

NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS ICULS

TERMS DEFINED IN THE ABRIDGED PROSPECTUS DATED 4 MARCH 2024 ("ABRIDGED PROSPECTUS") ISSUED BY TECHBASE INDUSTRIES BERHAD (FORMERLY KNOWN AS PROLEXUS BERHAD) ("TIB" OR THE "COMPANY") SHALL HAVE THE SAME MEANINGS WHEN USED IN THIS NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS ICULS ("NPA") UNLESS OTHERWISE STATED. THE PROVISIONAL RIGHTS ICULS (AS DEFINED HEREIN) AS CONTAINED IN THIS NPA ARE PRESCRIBED SECURITIES PURSUANT TO SECTION 14(5) OF THE SECURITIES INDUSTRY (CENTRAL DEPOSITORIES) ACT, 1991 AS AMENDED FROM TIME TO TIME ("SICDA") AND THEREFORE, THE SICDA AND THE RULES OF BURSA MALAYSIA DEPOSITORY SDN BHD ("BURSA DEPOSITORY") SHALL APPLY IN RESPECT OF ALL DEALINGS IN THE PROVISIONAL RIGHTS ICULS.



TECHBASE INDUSTRIES BERHAD
(formerly known as Prolexus Berhad)
[Registration No.: 199201019353 (250857-T)]
(Incorporated in Malaysia)

RENOUNCEABLE RIGHTS ISSUE OF UP TO RM102,578,353 NOMINAL VALUE OF 2,051,567,055 FIVE (5)-YEAR, 0.10% IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS ("ICULS") AT 100% OF ITS NOMINAL VALUE OF RM0.05 EACH ("RIGHTS ICULS") ON THE BASIS OF FIVE (5) RIGHTS ICULS FOR EVERY ONE (1) EXISTING ORDINARY SHARE OF TIB HELD AS AT 5:00 P.M. ON MONDAY, 4 MARCH 2024

Principal Adviser



To: The Entitled Shareholders of TIB

Dear Sir / Madam,

Our Board of Directors ("**Board**") has provisionally allotted to you the number of Rights ICULS as indicated below ("**Provisional Rights ICULS**"), in accordance with the approval of Securities Commission Malaysia vide its letter dated 12 October 2023, the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") via its letter dated 15 December 2023 and the resolution passed by our shareholders at the Extraordinary General Meeting convened on 19 January 2024 in relation the Rights Issue.

We wish to advise you that the following Provisional Rights ICULS have been confirmed by Bursa Depository and upon acceptance, the Rights ICULS will be credited into your Central Depository System ("**CDS**") account(s), subject to the terms and conditions stated in the Abridged Prospectus and the Rights Subscription Form ("**RSF**") issued by TIB.

The Provisional Rights ICULS are allotted subject to the terms and conditions stated in the Abridged Prospectus. Bursa Securities has prescribed our securities listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Provisional Rights ICULS are prescribed securities and as such, all dealings in the Provisional Rights ICULS will be by way of book entries through CDS accounts and will be governed by the SICDA and the Rules of Bursa Depository.

ALL RIGHTS ICULS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS ICULS INTO THE CDS ACCOUNTS OF THE SHAREHOLDERS OF OUR COMPANY WHOSE NAME APPEAR IN THE RECORD OF DEPOSITORS OF OUR COMPANY ON THE ENTITLEMENT DATE ("ENTITLED SHAREHOLDERS") AND/OR THEIR TRANSFEREE(S) AND/OR THEIR RENOUNCEE(S), IF APPLICABLE. NO PHYSICAL ICULS CERTIFICATE WILL BE ISSUED.

It is the intention of our Board to allot the Excess Rights ICULS applied for via electronic RSF ("**e-RSF**") or under Part I (B) of the RSF, if any, on a fair and equitable basis 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 ICULS, on a pro-rata basis and in board lots, calculated based on their respective shareholdings in TIB as at the Entitlement Date;
- (iii) thirdly, for allocation to the Entitled Shareholders who have applied for Excess Rights ICULS, on a pro-rata basis and in board lots, calculated based on the quantum of Excess Rights ICULS applied for; and
- (iv) fourthly, for allocation to the transferee(s) and/or renounee(s) who have applied for Excess Rights ICULS, on a pro-rata basis and in board lots, based on the quantum of Excess Rights ICULS applied for.

In the event of any balance of Excess Rights ICULS after steps (i) to (iv) are carried out, steps (ii) to (iv) will be repeated in the same sequence to allocate the balance Excess Rights ICULS until such balance is fully allocated.

