

**NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES WITH WARRANTS**

Terms defined in the Abridged Prospectus dated 13 April 2021 (“AP”) shall have the same meanings when used in this Notice of Provisional Allotment (“NPA”), unless otherwise stated. The provisionally allotted Rights Shares with Warrants (both as defined herein) are prescribed securities pursuant to Section 14(5) of the Securities Industry (Central Depositories) Act, 1991 and therefore, the Securities Industry (Central Depositories) Act, 1991, the Securities Industry (Central Depositories) Amendment Act, 1998 and the Rules of Bursa Malaysia Depository Sdn Bhd (“Bursa Depository”) shall apply in respect of dealings in the provisional allotment of Rights Shares with Warrants.



**HENG HUAT RESOURCES GROUP BERHAD**  
(Registration No. 201101041555 (969678-D))  
(Incorporated in Malaysia)

**RENOUNCEABLE RIGHTS ISSUE OF UP TO 46,235,800 NEW ORDINARY SHARES IN HENG HUAT (“HENG HUAT SHARES”) (“RIGHTS SHARES”) ON THE BASIS OF 1 RIGHTS SHARE FOR EVERY 2 EXISTING HENG HUAT SHARES HELD AS AT 5.00 P.M. ON 13 APRIL 2021 AT AN ISSUE PRICE OF RM0.20 PER RIGHTS SHARE, TOGETHER WITH UP TO 69,353,700 FREE DETACHABLE WARRANTS (“WARRANTS”) ON THE BASIS OF 3 WARRANTS FOR EVERY 2 RIGHTS SHARES SUBSCRIBED FOR (“RIGHTS ISSUE”)**

*Principal Adviser*



AN UNWAVERING COMMITMENT  
**TA SECURITIES HOLDINGS BERHAD (14948-M)**  
(A Participating Organisation of Bursa Malaysia Securities Berhad)

**To: Shareholders of Heng Huat**

**Dear Sir/ Madam,**

The Board of Directors of Heng Huat (“Board”) has provisionally allotted to you, in accordance with the approval of Bursa Malaysia Securities Berhad (“Bursa Securities”) dated 25 February 2021 and the Ordinary Resolution 1 passed by shareholders of the Company at the Extraordinary General Meeting convened on 23 March 2021, the number of Rights Shares with Warrants as indicated below (“Provisional Rights Shares with Warrants”).

We wish to advise you that the following Rights Shares with Warrants provisionally allotted to you in respect of the Rights Issue have been confirmed by Bursa Depository and upon acceptance will be credited into your Central Depository System (“CDS”) account(s) stated below subject to the terms and conditions stated in the AP and the Rights Subscription Form dated 13 April 2021 issued by the Company.

The Provisional Rights Shares with Warrants are made subject to the provisions in the AP issued by the Company. Bursa Securities has already prescribed the securities of Heng Huat listed on the ACE Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Provisional Rights Shares with Warrants are prescribed securities and as such, all dealings in the Provisional Rights Shares with Warrants will be by way of book entry through CDS accounts and will be governed by the Securities Industry (Central Depositories) Act, 1991, the Securities Industry (Central Depositories) Amendment Act, 1998 and the Rules of Bursa Depository.

**ALL RIGHTS SHARES WITH WARRANTS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS SHARES WITH WARRANTS INTO THE CDS ACCOUNTS OF THE ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S)/TRANSFEREES(S) (IF APPLICABLE). NO PHYSICAL SHARE CERTIFICATE OR WARRANT CERTIFICATE WILL BE ISSUED.**

It is the intention of the Board to allot the excess Rights Shares with Warrants on a fair and equitable basis and in the following priority:

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to the entitled shareholders who have applied for excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on their respective shareholdings in Heng Huat as at the entitlement date;
- (iii) thirdly, for allocation to the entitled shareholders who have applied for excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective applications for excess Rights Shares with Warrants; and
- (iv) lastly, for allocation to renounee(s)/transferee(s) (if applicable) who has/have applied for the excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective applications for excess Rights Shares with Warrants.

