

NOTICE OF PROVISIONAL ALLOTMENT OF RCPS

All terms and abbreviations used herein shall have the same meanings as those defined in the Abridged Prospectus dated 7 November 2016 issued by our Company unless stated otherwise.

The Provisional RCPS as contained in this NPA are prescribed securities pursuant to Section 14(5) of the SICDA as amended from time to time. Therefore, all dealings in the Provisional RCPS will be subject to SICDA and the Rules of Bursa Depository.



(Company No. 371152-U)
(Incorporated in Malaysia under the Companies Act, 1965)

RENOUNCEABLE RIGHTS ISSUE OF UP TO 125,139,720 NEW REDEEMABLE CONVERTIBLE CUMULATIVE PREFERENCE SHARES OF RM0.01 EACH IN ANN JOO RESOURCES BERHAD ("ANN JOO") ("RCPS") CONVERTIBLE INTO ORDINARY SHARES OF RM1.00 EACH IN ANN JOO ("ANN JOO SHARES" OR "SHARES") ON THE BASIS OF 1 RCPS FOR EVERY 4 EXISTING ANN JOO SHARES HELD AS AT 5.00 P.M. ON 7 NOVEMBER 2016 AT AN ISSUE PRICE OF RM0.50 PER RCPS ("RIGHTS ISSUE OF RCPS")

Principal Adviser



AFFIN HWANG INVESTMENT BANK BERHAD
(Company No.: 14389-U)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

To: The Entitled Shareholders of Ann Joo

Dear Sir/Madam,

Our Board has provisionally allotted to you the number of RCPS as indicated below, in accordance with the resolutions passed by the shareholders of Ann Joo at the extraordinary general meeting of our Company convened on 21 October 2016, the approval of Bursa Malaysia Securities Berhad via its letter dated 7 September 2016 and the approval of Bank Negara Malaysia vide its letter dated 5 October 2016.

We wish to advise that the Provisional RCPS in respect of the Rights Issue of RCPS have been confirmed by Bursa Depository and upon acceptance will be credited into your CDS Account as stated below, subject to the terms and conditions as stated in the AP and the accompanying RSF issued by our Company.

The Provisional RCPS is made subject to the provisions in the AP issued by our Company. Bursa Securities has prescribed the RCPS to be listed on the Main Market of Bursa Securities and to be deposited with Bursa Depository. Accordingly, the Provisional RCPS arising from the Rights Issue of RCPS are prescribed securities and as such, all dealings in the Provisional RCPS will be by way of book entries through CDS Accounts and will be governed by the SICDA and the Rules of Bursa Depository.

ALL RCPS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE OF RCPS WILL BE ALLOTTED BY WAY OF CREDITING THE RCPS INTO THE CDS ACCOUNT(S) OF ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S) AND/OR TRANSFEREE(S) (IF APPLICABLE). NO PHYSICAL RCPS CERTIFICATES WILL BE ISSUED TO ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S) AND/OR TRANSFEREE(S) (IF APPLICABLE).

It is the intention of our Board to allot the excess RCPS, if any, on a fair and equitable basis and in the following order of priority, where applicable:-

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to Entitled Shareholders who have applied for the excess RCPS on a pro-rata basis and in board lots, calculated based on their respective shareholdings as per their CDS Accounts as at the Entitlement Date;
- (iii) thirdly, for allocation to the Entitled Shareholders who have applied for the excess RCPS on a pro-rata basis and in board lots, calculated based on the quantum of their respective excess RCPS application; and
- (iv) finally, for allocation to the renounee(s)/transferee(s) (if applicable) who have applied for the excess RCPS on a pro-rata basis and in board lots, calculated based on the quantum of their respective excess RCPS application.

In the event of any excess RCPS after the above allocations are completed, the balance will be allotted in the process set out in (ii) to (iv) above until all excess RCPS are fully allocated.

