

NOTICE OF ENTITLEMENT

TERMS DEFINED IN THE INFORMATION MEMORANDUM DATED 5 SEPTEMBER 2024 ISSUED BY SUNMOW HOLDING BERHAD (“SUNMOW” OR THE “COMPANY”) SHALL HAVE THE SAME MEANING WHEN USED IN THIS NOTICE OF ENTITLEMENT (“NOE”) UNLESS STATED OTHERWISE. THE RIGHTS RPS WITH WARRANTS AS CONTAINED IN THIS NOE ARE PRESCRIBED SECURITIES PURSUANT TO SECTION 14(5) OF SICDA, AS AMENDED FROM TIME TO TIME, AND THEREFORE, ALL DEALINGS IN THE RIGHTS RPS WITH WARRANTS WILL BE GOVERNED BY SICDA AND THE RULES OF BURSA DEPOSITORY.



SUNMOW HOLDING BERHAD
(Registration No. 202001024626 (1380946-V))
(Incorporated in Malaysia)

NON-RENOUCEABLE RIGHTS ISSUE OF UP TO 15,596,000 NEW REDEEMABLE PREFERENCE SHARES (“RIGHTS RPS”) AT AN ISSUE PRICE OF RM0.50 PER RIGHTS RPS ON THE BASIS OF ONE (1) RIGHTS RPS FOR EVERY FIFTEEN (15) EXISTING ORDINARY SHARES IN SUNMOW (“SUNMOW SHARES” OR “SHARES”) HELD BY THE ENTITLED SHAREHOLDERS AS AT 5.00 P.M. ON 5 SEPTEMBER 2024, TOGETHER WITH UP TO 15,596,000 FREE DETACHABLE WARRANTS (“WARRANTS”) ON THE BASIS OF ONE (1) WARRANT FOR EVERY ONE (1) RIGHTS RPS SUBSCRIBED FOR (“RIGHTS ISSUE OF RPS WITH WARRANTS”)

Approved Adviser



SIERAC CORPORATE ADVISERS SDN BHD
(Registration No. 200001013247 (515853-A))

To: The Entitled Shareholders of Sunmow

Dear Sir / Madam,

In accordance with the Ordinary Resolution 1 passed by the shareholders of the Company at the EGM held on 28 June 2024, the number of Rights RPS with Warrants that you are entitled to subscribe under the Rights Issue of RPS with Warrants is indicated below.

Bursa Securities has prescribed the Company’s securities which are listed on the LEAP Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Rights RPS with Warrants are prescribed securities and as such, all dealings in the Rights RPS with Warrants will be by book entries through CDS Accounts and will be governed by the SICDA and the Rules of Bursa Depository.

ALL RIGHTS RPS AND WARRANTS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE OF RPS WITH WARRANTS WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS RPS AND WARRANTS INTO THE CDS ACCOUNTS OF ENTITLED SHAREHOLDERS. NO PHYSICAL SHARE OR WARRANT CERTIFICATES WILL BE ISSUED.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER

NUMBER OF SUNMOW SHARES HELD AS AT 5.00 P.M. ON 5 SEPTEMBER 2024	NUMBER OF RIGHTS RPS YOU ARE ENTITLED TO	NUMBER OF WARRANTS ATTACHED TO THE RIGHTS RPS YOU ARE ENTITLED TO	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.50 PER RIGHTS RPS (RM)

IMPORTANT RELEVANT DATES AND TIME:

Entitlement Date : Thursday, 5 September 2024 at 5.00 p.m.
Last date and time for acceptance and payment : Thursday, 19 September 2024 at 5.00 p.m.
(or any such later date and time as the Directors of Sunmow may decide and announce not less than two (2) market days before the stipulated closing date)

By Order of the Board

KONG CHIONG UNG

Group Managing Director

Share Registrar
Bina Management (M) Sdn Bhd
Registration No. 197901005880 (50164-V)
Lot 10, The Highway Centre
Jalan 51/205, 46050 Petaling Jaya
Selangor Darul Ehsan
Tel : +603-7784 3922
Fax : +603-7784 1988

RIGHTS SUBSCRIPTION FORM

TERMS DEFINED IN THE INFORMATION MEMORANDUM DATED 5 SEPTEMBER 2024 ISSUED BY SUNMOW HOLDING BERHAD ("SUNMOW" OR THE "COMPANY") SHALL HAVE THE SAME MEANING WHEN USED IN THIS RIGHTS SUBSCRIPTION FORM ("RSF") UNLESS STATED OTHERWISE. THIS RSF IS ISSUED FOR THE PURPOSE OF ACCEPTING THE ENTITLED RIGHTS RPS WITH WARRANTS. THE LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT FOR THE RIGHTS RPS WITH WARRANTS IS AT 5:00 P.M. ON THURSDAY, 19 SEPTEMBER 2024 OR SUCH LATER DATE AND TIME AS THE BOARD MAY DECIDE AND ANNOUNCE NOT LATER THAN TWO (2) MARKET DAYS BEFORE THE STIPULATED DATE AND TIME. THIS RSF IS ONLY APPLICABLE TO PERSONS WHO ARE THE ENTITLED SHAREHOLDERS AS AT THE ENTITLEMENT DATE.