If there is any remaining excess Rights Shares with Warrants after steps (i) to (iv) have been carried out, steps (ii) to (iv) will be repeated until all remaining excess Rights Shares with Warrants have been allocated.

Nevertheless, the Board reserves the right to allot any excess Rights Shares with Warrants applied for via the e-Rights Subscription Form or under Part I(B) of the Rights Subscription Form in such manner as it deems fit and expedient and in the best interest of the Company, subject always to such allocation being made on a fair and equitable basis and that the intention of the Board as set out in (i), (ii), (iii) and (iv) above are achieved. The Board also reserves the right to accept any excess Rights Shares with Warrants application, in full or in part, without assigning any reason.

**NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER**

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NUMBER OF HENG HUAT SHARES HELD AS AT 5.00 P.M. ON 13 APRIL 2021	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	NUMBER OF WARRANTS ATTACHED TO THE RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.20 PER RIGHTS SHARE (RM)

**IMPORTANT RELEVANT DATES AND TIMES:**

Entitlement date	: Tuesday, 13 April 2021 at 5.00 p.m.
Last date and time for sale of provisional allotment of rights	: Tuesday, 20 April 2021 at 5.00 p.m.
Last date and time for transfer of provisional allotment of rights	: Thursday, 22 April 2021 at 4.30 p.m.
Last date and time for acceptance and payment	: Wednesday, 28 April 2021 at 5.00 p.m.
Last date and time for excess application and payment	: Wednesday, 28 April 2021 at 5.00 p.m.

By order of the Board  
**Hing Poe Pyng (MAICSA 7053526) SSM PC NO. 202008001322**  
**Wong Yee Lin (MIA 15898) SSM PC NO. 201908001793**  
Joint Company Secretaries

Share Registrar  
**AGRITEUM Share Registration Services Sdn Bhd**  
2nd Floor, Wisma Penang Garden  
42 Jalan Sultan Ahmad Shah  
10050 Penang  
Tel. no.: 04-228 2321  
Fax. no.: 04-227 2391

**THIS NOTICE OF PROVISIONAL ALLOTMENT IS DATED 13 APRIL 2021**

**RIGHTS SUBSCRIPTION FORM**

TERMS DEFINED IN THE ABRIDGED PROSPECTUS DATED 13 APRIL 2021 ("AP") SHALL HAVE THE SAME MEANINGS WHEN USED IN THIS RIGHTS SUBSCRIPTION FORM ("RSF") AND THE NOTES AND INSTRUCTIONS FOR COMPLETING THIS RSF, UNLESS OTHERWISE STATED. THIS RSF IS ISSUED FOR THE PURPOSE OF ACCEPTING THE PROVISIONALLY ALLOTTED RIGHTS SHARES WITH WARRANTS ("PROVISIONAL RIGHTS SHARES WITH WARRANTS") AND APPLYING FOR EXCESS RIGHTS SHARES WITH WARRANTS PURSUANT TO THE RIGHTS ISSUE (AS DEFINED HEREIN) OF HENG HUAT RESOURCES GROUP BERHAD ("HENG HUAT" OR "COMPANY"). THE LAST TIME AND DATE FOR ACCEPTANCE AND PAYMENT FOR PROVISIONAL RIGHTS SHARES WITH WARRANTS AS WELL AS EXCESS RIGHTS SHARES WITH WARRANTS IS AT 5.00 P.M. ON 28 APRIL 2021. THIS RSF IS ONLY APPLICABLE TO PERSONS WHO HAVE PROVISIONAL RIGHTS SHARES WITH WARRANTS STANDING TO THE CREDIT OF HIS/HER CENTRAL DEPOSITORY SYSTEM ("CDS") ACCOUNT.