Nevertheless, our Board reserves the right to allot any excess RCPS applied for under Part I(B) of the RSF in such manner as our Board deems fit and expedient and in the best interest of our Company subject always to such allocation being made on a fair and equitable basis, and that the intentions of our Board as set out in (i) to (iv) above are achieved. Our Board also reserves the right not to accept any excess RCPS application, in full or in part.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER		

NUMBER OF ANN JOO SHARES HELD AT 5.00 P.M. ON 7 NOVEMBER 2016	NUMBER OF RCPS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.50 PER RCPS (RM)

IMPORTANT RELEVANT DATES AND TIMES	
Entitlement Date	Monday, 7 November 2016 at 5.00 p.m.
LAST DATES AND TIMES FOR:-	
Last date and time for sale of Provisional RCPS	Monday, 14 November 2016 at 5.00 p.m.
Last date and time for transfer of Provisional RCPS	Thursday, 17 November 2016 at 4.00 p.m.
Last date and time for acceptance and payment	Tuesday, 22 November 2016 at 5.00 p.m.
Last date and time for excess RCPS application and payment	Tuesday, 22 November 2016 at 5.00 p.m.

BY ORDER OF THE BOARD
Mabel Tio (MAICSA 7009237)
Leong Oi Wah (MAICSA 7023802)
Company Secretaries

SHARE REGISTRAR
Symphony Share Registrars Sdn Bhd (Company No. 378993-D)
Level 6, Symphony House, Pusat Dagangan Dana I
Jalan PJU 1A/46, 47301 Petaling Jaya
Selangor Darul Ehsan
Tel. no.: (603) 7849 0777
Fax. no.: (603) 7841 8151/52

RIGHTS SUBSCRIPTION FORM

TERMS AND ABBREVIATIONS DEFINED IN THE ABRIDGED PROSPECTUS DATED 7 NOVEMBER 2016 SHALL HAVE THE SAME MEANINGS WHEN USED IN THIS RSF AND THE NOTES AND INSTRUCTIONS FOR COMPLETING THIS RSF UNLESS STATED OTHERWISE. THIS RSF IS ISSUED FOR THE PURPOSE OF ACCEPTING THE PROVISIONAL RCPS AND/OR APPLYING FOR EXCESS RCPS PURSUANT TO THE RIGHTS ISSUE OF RCPS. THE LAST TIME AND DATE FOR ACCEPTANCE AND PAYMENT IS 5.00 P.M. ON 22 NOVEMBER 2016. THIS RSF IS ONLY APPLICABLE TO PERSONS WHO HAVE PROVISIONAL RCPS STANDING TO THE CREDIT OF HIS/HER RESPECTIVE CDS ACCOUNT.


安裕資源有限公司
ANN JOO RESOURCES BERHAD

(Company No. 371152-U)
 (Incorporated in Malaysia under the Companies Act, 1965)

RENOUNCEABLE RIGHTS ISSUE OF UP TO 125,139,720 NEW REDEEMABLE CONVERTIBLE CUMULATIVE PREFERENCE SHARES OF RM0.01 EACH IN ANN JOO RESOURCES BERHAD (“ANN JOO”) (“RCPS”) CONVERTIBLE INTO ORDINARY SHARES OF RM1.00 EACH IN ANN JOO (“ANN JOO SHARES” OR “SHARES”) ON THE BASIS OF 1 RCPS FOR EVERY 4 EXISTING ANN JOO SHARES HELD AS AT 5.00 P.M. ON 7 NOVEMBER 2016 AT AN ISSUE PRICE OF RM0.50 PER RCPS (“RIGHTS ISSUE OF RCPS”)

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

NRIC NO./PASSPORT NO./COMPANY NO. :

CDS ACCOUNT NO. :

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To: The Board of Directors of Ann Joo

PART I - ACCEPTANCE OF PROVISIONAL RCPS AND APPLICATION FOR EXCESS RCPS

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

- (a) #accept the number of RCPS as stated below, which were provisionally #allotted/renounced/transferred to #me/us; and
- (b) #apply for the number of excess RCPS as stated below in addition to the above.

in accordance with and subject to the Memorandum and Articles of Association of our Company.