Nevertheless, our Board reserves the right to allot the Excess Rights ICULS applied for via e-RSF or 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 intention of our Board as set out in steps (i) to (iv) above are achieved. Our Board also reserves the right at its absolute discretion not to accept any application for the Excess Rights ICULS, in full or in part, without assigning any reason thereto.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER

NUMBER OF TIB SHARES HELD AT 5:00 P.M. ON 4 MARCH 2024	NUMBER OF RIGHTS ICULS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.05 PER RIGHTS ICULS (RM)

IMPORTANT RELEVANT DAY, DATES AND TIMES:-	
Entitlement date	Monday, 4 March 2024 at 5:00 p.m.
Last date and time for:	
Sale of Provisional Rights ICULS	Tuesday, 11 March 2024 at 5.00 p.m.
Transfer of Provisional Rights ICULS	Wednesday, 13 March 2024 at 4:30 p.m.
Acceptance and payment	Wednesday, 20 March 2024 at 5:00 p.m.
Excess application and payment	Wednesday, 20 March 2024 at 5:00 p.m.

By Order of the Board

Share Registrar

TAN TONG LANG (SSM PC NO. 202208000250 / MAICSA 7045482)
TAN LAY KHOON (SSM PC NO. 202208000544 / MAICSA 7077867)

Company Secretaries

THIS NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS ICULS IS DATED 4 MARCH 2024

ALDPRO CORPORATE SERVICES SDN BHD
(Registration No. 202101043817 (1444117-M))
B-21-1, Level 21, Tower B
Northpoint Mid Valley City
No. 1, Medan Syed Putra Utara
59200 Kuala Lumpur
Tel. no.: +603-9770 2200
Fax. no.: +603-9770 2239

NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT.

IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, PLEASE CONSULT A PROFESSIONAL ADVISER IMMEDIATELY. ALL ENQUIRIES CONCERNING THE RIGHTS ISSUE SHOULD BE ADDRESSED TO OUR SHARE REGISTRAR, ALDPRO CORPORATE SERVICES SDN BHD AT B-21-1, LEVEL 21, TOWER B, NORTHPOINT MID VALLEY CITY, NO. 1 MEDAN SYED PUTRA UTARA, 59200 KUALA LUMPUR, MALAYSIA (TEL: +603 9770 2200). YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES TO BEFORE COMPLETING THIS RSF. IN ACCORDANCE WITH THE CAPITAL MARKETS AND SERVICES ACT 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS.

The Abridged Prospectus, together with the NPA and RSF (collectively, the "Documents"), will only be despatched to our Entitled Shareholders whose names appear in the Record of Depositors maintained with Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") at 5:00 p.m. on 4 March 2024 ("Entitled Shareholders") at their registered address in Malaysia or who have provided our Share Registrar with a registered address in Malaysia in writing by 5:00 p.m. on 4 March 2024. The Documents are not intended to (and will not be made to) comply with the laws of any countries or jurisdictions other than Malaysia and are not intended to be (and will not be) issued, circulated or distributed in any countries or jurisdictions other than Malaysia and no action has been or will be taken to ensure that the Rights Issue complies with the laws of any countries or jurisdictions other than the laws of Malaysia. Entitled Shareholders and/or their renounees/transferees (if applicable) who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their legal adviser and/or other professional adviser as to whether the acceptance or renunciation (as the case may be) of their entitlements to the Rights Issue, application for Excess Rights ICULS, or the subscription, offer, sale, resale, pledge or other transfer of the new securities arising from the Rights Issue would result in the contravention of any law of such countries or jurisdictions. We, KAF Investment Bank Berhad and/or the advisers shall not accept any responsibility or liability in the event that any acceptance and/or renunciation (as the case may be) of entitlements, application for Excess Rights ICULS or the subscription, offer, sale, resale, pledge or other transfer of the new securities arising from the Rights Issue made by any Entitled Shareholders and/or their renounees/transferees (if applicable) is or shall become illegal, unenforceable, voidable or void in such countries or jurisdictions in which the said Entitled Shareholders and/or their renounees/transferees (if applicable) are residents.

The Abridged Prospectus has been registered by the Securities Commission Malaysia ("SC"). The registration of the Abridged Prospectus 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 Abridged Prospectus. 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 who takes no responsibility for the contents of the Documents.

Approval for the Rights Issue has been obtained from our shareholders at the Extraordinary General Meeting ("EGM") of our Company convened on 19 January 2024. Approval has been obtained from SC vide its letter dated 12 October 2023 for the issuance of ICULS pursuant to Rights Issue and approval has been obtained from Bursa Malaysia Securities Berhad ("Bursa Securities") vide its letter dated 15 December 2023 for the admission of the ICULS to the Official List as well as the listing of and quotation for the Rights ICULS, and the new Shares to be issued upon conversion of the ICULS on the Main Market of Bursa Securities. The official listing and quotation of the said securities will commence after, amongst others, receipt of confirmation from Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") that all the CDS accounts of the successful Entitled Shareholders and/or their renounees/transferees (if applicable) have been duly credited with the Rights ICULS allotted to them and notices of allotment have been despatched to them. However, such admission, listing and quotation are not an indication that Bursa Securities recommends the Rights Issue and are in no way reflective of the merits of the Rights Issue.