**HENG HUAT RESOURCES GROUP BERHAD**  
(Registration No. 201101041555 (969678-D))  
(Incorporated in Malaysia)

The RSF together with the appropriate remittance must be submitted to the Share Registrar at AGRITEUM Share Registration Services Sdn Bhd, at 2nd Floor, Wisma Penang Garden, 42 Jalan Sultan Ahmad Shah, 10050 Georgetown, Pulau Penang. Tel No.: 604-2282 321

**RENOUNCABLE RIGHTS ISSUE OF UP TO 46,235,800 NEW ORDINARY SHARES IN HENG HUAT ("HENG HUAT SHARES") ("RIGHTS SHARES") ON THE BASIS OF 1 RIGHTS SHARE FOR EVERY 2 EXISTING HENG HUAT SHARES HELD AS AT 5.00 P.M. ON 13 APRIL 2021 AT AN ISSUE PRICE OF RM0.20 PER RIGHTS SHARE, TOGETHER WITH UP TO 69,353,700 FREE DETACHABLE WARRANTS ("WARRANTS") ON THE BASIS OF 3 WARRANTS FOR EVERY 2 RIGHTS SHARES SUBSCRIBED FOR ("RIGHTS ISSUE")**

**NAME AND ADDRESS OF APPLICANT**  
(in block letters as per Bursa Depository's record)

**NRIC NO. / PASSPORT NO.**  
(State Country) / **COMPANY NO.**

**CDS ACCOUNT NO.**

NUMBER OF HENG HUAT SHARES HELD AT 5.00 P.M. ON 13 APRIL 2021	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	NUMBER OF WARRANTS ATTACHED TO THE RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.20 PER RIGHTS SHARE (RM)

*Note: If you have subsequently purchased additional Provisional Rights Shares with Warrants from the open market, you should indicate your acceptance of the total Provisional Rights Shares with Warrants that you have standing to the credit in your CDS account under Part I(A).*

To: The Board of Directors of Heng Huat ("Board")

**PART I – ACCEPTANCE OF PROVISIONAL RIGHTS SHARES WITH WARRANTS AND APPLICATION FOR EXCESS RIGHTS SHARES WITH WARRANTS**

In accordance with the terms of this RSF and the AP, \*I / \*we hereby irrevocably:

- (i) \*accept the number of Rights Shares with Warrants as stated below, which were provisionally allotted / transferred / renounced to \*me / \*us;
- (ii) \*apply for the number of excess Rights Shares with Warrants as stated below in addition to the above;

in accordance with and subject to the Constitution of the Company.

\*I / \*We enclose herewith the appropriate remittance(s) for the payment stated below, in favour of the respective account stated below and crossed "A/C PAYEE ONLY", being the full and exact amount payable for the said number of Rights Shares with Warrants accepted / applied for, and hereby request for the said Rights Shares with Warrants to be credited into \*my / \*our valid and subsisting CDS account as stated above:

NUMBER OF RIGHTS SHARES WITH WARRANTS ACCEPTED / EXCESS RIGHTS SHARES WITH WARRANTS APPLIED	AMOUNT PAYABLE BASED ON RM0.20 PER RIGHTS SHARE (RM)	BANKER'S DRAFT / CASHIER'S ORDER NO.	PAYABLE TO
(A) ACCEPTANCE			HENG HUAT RESOURCES GROUP BERHAD - RIGHT ISSUE ACCOUNT
(B) EXCESS			HENG HUAT RESOURCES GROUP BERHAD - EXCESS RIGHT ISSUE ACCOUNT

\*I / \*We hereby authorise you to refund without interest, the full or the balance (as the case may be) amount of \*my / \*our application money for the Provisional Rights Shares with Warrants and/or the excess Rights Shares with Warrants if such application is not successful at all or late or only partially successful (as the case may be) at \*my / \*our address in Malaysia as shown in the Record of Depositors maintained with Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") by ORDINARY POST to \*me / \*us at \*MY / \*OUR OWN RISK.

