address.

## 4. EXERCISE OF WARRANTS

4.1 If you are a Warrant Holder and wish to carry out your Exercise Rights, you should BEFORE 5.00 p.m. on the Expiry Date:-

4.1.1 Complete and execute the enclosed Exercise Notice.

Additional copies of the Exercise Notice can be obtained from the Registrar of EHB, namely 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, Wilayah Persekutuan, Malaysia.

4.1.2 Deliver to the Registrar of EHB, the following documents:-

- (a) duly signed and completed Exercise Notice;
- (b) remittance of the full Exercise Price as mentioned in Sections 2 and 3 above; and
- (c) remittance of a processing fee of **RM20.00** for each Exercise Notice submitted, payable by banker's draft or cashier's order or personal cheque or money order or postal order issued by a bank or post office operating in Malaysia made in favour of **"TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD."** crossed **"A/C Payee Only"** or by cash if you deliver the documents to the Registrar personally, for debiting of the Warrants and for crediting of the new EHB Shares.

4.2 EHB shall within eight (8) Market Days upon receiving the duly completed and valid Exercise Notice together with the requisite remittance:-

4.2.1 Allot and issue to the Warrant Holders, new EHB Shares subscribed for by the Warrant Holder under the provisions of the Deed Poll.

4.2.2 Despatch the notice of allotment to the Warrant Holder.

4.2.3 Submit the application to Bursa Securities for the listing of and quotation for the new EHB Shares on Bursa Securities.

The new EHB Shares to be issued upon the exercise of the Warrants shall, upon allotment and issue, rank *pari passu* in all respects with the existing EHB Shares, save and except that they shall not be entitled to participate in any dividends, rights, allotments and/or other distributions that may be declared, made or paid to registered holders of EHB Shares, the entitlement date of which is prior to the date of allotment of the new EHB Shares.

The new EHB Shares arising from such exercise will be credited into the CDS Account of the exercising Warrant Holders and no physical share certificates would be issued to the Warrant Holders in respect of the exercise.

## **5. BOOK CLOSURE DATE IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS**

Warrant Holders should note that apart from the provisions contained in the Deed Poll, the following provisions of Bursa Depository will apply to the Warrants:-

- 5.1 Bursa Depository will not accept any request for ordinary transfer of the Warrants for the period commencing **4.30 p.m. on Thursday, 22 December 2022** until the Expiry Date.
- 5.2 Warrant Holders shall qualify for entitlement to subscribe for new EHB Shares in respect of the following:-
  - 5.2.1 Warrants transferred into the depositor's Securities Account before **4.30 p.m. on Thursday, 22 December 2022** in respect of ordinary transfer; and
  - 5.2.2 Warrants bought on Bursa Securities on or before **5.00 p.m. on Tuesday, 13 December 2022** being the last day of trading of the Warrants.

## **6. EXPIRY OF WARRANTS**

- 6.1 Warrant Holders should note that:-
  - 6.1.1 If their Exercise Rights are not exercised and the relevant Exercise Notices together with remittance are not delivered to the Registrar of EHB by **5.00 p.m. on the Expiry Date**, their rights will lapse and become null and void and cease to be valid for any purpose thereafter; and
  - 6.1.2 All unexercised Warrants remaining in a depositor's Securities Account with Bursa Depository as at 5.00 p.m. on the Expiry Date will be withdrawn from the respective depositor's Securities Account on **Tuesday, 3 January 2023**.

## **7. DIRECTORS' RESPONSIBILITY STATEMENT**

This Notice has been seen and approved by the Board of EHB, and they collectively and individually accept full responsibility for the accuracy of the information given in and confirm that, after making 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 in this Notice misleading.

## **8. CONTACT DETAILS FOR ENQUIRIES**

All enquiries concerning this Notice or Warrants should be addressed to the Registrar of EHB 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**  
**Wilayah Persekutuan**  
**Malaysia**  
**Telephone No. : 03-2783 9299**  
**Facsimile No. : 03-2783 9222**  
**Email Address : is.enquiry@my.tricorglobal.com**

Yours faithfully,

For and on behalf of the Board of  
**ECONPILE HOLDINGS BERHAD**

**KRISHNAN A/L C K MENON**  
Independent Non-Executive Chairman

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**7. \*\*CONTACT NUMBER**

												OFFICE
												HOUSE
												MOBILE

(All information given above must be as per information in the records maintained by Bursa Depository)

1. irrevocably elect under the provisions of the Deed Poll:
  - 1.1 to exercise the Exercise Rights in respect of \_\_\_\_\_ Warrants 2018/2023, being part/all\* of the Warrants 2018/2023 standing to the credit of my/our\* Securities Account(s); and
  - 1.2 to subscribe and pay as provided below for the new Ordinary Shares (“**Exercise Shares**”) to be issued on exercise of the Warrants 2018/2023 to which this Exercise Notice relates at the Exercise Price of **RM1.25** per new Ordinary Share and agree to accept such new Ordinary Shares subject to the terms of the Constitution of the Company;
2. make payment in full for the Exercise Shares, by banker’s draft or cashier’s order or money order or postal order by a bank or post office in Malaysia\* amounting to RM \_\_\_\_\_ drawn by a bank in Malaysia, crossed ‘A/C Payee’ and ‘Not negotiable’, endorsed on the reverse side with my/our\* name and address made in favour of ‘**Econpile Holdings Berhad Warrants Proceeds Account**’;
3. irrevocably authorise Bursa Depository to deduct from the Warrants 2018/2023 standing to the credit of my/our\* Securities Account(s) the number of Warrants 2018/2023 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, 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 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 indemnified against any claims, losses, damages, liabilities, costs and expenses including legal cost that may be suffered or incurred by the Company as a result of or arising from the Company 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 2018/2023 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 change or allow the disposal, transfer or change of the Warrants 2018/2023 intended for the exercise of the Exercise Rights herein, until the exercise is completed by the debiting of such Warrants 2018/2023 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 2018/2023 from and to credit the quantity of new Ordinary Shares in the Company into my/our\* Securities Account as follows:

Source account for debiting of Warrants 2018/2023 and account for crediting of new shares																
Stock Code (Warrants 2018/2023)	Quantity of Warrants 2018/2023	CDS ACCOUNT NUMBER, ADA AND BRANCH CODE/ACCOUNT NUMBER											Quantity of Shares	Stock Code (Shares)		

Dated :

Signature : \_\_\_\_\_

(If the Depositor is a Corporation)

THE COMMON SEAL )  
of the Depositor was hereunto )  
affixed in the presence of: )

.....  
Director

.....  
Director/ Secretary

single asterisk (\*) to delete as appropriate

**NOTES:**

1. In exercising the Exercise Rights above, compliance must be made with any exchange control or other statutory requirements for the time being applicable and with the provisions of the SI(CD)A and the Rules of Bursa Depository.
2. A corporation completing this Exercise Notice is required to sign it by affixing its common seal if it has a common seal or under the hand of a duly authorised officer or attorney.
3. No direction may be made in this Exercise Notice requiring Exercise Shares to be credited to the Securities Account of a person other than 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 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 Warrants 2018/2023 Holders is drawn to the Malaysian Code on Take-Overs and Mergers 2016, Rules on Take-overs, Mergers and Compulsory Acquisitions, and provisions of the Capital Markets and Services Act 2007 as amended from time to time. In general terms, most of these provisions regulate the acquisition of effective control of public companies. A Warrants 2018/2023 Holder should consider the implications of these provisions before they exercise their respective Exercise Rights, in particular, a Warrants 2018/2023 Holder should consult the Securities Commission Malaysia, if:
  - 6.1 such Warrants 2018/2023 Holder intends to acquire by exercise of the Exercise Rights represented by the Warrants 2018/2023, whether at one time or at different times, Ordinary Shares which (together with the Ordinary Shares owned or acquired by such Warrants 2018/2023 Holder or persons acting in concert with such Warrants 2018/2023 Holder) carry more than 33% of the voting rights of the Company; or

- 6.2 such Warrants 2018/2023 Holder, together with persons acting in concert, who has obtained control in a company and holds not less than 33% but not more than 50% of the voting rights of the Company, and together with persons acting in concert, intends to acquire, by exercise of Exercise Rights represented by the Warrants 2018/2023 in any period of six (6) months, additional Ordinary Shares increasing such percentage of the voting rights by more than 2%.

The exercise by a Warrants 2018/2023 Holder of Exercise Rights in circumstances other than those referred to above in sub-paragraphs 6.1 and 6.2 of these notes could also result in implications on the Warrants 2018/2023 Holder under the provisions referred to above.

7. Without prejudice to note 4 above, the Exercise Period of the Warrants 2018/2023 shall be for the period commencing (from and including) the Issue Date and ending at 5.00 p.m. on the last day of the period of five (5) years from (and including) the Issue Date of the Warrants 2018/2023, 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 three (3) clear 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 2018/2023 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 Warrants 2018/2023 not exercised by then will cease to be valid for any purpose.
8. The Exercise Price shall be the amount payable in respect of each new Ordinary Share to which a Warrants 2018/2023 Holder is entitled to subscribe for on exercise of the Exercise Rights involving such new Ordinary Share, being RM1.25, or such price as adjusted under the provisions of Condition 4 set out in **Schedule 5** of the Deed Poll.
9. The new Ordinary Shares to be issued upon the exercise of the Warrants 2018/2023 shall, upon allotment and issuance, rank *pari passu* in all respects with the Ordinary Shares save and except that they shall not be entitled to participate in any rights, allotments, dividends and/or other distributions, the entitlement date of which precedes the date of allotment of the new Ordinary Shares issued pursuant to the exercise of the Warrants 2018/2023.
10. The definitive share certificates will only be issued to Bursa Depository or its nominee company and no physical share certificates will be issued to the Warrants 2018/2023 Holders pursuant to the exercise of the Warrants 2018/2023.
11. For avoidance of doubt, if no CDS account number is provided, any exercise or purported exercise of the Exercise Rights shall be deemed invalid.
12. ADA means "Authorised Depository Agent".
13. The Warrants 2018/2023 Holders shall remit **RM20.00** by cash or cheque made payable to "**Tricor Investor & Issuing House Services Sdn Bhd**" being the administrative charges.
14. No script will be issued to the Depositor in respect of the new shares to be allotted and issued as the result of any exercise of rights therein.

Registrar: 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,  
Wilayah Persekutuan  
Malaysia

Tel No. : 03 -2783 9299  
Fax No. : 03-2783 9222