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NAME AND ADDRESS OF APPLICANT
(in block letters as per the record of Bursa Depository)

NRIC NO. / PASSPORT NO.
(STATE COUNTRY)/
COMPANY REGISTRATION NO.

CDS ACCOUNT NO.

NUMBER OF SUNMOW SHARES HELD AS AT 5.00 P.M. ON 5 SEPTEMBER 2024	NUMBER OF RIGHTS RPS YOU ARE ENTITLED TO	NUMBER OF WARRANTS ATTACHED TO THE RIGHTS RPS YOU ARE ENTITLED TO	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.50 PER RIGHTS RPS (RM)

To: The Board of Sunmow

PART I – ACCEPTANCE OF RIGHTS RPS WITH WARRANTS

In accordance with the terms of this RSF and the Information Memorandum, I / we* hereby irrevocably accept the number of Rights RPS with Warrants as stated below, which I / we* are entitled to in accordance with and subject to the Constitution of Sunmow.

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

NUMBER OF RIGHTS RPS WITH WARRANTS ACCEPTED	AMOUNT PAYABLE BASED ON RM0.50 PER RIGHTS RPS (RM)	BANKER'S DRAFT / CASHIER'S ORDER NO.	PAYABLE TO
			SUNMOW HOLDING BERHAD

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 I / we* 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; and
 - I am 18 years of age or over.
 - 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* consent to the Company and the Share Registrar collecting the information and personal data (collectively, "**Data**") required herein, to process and disclose such Data to any person for the purpose of implementing the Rights Issue of RPS with Warrants and storing such Data in any servers located in Malaysia or outside Malaysia in accordance with the relevant laws and regulations.

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

PLEASE ATTACH A COPY OF THE STAMP CERTIFICATE WITH THIS RSF*

* Please refer to Item (III)(f) of the notes and instructions of this RSF for further details

Date

Contact telephone number (during office hours)

Signature/Authorised Signatory(ies)

(Corporate bodies must affix their Common Seal)

LAST DATE AND TIME FOR

Acceptance and payment for Rights RPS with Warrants

: Thursday, 19 September 2024 at 5.00 p.m.

* Please delete whichever is not applicable

NOTES AND INSTRUCTIONS FOR COMPLETION OF RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT. IN ACCORDANCE WITH THE CMSA, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE INFORMATION MEMORANDUM OF SUNMOW DATED 5 SEPTEMBER 2024.

IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT A PROFESSIONAL ADVISER IMMEDIATELY. ALL ENQUIRIES CONCERNING THE RIGHTS ISSUE OF RPS WITH WARRANTS SHOULD BE ADDRESSED TO THE SHARE REGISTRAR, BINA MANAGEMENT (M) SDN BHD, AT LOT 10, THE HIGHWAY CENTRE, JALAN 51/205, 46050 PETALING JAYA, SELANGOR DARUL EHSAN (TEL: 03-7784 3922). YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE INFORMATION MEMORANDUM TO WHICH THIS RSF RELATES TO BEFORE COMPLETING AND SIGNING THIS RSF.

The Information Memorandum is issued in compliance with the laws of Malaysia only. This RSF, together with the Information Memorandum (collectively, the "Documents") are not intended to be (and will not be) issued, circulated or distributed, and the Rights RPS with Warrants will not be made or offered for purchase or subscription, in any countries or jurisdictions other than Malaysia or to persons who are or may be subject to the laws of any countries or jurisdictions other than Malaysia. No action has been or will be taken to ensure that the Rights Issue of RPS with Warrants and the Documents comply with the laws of any countries or jurisdictions other than the laws of Malaysia. The Rights Issue of RPS with Warrants to which the Documents relate to, are only available to persons receiving the Documents within Malaysia. Accordingly, the Documents will not be despatched to Entitled Shareholders who do not have a registered address in Malaysia as stated in the Record of Depositors of the Company on the Entitlement Date. Any Entitled Shareholders who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their legal or other professional advisers as to whether the acceptance of all or any part of their entitlements to the Rights Issue of RPS with Warrants would result in the contravention of any laws of such countries or jurisdictions. Such Entitled Shareholders should also note the additional terms and restrictions as set out in Section 9 of the Information Memorandum. The Company and its Approved Adviser shall not accept any responsibility or liability in the event that any acceptance made by the Entitled Shareholders is or shall become illegal, unenforceable, voidable or void in any such countries or jurisdictions.