**PART II – DECLARATION**

\*I / \*We hereby confirm and declare that:

- (i) All information provided by \*me / \*us is true and correct;
- (ii) All information is identical with the information in the records of Bursa Depository and further agree and confirm that in the event the said information differs from Bursa Depository's record as mentioned earlier, the exercise of \*my / \*our rights may be rejected;
- (iii) \*I / \*We consent to Heng Huat and the Share Registrar of Heng Huat collecting the information and personal data (collectively "Data") required herein, to process and disclose such Data to any person for the purposes of implementing the Rights Issue and storing such Data in any servers located in Malaysia or outside Malaysia in accordance with the relevant laws and regulations; and
  - I am 18 years of age or over and am not an undischarged bankrupt.
  - \*I am / \*We are resident(s) of Malaysia.
  - \*I am / \*We are resident(s) of ..... (country) and having ..... citizenship.
  - \*I am / \*We are nominee(s) of a person who is a \*Bumiputera / \*Non-Bumiputera / \*Non-Citizen resident in ..... (country) and having..... citizenship.

\*I / \*We have read and understood and hereby accept all the terms and conditions set out in this RSF and the AP and further confirm compliance with all the requirements for acceptance and payment as set out therein.

**AFFIX  
MALAYSIAN  
REVENUE  
STAMP OF  
RM10.00  
HERE**

Date

Signature/Authorised Signatory(ies)  
(Corporate Body must affix their Common Seal)

Contact number (office/mobile)

**LAST DATE AND TIME FOR**

Acceptance and payment : Wednesday, 28 April 2021 at 5.00 p.m.  
Excess application and payment : Wednesday, 28 April 2021 at 5.00 p.m.

\* Please delete whichever is not applicable

## NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

**THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT. IN ACCORDANCE WITH THE REQUIREMENTS OF THE CAPITAL MARKETS AND SERVICES ACT 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS OF HENG HUAT RESOURCES GROUP BERHAD ("HENG HUAT" OR "COMPANY") DATED 13 APRIL 2021 ("AP"). IF YOU ARE IN DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT A PROFESSIONAL ADVISER IMMEDIATELY. ALL ENQUIRIES CONCERNING THE RIGHTS ISSUE SHOULD BE ADDRESSED TO THE SHARE REGISTRAR OF HENG HUAT, AGRITEUM SHARE REGISTRATION SERVICES SDN BHD, AT 2ND FLOOR, WISMA PENANG GARDEN, 42 JALAN SULTAN AHMAD SHAH, 10050 PENANG. (TEL NO.: 04-228 2321) ("SHARE REGISTRAR"). YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE AP TO WHICH THIS RSF RELATES BEFORE COMPLETING AND SIGNING THIS RSF.**

This RSF, together with the AP and Notice of Provisional Allotment ("NPA") for the Rights Issue (collectively referred to as "Documents"), are not intended to be (and will not be) issued, circulated or distributed in any countries or jurisdictions other than Malaysia. No action has been or will be taken to ensure that the Rights Issue or the Documents complies with the laws of any countries or jurisdictions other than the laws of Malaysia. Entitled shareholders and/or their renouneece(s)/transferee(s) (if applicable) who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their legal and/or other professional adviser as to whether their acceptance or renunciation (as the case may be) of their entitlements to the Rights Issue, application for excess Rights Shares with Warrants, or the subscription, offer, sale, resale, pledge or other transfer of new securities arising from the Rights Issue would result in the contravention of any laws of such countries or jurisdictions. Neither the Company, TA Securities Holdings Berhad nor any other professional advisers to the Rights Issue shall accept any responsibility or liability whatsoever to any party in the event that any acceptance or sale/renunciation made by the entitled shareholders and/or their renouneece(s)/transferee(s) (if applicable) is or shall become illegal, unenforceable, voidable or void in any countries or jurisdictions in which the entitled shareholders and/or their renouneece(s)/transferee(s) (if applicable) are residents.