#I/We enclose herewith the appropriate remittance(s)/reference(s) for payment as stated below being the full and exact amount payable for the RCPS and/or excess RCPS accepted/applied for, and hereby request for the said RCPS and/or excess RCPS to be credited into #my/our valid and subsisting CDS Account as stated above:

NUMBER OF RCPS ACCEPTED/ NUMBER OF EXCESS RCPS APPLIED	AMOUNT PAYABLE AT RM0.50 PER RCPS (RM)	BANKER'S DRAFT/ CASHIER'S ORDER/ MONEY ORDER/ POSTAL ORDER NO.	PAYABLE TO
(A) ACCEPTANCE			ANN JOO RCPS ACCOUNT
(B) EXCESS			ANN JOO RCPS EXCESS ACCOUNT

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

#I/We authorise you to return the full amount or the balance of #my/our application monies (without interest) should #my/our application for the excess RCPS be unsuccessful or partially successful 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 the 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; 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 nominees(s) of a person who is a #Bumiputera/#Non-Bumiputera/#Non-Citizen resident in (country) and having citizenship.

#I am/We consent to Ann Joo and the Share Registrar of Ann Joo 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 RCPS 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 AP and further confirm compliance with all the requirements for acceptance and payment as set out therein.

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



 Date

 Contact number (Office / Mobile)

Last date and time for: Acceptance and payment for RCPS : Tuesday, 22 November 2016 at 5.00 p.m. Excess application and payment : Tuesday, 22 November 2016 at 5.00 p.m.

* Please delete whichever is not applicable.

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT. IN ACCORDANCE WITH THE CMSA, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE AP. IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY. ALL ENQUIRIES CONCERNING THE RIGHTS ISSUE OF RCPS SHOULD BE ADDRESSED TO OUR SHARE REGISTRAR, SYMPHONY SHARE REGISTRARS SDN BHD AT LEVEL 6, SYMPHONY HOUSE, PUSAT DAGANGAN DANA I, JALAN PJU 1A/46, 47301 PETALING JAYA, SELANGOR DARUL EHSAN. YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE AP TO WHICH THIS RSF RELATES BEFORE COMPLETING THIS RSF.

The AP is issued in compliance with the laws of Malaysia only. This RSF, together with the AP and NPA are not intended to be (and will not be) issued, circulated or distributed and the RCPS will not be made or offered or deemed to be made or offered, as such, in any countries or jurisdictions other than Malaysia or to persons who are or may be subject to the laws of any countries and jurisdictions other than the laws of Malaysia. No action has been or will be taken to ensure that the Rights Issue of RCPS and the Documents comply with the laws of countries or jurisdictions other than the laws of Malaysia. The Rights Issue of RCPS to which the Documents relate is only available to persons receiving the Documents within Malaysia. The Documents do not constitute an offer, solicitation or invitation to subscribe for the Rights Issue of RCPS in any jurisdictions other than Malaysia or to any person to whom it may be unlawful to make such an offer, solicitation or invitation. It shall be the sole responsibility of Entitled Shareholders and/or their renounee(s) and/or transferee(s) (if applicable) who are residing in countries or jurisdictions other than Malaysia to immediately consult their legal advisers and other professional advisers as to whether the acceptance, renunciation, sale or transfer of the Provisional RCPS (as the case may be), would result in the contravention of any laws of such countries or jurisdictions.

Neither our Company nor Affin Hwang Investment Bank Berhad and other experts shall accept any responsibility or liability whatsoever to any party in the event that any acceptance, renunciation, sale or transfer of the Provisional RCPS (as the case may be) made by Entitled Shareholders and/or their renounee(s) and/or transferee(s) (if applicable) is or shall become illegal, unenforceable, voidable or void in such countries or jurisdictions in which Entitled Shareholders and/or their renounee(s) and/or transferee(s) (if applicable) is a resident.

