

NOTICE OF PROVISIONAL ALLOTMENT OF RPS WITH WARRANTS

TERMS DEFINED IN THE ABRIDGED PROSPECTUS DATED 8 MARCH 2021 ("ABRIDGED PROSPECTUS") SHALL HAVE THE SAME MEANINGS WHEN USED IN THIS NOTICE OF PROVISIONAL ALLOTMENT UNLESS OTHERWISE STATED. THE PROVISIONALLY ALLOTTED RPS WITH WARRANTS (AS DEFINED HEREIN) 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, SICDA AND THE RULES OF BURSA MALAYSIA DEPOSITORY SDN BHD ("BURSA DEPOSITORY") SHALL APPLY IN RESPECT OF DEALINGS IN THE PROVISIONALLY ALLOTTED RPS WITH WARRANTS.



OMESTI™

OMESTI BERHAD

(Registration No. 200001028094 (530701-T))
(Incorporated in Malaysia)

RENOUNCEABLE RIGHTS ISSUE OF UP TO 119,775,812 NEW REDEEMABLE PREFERENCE SHARES ("RPS") IN OMESTI BERHAD ("OMESTI") TOGETHER WITH UP TO 279,476,894 FREE DETACHABLE WARRANTS ("WARRANTS") ON THE BASIS OF 1 RPS FOR EVERY 5 EXISTING ORDINARY SHARES TOGETHER WITH 7 FREE WARRANTS FOR EVERY 3 RPS SUBSCRIBED FOR, AT 5.00 P.M. ON 8 MARCH 2021 AT AN ISSUE PRICE OF RM1.00 PER RPS ("RIGHTS ISSUE OF RPS WITH WARRANTS")

Principal Adviser



M&A SECURITIES SDN BHD

Registration No. 197301001503 (15017-H)
(A Wholly-Owned Subsidiary of Insas Berhad)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

To: The Shareholders of Omesti

Dear Sir/Madam,

The Board of Directors of Omesti ("Board") has provisionally allotted to you the number of RPS with Warrants as indicated below ("Provisional Allotment"), in accordance with the approval of Bursa Malaysia Securities Berhad ("Bursa Securities") via its letter dated 17 November 2020 and the ordinary resolution passed by our shareholders at the Extraordinary General Meeting held on 28 December 2020 in relation to the Rights Issue of RPS with Warrants.

We wish to advise you that the RPS with Warrants allotted to you in respect of the Rights Issue of RPS with Warrants have been confirmed by Bursa Depository and upon acceptance, will be credited into your Central Depository System ("CDS") account(s) subject to the terms and conditions stated in the Abridged Prospectus and Rights Subscription Form ("RSF") issued by the Company.

The Provisional Allotment of are subject to the terms and conditions stated in the Abridged Prospectus. Bursa Securities has already prescribed the securities of the Company listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the RPS and Warrants arising from the Rights Issue of RPS with Warrants are prescribed securities and as such, all dealings in the Provisional Allotment of will be by way of book entry through the CDS accounts and will be governed by the SICDA and the Rules of Bursa Depository.

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

It is the intention of our Board to allot the Excess RPS with Warrants, in the following priority:

- (i) Firstly, to minimise the incidence of odd lots;
- (ii) Secondly, for allocation to Entitled Shareholders who have applied for the Excess RPS with Warrants, on a pro-rata basis and in board lots, calculated based on their respective shareholdings as at the Entitlement Date;
- (iii) Thirdly, for allocation to Entitled Shareholders who have applied for Excess RPS with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess RPS with Warrants application; and
- (iv) Fourthly, for allocation to transferee(s); and/or renounee(s) who have applied for Excess RPS with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess RPS with Warrants applications.

The Excess RPS and Warrants will firstly be allocated to minimise the odd lots (if any) held by each applicant of Excess RPS with Warrants. Thereafter, the Excess RPS and Warrants will be allocated in the order of (i) to (iv), and any balance thereafter will be allocated in the same sequence of allocation, i.e. items (ii) to (iv) until all Excess RPS with Warrants are allotted. Nevertheless, our Board reserves the right to allot any Excess RPS with Warrants applied for under Part 1 (B) of the RSF in such manner as it 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 priority set out in (i) to (iv) are achieved. Our Board also reserves the right not to accept or to accept any application for Excess RPS with Warrants, in full or in part, without assigning any reason.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER

NUMBER OF OMESTI SHARES HELD AS AT 5.00 P.M. ON 8 MARCH 2021	NUMBER OF RPS PROVISIONALLY ALLOTTED TO YOU	NUMBER OF WARRANTS ATTACHED TO THE RPS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM1.00 PER RPS (RM)

IMPORTANT RELEVANT DATES AND TIMES:

Entitlement Date : Monday, 8 March 2021, at 5.00 p.m.
Last date and time for sale of allotment of rights : Monday, 15 March 2021, at 5.00 p.m.
Last date and time for transfer of allotment of rights : Wednesday, 17 March 2021, at 4.30 p.m.
Last date and time for acceptance and payment : Tuesday, 23 March 2021, at 5.00 p.m.*
Last date and time for excess application and payment : Tuesday, 23 March 2021, at 5.00 p.m.*

* or such later date and time as the Board may decide and announce not less than two (2) Market Days (as defined in the Abridged Prospectus) before the stipulated date and time.