The AP has been registered by the Securities Commission Malaysia ("SC"). The registration of the AP should not be taken to indicate that the SC recommends the Rights Issue or assumes responsibility for the correctness of any statement made, opinion expressed or report contained in the AP. The SC has not, in any way, considered the merits of the Rights Issue. The Documents have also been lodged with the Registrar of Companies which takes no responsibility for the contents of the Documents.

The shareholders of Heng Huat have approved the Rights Issue at the Extraordinary General Meeting held on 23 March 2021. Approval has also been obtained from Bursa Malaysia Securities Berhad ("Bursa Securities") vide its letter dated 25 February 2021, for the admission of Warrants to the Official List of the ACE Market of Bursa Securities and the listing of and quotation for the Rights Shares. Warrants and the new Heng Huat Shares to be issued upon the exercise of Warrants on the ACE Market of Bursa Securities. However, this is not an indication that Bursa Securities recommends the Rights Issue and shall not be taken as an indication of the merits of the Rights Issue. Bursa Securities takes no responsibility for the correctness of any statement made or opinions expressed in the Documents. The listing of and quotation for the Rights Shares and Warrants will commence after, among others, receipt of confirmation from Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") that all the Central Depository System ("CDS") accounts of the successful entitled shareholders and/or their renouneece(s)/transferee(s) (if applicable) have been duly credited with the relevant Rights Shares with Warrants allotted to them and notices of allotment have been despatched or sent to them.

The Documents have been seen and approved by the Board of Directors of Heng Huat ("Board") and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make any statement in the Documents false or misleading.

The provisionally allotted Rights Shares with Warrants ("Provisional Rights Shares with Warrants") are prescribed securities pursuant to Section 14(5) of the Securities Industry (Central Depositories) Act, 1991 and therefore, the Securities Industry (Central Depositories) Act, 1991, Securities Industry (Central Depositories) (Amendment) Act, 1998 and the Rules of Bursa Depository shall apply in respect of dealings of the provisionally allotted Rights Shares with Warrants.

Unless otherwise stated, the unit of currency used in this RSF is Ringgit Malaysia (or "RM" in abbreviation) and sen. Terms defined in the AP shall have the same meanings when used in this RSF, unless they are otherwise defined here or other context otherwise requires.

### INSTRUCTIONS:

#### (I) LAST TIME AND DATE FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until 5.00 p.m. on Wednesday, 28 April 2021.

If acceptance of and payment for the Provisional Rights Shares with Warrants is not received by the Share Registrar by 5.00 p.m. on Wednesday, 28 April 2021, such Provisional Rights Shares with Warrants to you will be deemed to have been declined and will be cancelled. Proof of time of postage will not constitute proof of time of receipt by the Share Registrar. The Board will then have the right to allot such Rights Shares with Warrants not taken up to applicants who have applied for excess Rights Shares with Warrants in the manners set out in note (IV) below.

#### (II) FULL ACCEPTANCE OF THE RIGHTS SHARES WITH WARRANTS

If you and/or your renouneece(s)/transferee(s) (if applicable) wish to accept your entitlement to the Provisional Rights Shares with Warrants, please complete Part I(A) and Part II of this RSF in accordance with the notes and instruction provided herein and return this RSF together with the appropriate remittance made in RM for the full amount in the form of Banker's Draft(s) or Cashier's Order(s) drawn on a bank in Malaysia and must be made out in favour of "HENG HUAT RESOURCES GROUP BERHAD - RIGHT ISSUE ACCOUNT" and crossed "A/C PAYEE ONLY" and endorsed on the reverse side with your name in block letters, contact number, address and CDS account number, for the full amount payable for the Rights Shares with Warrants accepted, so as to be received by the Share Registrar by **ORDINARY POST, DELIVERY BY HAND and/or COURIER** as detailed below, by **5.00 p.m. on Wednesday, 28 April 2021**. Cheques or any other mode of payments are not acceptable.