Our Board has seen and approved all the documentation relating to the Rights Issue (including the Documents). Our Board collectively and individually, accept full responsibility for the accuracy of the information contained in the said documentation. Having made all reasonable enquiries and to the best of their knowledge and belief, they confirm there is no false or misleading statement or other facts, which if omitted, would make any statement in the Documents false or misleading.

INSTRUCTIONS:

(I) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until 5:00 p.m. on **Wednesday, 20 March 2024**.

(II) FULL OR PART ACCEPTANCE OF THE PROVISIONAL RIGHTS ICULS

You and/or your renounees/transferees (if applicable) who wish to accept the Provisional Rights ICULS either in full or in part, please complete Parts I(A) and II of this RSF in accordance with the notes and instructions contained herein and return this RSF, together with the relevant remittance in RM for the full and exact amount payable 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 made payable to "TECHBASE INDUSTRIES BERHAD RIGHTS ICULS", crossed "A/C PAYEE ONLY" and endorsed on the reverse side with your name in block letters, contact number, address and CDS account number so as to be received by our Share Registrar by 5:00 p.m. on **Wednesday, 20 March 2024 at Aldpro Corporate Services Sdn Bhd** at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1 Medan Syed Putra Utara, 59200 Kuala Lumpur, Malaysia or via e-subscription at <https://www.aldpro.com.my>. Cheques or any other mode of payment not prescribed herein are not acceptable. Details of remittance must be filled in the appropriate boxes provided in this RSF.

If acceptance of and payment for the Provisional Rights ICULS (whether in full or in part, as the case may be) are not received by our Share Registrar by 5:00 p.m. on **Wednesday, 20 March 2024**, you and/or your renounees/transferees (if applicable) will be deemed to have declined the Provisional Rights ICULS and it will be cancelled. Proof of time of postage will not constitute proof of time of receipt by our Share Registrar. Our Board will then have the right to allot such Rights ICULS not taken up or not validly taken up to applicants who have applied for Excess Rights ICULS in the manner as set out in item (III) below. The remittance must be made in the full and exact amount payable for the Provisional Rights ICULS accepted. Applications accompanied by payments other than in the manner stated above or with excess or insufficient remittances may or may not be accepted at the absolute discretion of our Board. No acknowledgment of receipt of this RSF or application monies will be issued by our Company or our Share Registrar in respect of the Rights Issue. However, if your application is successful, the Rights ICULS will be credited into your CDS Account and a notice of allotment will be despatched to you by ordinary post to the address stated in the Record of Depositor provided by Bursa Depository at your own risk within 8 market days from the last date for application and payment or such other period as may be prescribed by Bursa Securities.

Where an application is not accepted or is accepted in part only, the full amount or the balance of the application monies, as the case may be, will be refunded without interest and will be despatched to you by ordinary post to the address stated in the Record of Depositors provided by Bursa Depository at your own risk within 15 market days from the last date for application and payment.

(III) APPLICATION FOR EXCESS RIGHTS ICULS

If you wish to apply for additional Rights ICULS in excess to your entitlement, please complete Part I(B) of this RSF (in addition to Parts I(A) and II) and forward this RSF with a separate remittance in RM for the full and exact amount payable in respect of the Excess Rights ICULS applied for, to our Share Registrar. Payment for the Excess Rights ICULS applications for should be made in the same manner as described in note (ii) except that the Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a bank or post office in Malaysia must be made payable to "TECHBASE INDUSTRIES BERHAD RIGHTS ICULS", crossed "A/C PAYEE ONLY" and endorsed on the reverse side with your name in block letters, contact number, address and CDS account number so as to be received by our Share Registrar or via e-subscription at <https://www.aldpro.com.my> by 5:00 p.m. on 20 March 2024. Cheques or any other mode of payment not prescribed herein are not acceptable.

No acknowledgment of receipt of this RSF or application monies will be issued by our Company or our Share Registrar in respect of the Excess Rights ICULS applications. However, if your application is successful, the ICULS will be credited into your CDS Account and a notice of allotment will be despatched to you by ordinary post to the address stated in the Record of Depositors provided by Bursa Depository at your own risk within 8 market days from the last date for application and payment or such other period as may be prescribed by Bursa Securities.

Where an Excess Rights ICULS application is not accepted or is accepted in part only, the full amount or the balance of the application monies, as the case may be, will be refunded without interest and will be despatched to you by ordinary post to the address stated in the Record of Depositors provided by Bursa Depository at your own risk within 15 market days from the last date for application and payment.