By Order of the Board

LIM SHOOK NYEE (MAICSA 7007640)
SSM PRACTICING CERTIFICATE NO. 201908003593
Company Secretary

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
Telephone number: 03-7784 3922
Fax number: 03-7784 1988

THIS NOTICE OF PROVISIONAL ALLOTMENT IS DATED 8 MARCH 2021

RIGHTS SUBSCRIPTION FORM

THIS RIGHTS SUBSCRIPTION FORM ("RSF") IS ISSUED FOR THE PURPOSE OF ACCEPTING THE RPS WITH WARRANTS (AS DEFINED HEREIN) AND APPLYING FOR EXCESS RPS WITH WARRANTS PURSUANT TO THE RIGHTS ISSUE OF RPS WITH WARRANTS (AS DEFINED HEREIN) OF OMESTI BERHAD ("OMESTI"). THE LAST TIME AND DATE FOR ACCEPTANCE, APPLICATION FOR EXCESS RPS WITH WARRANTS AND PAYMENT IS 5.00 P.M. ON 8 MARCH 2021 OR SUCH LATER TIME AND DATE AS THE BOARD OF DIRECTORS OF OMESTI ("BOARD") MAY DECIDE AND ANNOUNCE AT THEIR DISCRETION. THIS RSF IS ONLY APPLICABLE TO PERSONS WHO HAVE PROVISIONAL RIGHTS STANDING TO THE CREDIT OF HIS/HER CENTRAL DEPOSITORY SYSTEM ("CDS") ACCOUNT.



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NAME AND ADDRESS
(in block letters as per Bursa Malaysia
Depository Sdn Bhd's records)

NRIC NO./
COMPANY NO.

CDS ACCOUNT NO.

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

To: **The Board**
OMESTI BERHAD (Registration No. 200001028094 (530701-T))

PART I – ACCEPTANCE OF RPS WITH WARRANTS AND EXCESS RPS WITH WARRANTS APPLICATION

In accordance with the terms of this RSF with Warrants and the Abridged Prospectus dated 8 March 2021, I/we hereby irrevocably:-

- (a) *accept the number of RPS with Warrants as stated below which were provisionally allotted/renounced to me/us;
 - (b) *apply for the number of Excess RPS with Warrants as stated below in addition to the above;
- in accordance with and subject to the constitution of Omesti.

I/we enclose herewith the appropriate remittance(s) reference for payment as stated below being the full amount payable for the RPS with Warrants and/or Excess RPS with Warrants accepted/applied for, and hereby request for the said RPS with Warrants and/or Excess RPS with Warrants to be credited into my/our CDS account as stated above:

NUMBER OF RPS WITH WARRANTS ACCEPTED/ EXCESS RPS WITH WARRANTS APPLIED	AMOUNT PAYABLE BASED ON RM1.00 PER RPS (RM)	BANKERS DRAFT/ CASHIER'S ORDER/MONEY ORDER/ POSTAL ORDER NO.	PAYABLE TO
(A) ACCEPTANCE			OMESTI RIGHTS ISSUE ACCOUNT
(B) EXCESS			OMESTI EXCESS RIGHTS ISSUE ACCOUNT

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 Malaysia Depository Sdn Bhd ("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 eighteen (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 Omesti and the Share Registrar of Omesti to collect the information and personal data (collectively "Data") required herein, to process and disclose such Data to any person for the purposes of implementing the 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 Abridged Prospectus dated 8 March 2021 and further confirm compliance with all the requirements for acceptance as set out therein.

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

Date

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

Contact telephone number (office/mobile) during
office hours

LAST DATE AND TIME FOR:

Acceptance and payment : Tuesday, 23 March 2021, at 5.00 p.m.*
Excess application and payment : Tuesday, 23 March 2021, at 5.00 p.m.*

* or such later date and time as the Board may decide and announce not less than two (2) Market Days (as defined in the Abridged Prospectus) before the stipulated date and time.

NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT. IN ACCORDANCE WITH THE CAPITAL MARKETS AND SERVICES ACT, 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS DATED 8 MARCH 2021 ("ABRIDGED PROSPECTUS").