**AGRITEUM Share Registration Services Sdn Bhd**

2<sup>nd</sup> Floor, Wisma Penang Garden

42 Jalan Sultan Ahmad Shah

10050 Penang

Tel. no.: 04-228 2321

Fax. no.: 04-227 2391

The remittance must be made in the exact amount payable for the Rights Shares with Warrants accepted. Application accompanied by payments other than in the manners stated above or with excess or insufficient remittances may or may not be accepted at the absolute discretion of the Board. No acknowledgement or receipt of this RSF or application monies will be issued. However, if your application is successful, a notice of allotment will be despatched or sent to you and/or your renouneece(s)/transferee(s) (if applicable) by ordinary post to the postal address stated in the Record of Depositors provided by Bursa Depository within 8 market days from the last date for acceptance and payment for the Rights Shares with Warrants or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially accepted applications, the full amount or the balance of application monies, as the case may be, will be refunded without interest. The refund will be credited directly into your bank account if you have provided such bank account information to Bursa Depository for the purposes of cash dividend/distribution. If you have not provided such bank account information to Bursa Depository, the refund will be by issuance of cheque and shall be despatched to you by ordinary post to the address as shown on the Record of Depositors at your own risk within 15 market days from the last day of acceptance and payment.

#### (III) PART ACCEPTANCE OF THE RIGHTS SHARES WITH WARRANTS

If you and/or your renouneece(s)/transferee(s) (if applicable) wish to accept part of your Provisional Rights Shares with Warrants, please complete both Part I(A) and Part II of this RSF by specifying the number of Rights Shares with Warrants which you are accepting and deliver the completed and signed RSF together with the relevant payment to the Share Registrar by 5.00 p.m. on Wednesday, 28 April 2021, being the last time and date for acceptance and payment.

#### (IV) APPLICATION FOR EXCESS RIGHTS SHARES WITH WARRANTS

If you and/or your renouneece(s)/transferee(s) (if applicable) wish to apply for excess Rights Shares with Warrants in addition to those provisionally allotted to you, please complete Part I(B) of this RSF (in addition to Part I(A) and Part II) and forward it (together with a **separate remittance** made in RM for the full amount payable in respect of the excess Rights Shares with Warrants applied for) to the Share Registrar. Payment for the excess Rights Shares with Warrants applied for should be made in the same manners described in note (II) above, with remittance in the form of Banker's Draft(s) or Cashier's Order(s) drawn on a bank in Malaysia and made payable to "HENG HUAT RESOURCES GROUP BERHAD - EXCESS RIGHT ISSUE ACCOUNT" and crossed "A/C PAYEE ONLY" and endorsed on the reverse side with your name in block letters, contact number, address and CDS account number to be received by the Share Registrar **not later than 5.00 p.m. on Wednesday, 28 April 2021**, being the last time and date for application and payment for excess Rights Shares with Warrants. No acknowledgement or receipt of this RSF or excess application monies will be issued. However, if your excess application is successful, a notice of allotment will be despatched or sent to you and/or your renouneece(s)/transferee(s) (if applicable) by ordinary post to the postal address stated in the Record of Depositors provided by Bursa Depository within 8 market days from the last date for acceptance and payment for the excess Rights Shares with Warrants or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially successful excess Rights Shares with Warrants applications, the full amount or the balance of application monies (as the case may be) will be refunded without interest. The refund will be credited directly into your bank account if you have provided such bank account information to Bursa Depository for the purposes of cash dividend/distribution. If you have not provided such bank account information to Bursa Depository, the refund will be by issuance of cheque and shall be despatched to you by ordinary post to the address as shown on the Record of Depositors at your own risk within 15 market days from the last day of acceptance and payment. It is the intention of the Board to allot the excess Rights Shares with Warrants on a fair and equitable basis and in the following priority:

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to the entitled shareholders who have applied for excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on their respective shareholdings in Heng Huat as at the entitlement date;
- (iii) thirdly, for allocation to the entitled shareholders who have applied for excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective applications for excess Rights Shares with Warrants applied; and
- (iv) lastly, for allocation to renouneece(s)/transferee(s) (if applicable) who has/have applied for the excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective applications for excess Rights Shares with Warrants.