A copy of the AP has been registered with the SC. The registration of the AP should not be taken to indicate that the SC recommends the RCPS or assumes responsibility for the correctness of any statement made or opinion or report expressed in the AP. The SC has not, in any way, considered the merits of the securities being offered for investment. A copy of the Documents has also been lodged with the Registrar of Companies who takes no responsibility for their contents. Approval for the Rights Issue of RCPS has been obtained from our shareholders at the EGM held on 21 October 2016. Approval has also been obtained from Bursa Securities on 7 September 2016 for amongst others, the listing of and quotation for the RCPS on the Main Market of Bursa Securities. Bank Negara Malaysia has vide its letter dated 5 October 2016, approved the issue of RCPS to non-resident shareholders of our Company pursuant to the Right Issue of RCPS. The official listing of and quotation for the RCPS will commence after receipt of confirmation from Bursa Depository that all the CDS Accounts of Entitled Shareholders and/or their renounee(s) and/or transferee(s) (if applicable) have been duly credited and notices of allotment have been despatched to them.

Our Board has seen and approved all the documentation relating to the Rights Issue of RCPS. They 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 the statements in the Documents false or misleading.

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

INSTRUCTIONS:

(I) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until 5.00 p.m. on 22 November 2016.

(II) FULL OR PART ACCEPTANCE OF THE RCPS

The Rights Issue of RCPS is renounceable in full or in part. If you wish to accept all or part of your entitlement to the Provisional RCPS, please complete Parts I(A) and II) of this RSF and return this RSF, together with the appropriate remittance(s) in RM for the full exact amount payable for the RCPS accepted in the form of banker's draft(s), cashier's order(s), money order(s) or postal order(s) drawn on a bank or post office in Malaysia and must be made payable to "ANN JOO RCPS ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and **endorsed on the reverse side with your name, contact number and address in block letters and your CDS Account number**, to be received by our Share Registrar at the address above not later than 5.00 p.m. on 22 November 2016. Any excess or insufficient payment and other than in the manner stated in this RSF may be rejected at the absolute discretion of our Board. Cheques or any other mode of payments not prescribed herein are not acceptable.

No acknowledgement will be issued by our Company or our Share Registrar for the receipt of this RSF or application monies in respect of the acceptance of the RCPS. Proof of time of postage shall not constitute proof of time of receipt by our Share Registrar. However, if your application is successful, the RCPS shall be credited into your CDS Account and a notice of allotment will be despatched to you by ordinary post to the address as stated in our Record of Depositors within 8 market days from the last date and time for acceptance of and payment for the RCPS or such other period as may be prescribed by Bursa Securities.

You should note that all RSF and remittances lodged with our Share Registrar will be irrevocable and cannot be subsequently withdrawn. In respect of unsuccessful or partially accepted applications, the full amount or the surplus application monies, as the case may be, will be refunded without interest and shall be despatched to you by ordinary post to the address as stated in our Record of Depositors within 15 market days from the last date and time for acceptance of and payment for the Provisional RCPS.

(III) APPLICATION OF EXCESS RCPS

If you wish to apply for additional RCPS in excess of those provisionally allotted to you, you may do so by completing Part I(B) of this RSF (in addition to Parts I(A) and II of this RSF) and return this RSF, together with a **SEPARATE** remittance in RM made in the form of banker's draft(s), cashier's order(s), money order(s) or postal order(s) drawn on a bank or post office in Malaysia and must be made payable to "ANN JOO RCPS EXCESS ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and **endorsed on the reverse side with your name, contact number and address in block letters and your CDS Account number** for the full and exact amount payable for the excess RCPS applied for, to be received by our Share Registrar at the address above not later than 5.00 p.m. on 22 November 2016. Any excess or insufficient payment and other than in the manner stated in this RSF may be rejected at the absolute discretion of our Board. Cheques or any other mode of payments not prescribed herein are not acceptable.