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 RPS with Warrants should be addressed to the Share Registrar of Omesti, Bina Management (M) Sdn Bhd at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan. **INVESTORS SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES BEFORE COMPLETING THIS RSF.**

Approval for the Rights Issue of RPS with Warrants has been obtained from the shareholders of Omesti at the Extraordinary General Meeting held on 28 December 2020. Approval has been obtained from Bursa Malaysia Securities Berhad ("Bursa Securities") vide its letter dated 17 November 2020 for the listing of and quotation for the RPS and Warrants, on the Main Market of Bursa Malaysia Securities Berhad. The official listing of and quotation for RPS and Warrants, arising from the Rights Issue of RPS with Warrants will commence after, amongst others, receipt of confirmation from Bursa Depository that all CDS accounts of the successful entitled shareholders and/or their renounee(s) (if applicable) have been duly credited and notices of allotment have been despatched to them.

The Abridged Prospectus, together with the Notice of Provisional Allotment ("NPA") and this RSF are not intended to be (and will not be) issued, circulated or distributed in 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 the laws of Malaysia. For practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Malaysia, the Abridged Prospectus, together with the NPA and this RSF, has not been and will not be despatched to entitled shareholders who has a registered address outside Malaysia, unless they have provided an address in Malaysia for the service of the Abridged Prospectus, NPA and this RSF by 8 March 2021. However, even though a person may be issued, circulated or distributed or be permitted to collect the Abridged Prospectus, together with the NPA and this RSF, Omesti and M&A Securities Sdn Bhd ("M&A Securities") require that the person into whose possession the Abridged Prospectus, NPA and this RSF may come into, must inform himself of and observe all the applicable laws of other jurisdictions which may prohibit or restrict the issue, circulation or distribution of the Abridged Prospectus, NPA and this RSF, or which may prohibit or restrict the offering, solicitation or invitation to subscribe for the RPS with Warrants under the Abridged Prospectus, NPA and this RSF. Omesti and M&A Securities shall not accept any responsibility or liability in the event that any acceptance or renunciation made by the entitled shareholders and/or their renounee(s) (if applicable) is or shall become illegal, unenforceable, voidable or void in such countries or jurisdictions.

A copy of the Abridged Prospectus has been registered with the Securities Commission Malaysia ("SC"). The registration of the Abridged Prospectus should not be taken to indicate that the SC recommends the Rights Issue of RPS with Warrants or assumes responsibility for the correctness of any statement made or opinion or report expressed in the Abridged Prospectus. The SC has not, in any way, considered the merits of the securities being offered for investment. A copy of the Abridged Prospectus, together with the NPA and this RSF, has also been lodged with the Registrar of Companies, who takes no responsibility for the contents.

Admission of the securities to the Official List of Bursa Securities and the listing of and quotation for the securities on the Main Market of Bursa Securities are in no way reflective of the merits of the Rights Issue of RPS with Warrants. Neither Bursa Securities nor the SC takes any responsibility for the correctness of statements made or opinions expressed herein.

The Abridged Prospectus, together with the NPA and this RSF has been seen and approved by the Board of Directors of Omesti and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts, the omission of which would make any statement in these documents false and misleading.

Unless otherwise stated, the unit of currency used in this RSF is Ringgit Malaysia or "RM" in abbreviation and sen. Terms defined in the Abridged Prospectus shall have the same meanings when used in this RSF, unless they are otherwise defined here or the 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 23 March 2021, or such later date and time as the Board may decide and announce at their discretion. Where the closing date of acceptance and payment is extended from the original closing date, the announcement of such extension will be made not less than two (2) market days before the original closing date. If acceptance and payment(s) in the manner specified herein are not received (whether in full or in part, as the case may be) by the Share Registrar of Omesti, **Bina Management (M) Sdn Bhd at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan, Malaysia** by 5.00 p.m. on 23 March 2021 (or such later date and time as the Board may decide and announce at their discretion), the said provisional allotment to you will be deemed to have been declined and will be cancelled. The Board will then have the right to allot such RPS with Warrants not taken up, to applicants applying for the Excess RPS with Warrants in the manner as set out in item (III) below.

(II) FULL OR PART ACCEPTANCE AND PAYMENT

If you wish to accept the RPS with Warrants provisionally allotted to you either in full or in part, please complete Parts I(A) and II of this RSF and submit this RSF together with the appropriate remittance made in Ringgit Malaysia by 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 in favour of "OMESTI RIGHTS ISSUE ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side with your name, contact number and CDS account number in block letters, for the full amount payable for the RPS with Warrants accepted, to be received by the Share Registrar of Omesti, Bina Management (M) Sdn Bhd, Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan, Malaysia not later than 5.00 p.m. on 23 March 2021 (or such later date and time as the Board may decide and announce at their discretion). Cheques or any other mode of payments are not acceptable.