If there is any remaining excess Rights Shares with Warrants after steps (i) to (iv) have been carried out, steps (ii) to (iv) will be repeated until all remaining excess Rights Shares with Warrants have been allocated.

Nevertheless, the Board reserves the right to allot any excess Rights Shares with Warrants applied for under Part I(B) of this RSF in such manner as it deems fit and expedient and in the best interest of the Company, subject always to such allocation being made on a fair and equitable basis and that the intention of the Board as set out in (i), (ii), (iii) and (iv) above are achieved. The Board also reserves the right to accept any excess Rights Shares with Warrants application, in full or in part, without assigning any reason.

#### (V) SALE/TRANSFER OF THE PROVISIONAL RIGHTS SHARES WITH WARRANTS

If you wish to sell/transfer all or part of your entitlement to the Provisional Rights Shares with Warrants to 1 or more person(s), you may do so immediately through your stockbroker without first having to request the Company for a split of the Provisional Rights Shares with Warrants standing to the credit of your CDS account. To sell/transfer all or part of your entitlement to the Provisional Rights Shares with Warrants, you may sell such entitlement to Provisional Rights Shares with Warrants in the open market of Bursa Securities or transfer such entitlement to the Provisional Rights Shares with Warrants to such person(s) as may be allowed pursuant to the Rules of Bursa Depository.

In selling/transferring all or part of your entitlement to the Provisional Rights Shares with Warrants, you and/or your renouneece(s)/transferee(s) (if applicable) need not deliver any document, including this RSF, to any stockbroker. However, you must ensure that you have sufficient Provisional Rights Shares with Warrants standing to the credit of your CDS account that are available for settlement of the sale/transfer.

The purchaser(s)/renouneece(s)/transferee(s) can obtain a copy of this RSF for the acceptance of his/her/their rights from his/her/their stockbroker, at the Registered Office of the Company, the Share Registrar's office or Bursa Securities' website at <http://www.bursamalaysia.com>.

If you have sold or transferred only part of your entitlement to the Provisional Rights Shares with Warrants, you may still accept the balance of your Provisional Rights Shares with Warrants by completing Part I(A) and Part II of this RSF.

#### (VI) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (b) Rights Shares with Warrants subscribed by the shareholders and/or their renouneece(s)/transferee(s) (if applicable) will be credited into their respective CDS accounts as stated on the NPA as shown in Bursa Depository's Record of Depositors.
- (c) Any interest or other benefit accruing on or arising from or in connection with any application monies shall be for the benefit of the Company and the Company shall not be under any obligation to account for such interest or other benefit to you.
- (d) The contract arising from the acceptance of the Provisional Rights Shares with Warrants by you shall be governed by and construed in accordance with the laws of Malaysia, and you shall be deemed to have irrevocably and unconditionally submitted to the exclusive jurisdiction of the courts of Malaysia in respect of any matter in connection with this RSF and the contract.
- (e) The Company reserves the right to accept or reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to.
- (f) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of Ringgit Malaysia Ten (RM10.00) must be affixed on this RSF.
- (g) Entitled shareholders and/or their renouneece(s)/transferee(s) (if applicable) should note that this RSF and remittances so lodged with the Share Registrar for the Rights Issue will be irrevocable and cannot be subsequently withdrawn.

#### (VII) E-SUBSCRIPTION VIA AGRITEUM ONLINE

e-Subscription is available to the entitled shareholders who are registered users of AGRITEUM Online at [www.agriteum.com.my](http://www.agriteum.com.my). You are no longer required to complete and lodge the physical RSF to the Share Registrar's office for the Rights Issue, if you have successfully lodged the electronic RSF on the acceptance for the Rights Shares with Warrants provisionally allotted and the application for excess Rights Shares with Warrants by way of e-Subscription. Please refer to **Section 9** of the AP for further details on instruction on acceptance, payment, sale/transfer and excess application for the Rights Issue by way of RSF and e-Subscription.