No acknowledgement of receipt of this RSF or application monies in respect of the excess RCPS will be issued by our Company or our Share Registrar. Proof of time of postage shall not constitute proof of time of receipt by our Share Registrar. However, if your application is successful, the excess RCPS shall be credited into your CDS Account and a notice of allotment will be despatched to you by ordinary post to the address as stated in our Record of Depositors within 8 market days from the last date and time for acceptance of and payment for the excess RCPS or such other period as may be prescribed by Bursa Securities.

You should note that all RSF and remittances lodged with our Share Registrar will be irrevocable and cannot be subsequently withdrawn. In respect of unsuccessful or partially accepted excess RCPS applications, the full amount or the surplus application monies, as the case may be, will be refunded without interest and shall be despatched to you by ordinary post to the address as stated in our Record of Depositors within 15 market days from the last date and time for acceptance of and payment for the excess RCPS.

Nevertheless, our Board reserves the right to allot any excess RCPS applied for under Part I(B) of the RSF in such manner as our Board deems fit and expedient and in the best interest of our Company subject always to such allocation being made on a fair and equitable basis, and that the intentions of our Board as set out above are achieved. Our Board also reserves the right not to accept any excess RCPS application, in full or in part.

It is the intention of our Board to allot the excess RCPS, if any, on a fair and equitable basis and in the following order of priority, where applicable:-

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to Entitled Shareholders who have applied for the excess RCPS on a pro-rata basis and in board lots, calculated based on their respective shareholdings as per their CDS Accounts as at the Entitlement Date;
- (iii) thirdly, for allocation to the Entitled Shareholders who have applied for the excess RCPS on a pro-rata basis and in board lots, calculated based on the quantum of their respective excess RCPS application; and
- (iv) finally, for allocation to the renounee(s)/transferee(s) (if applicable) who have applied for the excess RCPS on a pro-rata basis and in board lots, calculated based on the quantum of their respective excess RCPS application.

In the event of any excess RCPS after the above allocations are completed, the balance will be allotted in the process set out in (ii) to (iv) above until all excess RCPS are fully allocated.

(IV) SALE/TRANSFER OF THE PROVISIONAL RCPS

As an Entitled Shareholder, you may wish to sell or transfer all or part of your entitlement to the Provisional RCPS to 1 or more than 1 person, immediately through your stockbroker(s) for the period up to the last date and time for sale or transfer of such Provisional RCPS, without first having to request for a split of the Provisional RCPS standing to the credit of your CDS Account(s). To sell/transfer all or part of your entitlement to the Provisional RCPS, you may sell such entitlement on the open market or transfer such entitlement to such person(s) as may be allowed pursuant to the Rules of Bursa Depository.

If you have sold or transferred only part of the Provisional RCPS, you may still accept the balance of the Provisional RCPS by completing Parts I(A) and II of this RSF and return this RSF together with the appropriate remittance for the full and exact amount payable for the balance of the Provisional RCPS accepted to our Share Registrar.

In selling/transferring all or part of your entitlement to the Provisional RCPS, you need not deliver any document, including this RSF to your stockbroker(s). However, you are advised to ensure that there is sufficient Provisional RCPS standing to the credit of your CDS Account(s) for settlement of the sale/transfer.

Purchaser(s) of the Provisional RCPS may obtain a copy of the AP and this RSF from from his/her/their stockbroker(s), our Share Registrar, our Registered Office or the website of Bursa Securities (<https://www.bursamalaysia.com>).

(V) GENERAL INSTRUCTIONS

- (i) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seal.
- (ii) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of RM10.00 must be affixed on this RSF.
- (iii) The Provisional RCPS subscribed by the Entitled Shareholders and/or their renounee(s) and/or transferee(s) (if applicable) will be credited into their respective CDS Accounts as stated in this RSF.
- (iv) Any interest or other benefit accruing on or arising from or in connection with any remittances shall be for the benefit of our Company and our Company shall not be under any obligation to account for such interest or other benefit to you.
- (v) The contract arising from the acceptance of the Provisional RCPS 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 jurisdictions of the courts of Malaysia in respect of any matter in connection with this RSF and the contract arising therefrom.
- (vi) Your Board reserves the right to accept or reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to or which are illegible.