The remittance must be made for the exact amount payable for the RPS with Warrants accepted. No acknowledgement of receipt of this RSF and application monies will be issued in respect of the RPS with Warrants. However, if your application is successful, a Notice of Allotment will be issued and despatched by ordinary post to you at your own risk to the address shown in the Record of Depositors within eight (8) market days from the last date of acceptance and payment for the RPS with Warrants or such other period as may be prescribed by Bursa Securities.

(III) EXCESS RPS WITH WARRANTS APPLICATION

If you wish to apply for additional RPS with Warrants 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 forward this RSF together with a separate remittance made in Ringgit Malaysia by 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 in favour of "OMESTI EXCESS RIGHTS ISSUE ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side with your name, contact number and CDS account number in block letters, for the full amount payable in respect of the Excess RPS with Warrants applied for, to be received by the Share Registrar of Omesti, Bina Management (M) Sdn Bhd, not later than 5.00 p.m. on 23 March 2021 (or such later date and time as the Board may decide and announce at their discretion).

The remittance must be made for the exact amount payable for the Excess RPS with Warrants applied for. No acknowledgement of receipt of this RSF and application monies will be issued in respect of the Excess RPS with Warrants. However, if your application is successful, a Notice of Allotment will be issued and despatched by ordinary post to you at your own risk to the address shown in the Record of Depositors within eight (8) market days from the last date of acceptance and payment for the Excess RPS with Warrants or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially successful Excess RPS with Warrants applications, the full amount or the balance of the application monies, as the case may be, shall be refunded without interest and shall be despatched within fifteen (15) market days from the last date for acceptance and payment for the Excess RPS with Warrants by ordinary post to the address shown in the Record of Depositors at your own risk.

It is the intention of our Board to allot the Excess RPS with Warrants, in the following priority:

- (i) Firstly, to minimise the incidence of odd lots;
- (ii) Secondly, for allocation to Entitled Shareholders who have applied for the Excess RPS with Warrants, on a pro-rata basis and in board lots, calculated based on their respective shareholdings as at the Entitlement Date;
- (iii) Thirdly, for allocation to Entitled Shareholders who have applied for Excess RPS with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess RPS with Warrants application; and
- (iv) Fourthly, for allocation to transferee(s) and/or renounee(s) who have applied for Excess RPS with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess RPS with Warrants applications.

The Excess RPS and Warrants will firstly be allocated to minimise the odd lots (if any) held by each applicant of Excess RPS with Warrants. Thereafter, the Excess RPS and Warrants will be allocated in the order of (i) to (iv), and any balance thereafter will be allocated in the same sequence of allocation, i.e. items (i) to (iv) until all Excess RPS with Warrants are allotted. Nevertheless, our Board reserves the right to allot any Excess RPS with Warrants applied for under Part 1 (B) of the RSF in such manner as it 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 priority set out in (i) to (iv) are achieved. Our Board also reserves the right not to accept or to accept any application for Excess RPS with Warrants, in full or in part, without assigning any reason.

(IV) SALE/TRANSFER OF THE ALLOTMENT

If you wish to sell or transfer all or part of your entitlements to the RPS with Warrants to one (1) or more person(s), you may do so through your stockbroker for the period up to the last time and day for sale or transfer of the provisionally allotted RPS with Warrants (in accordance with the Rules of Bursa Depository) without first having to request the Company for a split of the provisional allotment of the RPS with Warrants standing to the credit of your CDS accounts. To sell or transfer all or part of your entitlements to the RPS with Warrants, you may sell such entitlement on the open market or transfer such entitlements to such persons as may be allowed pursuant to the Rules of Bursa Depository.

In selling or transferring all or part of your provisional allotment of RPS with Warrants, you need not deliver any document (including this RSF), to your stockbroker. However, you must ensure that you have sufficient provisional allotment of RPS with Warrants standing to the credit of your CDS accounts that are available for settlement of the sale or transfer.

The purchaser(s)/transferee(s) can collect a copy of the Abridged Prospectus and this RSF for the acceptance of his/her/their provisional allotment of the RPS with Warrants from his/her/their stockbroker, the Registered Office of the Company or the Share Registrar's office or Bursa Securities' website at <http://www.bursamalaysia.com>. If you have sold only part of your entitlements to the RPS with Warrants, you may still accept the balance of your entitlement by completing Parts I(A) and II of this RSF.

(V) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seal.
- (b) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of Ringgit Malaysia Ten (RM10.00) must be affixed on 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 Omesti and Omesti 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 allotment of the 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) Omesti reserves the right to accept or reject any acceptance and/or application if the instructions stated above are not strictly adhered to.
- (f) The RPS with Warrants subscribed by the entitled shareholders and/or their renounee(s) (if applicable) will be credited into their respective CDS accounts as stated on the NPA or the exact accounts appearing in Bursa Depository's records.
- (g) Entitled shareholders and/or their renounee(s) (if applicable) should note that this RSF and remittances, so lodged with the Share Registrar, shall be irrevocable and may not subsequently be withdrawn.