It is the intention of our Board to allot the Excess Rights ICULS applied for via electronic RSF ("e-RSF") or under Part I (B) of the RSF, if any, on a fair and equitable basis 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 ICULS, on a pro-rata basis and in board lots, calculated based on their respective shareholdings in TIB as at Entitlement Date;
- (iii) thirdly, for allocation to the Entitled Shareholders who have applied for Excess Rights ICULS, on a pro-rata basis and in board lots, calculated based on the quantum of Excess Rights ICULS applied for; and
- (iv) fourthly, for allocation to the transferee(s) and/or renounee(s) who have applied for Excess Rights ICULS, on a pro-rata basis and in board lots, based on the quantum of Excess Rights ICULS applied for.

In the event of any balance of Excess Rights ICULS after steps (i) to (iv) are carried out, steps (ii) to (iv) will be repeated in the same sequence to allocate the balance Excess Rights ICULS until such balance is fully allocated.

Nevertheless, our Board reserves the right to allot the Excess Rights ICULS applied for via e-RSF or 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 intention of our Board as set out in steps (i) to (iv) above are achieved. Our Board also reserves the right at its absolute discretion not to accept any application for the Excess Rights ICULS, in full or in part, without assigning any reason thereto.

(IV) SALE OR TRANSFER OF PROVISIONAL RIGHTS ICULS

Should you wish to sell or transfer all or part of your entitlement to the Provisional Rights ICULS to one (1) or more persons, you may do so through your stockbroker during the period up to the last date and time for sale or transfer of the Provisional Rights ICULS without first having to request our Company for a split of the Provisional Rights ICULS standing to the credit of your CDS account. You may sell such entitlement on Bursa Securities or transfer to such person(s) as may be allowed under the Rules of Bursa Depository both for the period up to the last date and time for transfer of the Provisional Rights ICULS.

In selling or transferring all or part of your Provisional Rights ICULS, you are not required to deliver any document, including this RSF to your stockbroker in respect of the portion of the Provisional Rights ICULS sold or transferred. However, you are advised to ensure that you have sufficient number of Provisional Rights ICULS standing to the credit of your CDS Account(s) that are available for settlement of the sale or transfer.

Renounees/transferees may obtain a copy of the Abridged Prospectus and this RSF from his/her/their stockbroker, our registered office, our Share Registrar's website at <https://www.aldpro.com.my> or at Bursa Securities' website at <http://www.bursamalaysia.com>.

If you have sold or transferred only part of the Provisional Rights ICULS, you may still accept the balance of your Provisional Rights ICULS by completing Parts I(A) and Part II of this RSF and deliver the completed and signed RSF together with the relevant payment to our Share Registrar.

(V) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (b) With effect from 1 January 2024, each applicant is required to pay a stamp duty of RM 10.00 via online at <https://stamps.hasil.gov.my/stamps/> for each of CDS Account apply and please attach the stamp official receipt as evidence of stamping together with the RSF submitted to the Company's Share Registrar. Alternatively, e-Malaysian Revenue Stamp of **RM 10.00** & Admin Fee of **RM 5.00** can be made in Banker's Draft in favour of "ALDPRO CORPORATE SERVICES SDN. BHD." together with the RSF submitted to the Company's Share Registrar. The Company's Share Registrar will assist to remit the said amount to the Inland Revenue Board of Malaysia.
- (c) The Provisional Rights ICULS subscribed by our Entitled Shareholders and/or their renounees/transferees (if applicable) will be credited into their respective CDS accounts as stated in this RSF or the exact account(s) appearing on Bursa Depository's Record of Depositors.
- (d) Any interest or other benefit accruing on or arising from or in connection with any application monies 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.
- (e) The contract arising from the acceptance of the Provisional Rights ICULS 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.
- (f) Our Board reserves the right to accept or reject any acceptance and/or application if the instructions above are not strictly adhered to or which are illegible.
- (g) Entitled Shareholders and/or their renounees/transferees should note that any RSF and remittances lodged with our Share Registrar shall be irrevocable and shall not be subsequently withdrawn.

(VI) E-SUBSCRIPTION

E-Subscription is available to the Entitled Shareholders who are registered users of Share Registrar's Investor Portal at <https://www.aldpro.com.my>. You are no longer required to complete and lodge the physical RSF to our Share Registrar's office for the Rights Issue, if you have successfully lodged the e-RSF on the acceptance for the Rights ICULS provisionally allotted and the application for Excess Rights ICULS by way of e-Subscription. Please refer to **Section 9** of the Abridged Prospectus for further details on instruction on acceptance, payment, sale/transfer and excess application for the Rights ICULS by way of RSF and e-Subscription.