Shareholders' approval for this Rights Issue of RPS with Warrants was obtained at the EGM of Sunmow held on 28 June 2024. Bursa Securities had via its letter dated 29 May 2024 taken note of the admission to the Official List and listing and quotation of the Rights RPS, Warrants and new Sunmow Shares to be issued arising from the exercise of the Warrants ("**New Securities**"). Admission to the Official List and listing and quotation of the New Securities are not to be taken as an indication of the merits of the Rights Issue of RPS with Warrants. Bursa Securities does not take any responsibility for the correctness of statements made or opinions expressed in this Information Memorandum. The listing and quotation of the New Securities will commence after, amongst others, receipt of confirmation from Bursa Depository that all the CDS Accounts of successful Entitled Shareholders have been duly credited with the Rights RPS and Warrants allotted to them and notices of allotment have been despatched to them.

The Board has seen and approved the Documents. The Board collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable inquiries 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.

Unless otherwise stated, the unit of currency used in this RSF is RM and sen.

INSTRUCTIONS:-

(I) LAST TIME AND DATE FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until 5:00 p.m. on Thursday, 19 September 2024 ("**Closing Date**").

If acceptance of and payment for the Rights RPS with Warrants in the manner specified herein are not received (whether in full or in part, as the case may be) by the Share Registrar by the Closing Date, your entitlement to the Rights RPS with Warrants will be deemed to have been declined and will be cancelled.

(II) FULL OR PART ACCEPTANCE AND PAYMENT

The Rights Issue of RPS with Warrants is non-renounceable. If you wish to accept all or any part of the Rights RPS with Warrants, please complete Part I and Part II of this RSF in accordance with the notes and instructions provided therein and return this RSF, together with the remittance made in RM for the full amount payable for the Rights RPS with Warrants in the form of banker's draft(s) or cashier's order(s) drawn on a bank operating in Malaysia crossed "**A/C PAYEE ONLY**" and made payable to "**SUNMOW HOLDING BERHAD**" and endorsed on the reverse side with your name and address in block letters, your contact number and CDS Account number, and must be sent to the Share Registrar by **ORDINARY POST, COURIER or DELIVERY BY HAND** at the address set out below, by the Closing Date. Cheques or any other mode(s) of payment not prescribed herein are not acceptable.

Bina Management (M) Sdn Bhd (Registration No. 197901005880 (50164-V))

Lot 10, The Highway Centre
Jalan 51/205
46050 Petaling Jaya
Selangor Darul Ehsan
Telephone number: 03-7784 3922

The remittance must be made in the exact amount payable for the Rights RPS with Warrants accepted. Application accompanied by payment other than in the manner stated above or with excess or insufficient remittance may or may not be accepted at the absolute discretion of the Board. No acknowledgement of receipt of this RSF or application monies in respect of the Rights Issue of RPS with Warrants will be made. However, if your application is successful, the Rights RPS with Warrants will be credited into your CDS Account and a notice of allotment will be despatched by ordinary post to you at your own risk to the address shown in the Record of Depositors provided by Bursa Depository within 8 Market Days from the Closing Date or such other period as may be prescribed by Bursa Securities.

(III) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (b) The Rights RPS and Warrants subscribed by the Entitled Shareholders will be credited into their respective CDS Accounts as stated in this RSF.
- (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 Rights RPS 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 arising therefrom.
- (e) The Board reserves the right not to accept or reject any application if the instructions herein stated are not strictly adhered to or which are illegible.
- (f) Stamp Duty (NOT POSTAGE STAMP) of RM10.00 is required for every application made by way of RSF or by way of e-Subscription. The application and payment of the stamp duty for the RSF is to be performed online via IRB's system, namely Stamp Assessment and Payment System ("**STAMPS**") at <https://stamps.hasil.gov.my>. The payment of stamp duty must be made via the same link. The Stamp Certificate / Official Receipt will be issued via STAMPS as a proof of payment of stamp duty. **PLEASE AFFIX A COPY OF THE STAMP CERTIFICATE ON THIS RSF.**
- (g) Entitled Shareholders should note that any RSF and remittances lodged with the Share Registrar shall be irrevocable and shall not be subsequently withdrawn.

(IV) e-SUBSCRIPTION VIA BINA PORTAL

The e-Subscription is available to you upon your login to the Share Registrar's BINA Portal. You are no longer required to complete and lodge the physical RSF to the Share Registrar office if you have successfully lodged the e-RSF on the acceptance for the Rights RPS with Warrants by way of e-Subscription. Please refer to Section 9 of the Information Memorandum for further details on subscription by way of e-Subscription.