

**THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. THIS NOTICE IS FOR THE INFORMATION OF THE HOLDERS OF WARRANTS A 2018/2021 OF CABNET HOLDINGS BERHAD ONLY.**

**IF YOU ARE IN ANY DOUBT AS TO THE COURSE OF ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY.**

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## **CABNET HOLDINGS BERHAD**

Registration No: 201401045803 (1121987-D)  
(Incorporated in Malaysia)

### **NOTICE TO WARRANT HOLDERS IN RELATION TO:**

**EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS A 2018/2021  
STOCK NAME : CABNET-WA  
STOCK CODE : 0191WA**

#### **IMPORTANT RELEVANT DATES AND TIME:-**

Last date and time for the trading of Warrants A 2018/2021	: Wednesday, 16 June 2021 at 5.00 p.m.
Date and time of suspension of trading of Warrants A 2018/2021	: Thursday, 17 June 2021 at 9.00 a.m.
Last date and time (Expiry Date) for the exercise of the Warrants A 2018/2021	: Friday, 2 July 2021 at 5.00 p.m.
Date and time for the delisting of the Warrants A 2018/2021	: Monday, 5 July 2021 at 9.00 a.m.

This Notice is dated 28 April 2021

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## DEFINITIONS

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Except where the context otherwise requires, the following terms and abbreviations (in alphabetical order) shall apply throughout this Notice:

- “Bursa Depository” : Bursa Malaysia Depository Sdn Bhd [Registration No. 198701006854 (165570-W)], together with its successors in title and permitted assigns from time to time;
- “Bursa Securities” : Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)], together with its successors in title and permitted assigns from time to time;
- “CDS” : Central Depository System;
- “CABNET” or “the Company” : CABNET HOLDINGS BERHAD [Registration No: 201401045803 (1121987-D)];
- “CABNET Share(s)” : Ordinary share(s) in Cabnet;
- “Deed Poll” : The deed poll dated 13 June 2018 governing the terms and conditions of Warrants A 2018/2021;
- “Depositor” : A registered holder of a Securities Account;
- “Exercise Period” : The period commencing from and including the date of issuance of the Warrants (“Issue Date”) and ending at 5.00 p.m. on the Expiry Date.
- “Exercise Price” : The price payable by a Warrant Holder upon exercise of the Exercise Rights attached to each Warrant held, being RM0.50 per Warrant or such adjusted price in accordance with the Deed Poll;
- “Exercise Rights” : Each Warrant entitles the Warrant holders, at any time during the exercise period, to subscribe for 1 new Cabnet Share at the exercise price, subject to adjustments in accordance with the provisions of the Deed Poll;
- “Expiry Date” : Friday, 2 July 2021 at 5.00 p.m.;
- “Issue Date” : 3 July 2018;
- “New Share(s)” : New ordinary share(s) to be issued by the Company pursuant to any exercise of the Exercise Rights represented by the Warrants;
- “RM” and “sen” : Ringgit Malaysia and sen respectively;
- “Share Registrar” : Tricor Investor & Issuing House Services Sdn Bhd [Registration No: 197101000970 (11324-H)];
- “Subscription Money” : The amount calculated by multiplying the Exercise Price with the aggregate number of New Shares in respect of which the Exercise Rights are being exercised;
- “Warrants” : The Warrants A 2018/2012 issued by the Company on 3 July 2018 which entitle the Warrant holders to the Exercise Rights and due to expire on Friday, 2 July 2021 at 5.00 p.m. constituted under the Deed Poll.
- “Warrant holders” : Any person for the time being holding any Warrants whose name appears in the Warrant Register (except Bursa Malaysia Depository Nominees Sdn Bhd), including Depositors whose names appear in the Record of Depositors as holders of any Warrants, and “Warrant Holder” means any of them;

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**DEFINITIONS (CONT'D)**

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“Warrant Register” : The register of the Warrant Holders from time to time maintained by the Share Registrar in accordance with the Act; and

“Notice” : This Notice to holders of Warrants dated 28 April 2021.

All references to “our Company” in this Notice are to CABNET. All references to “we”, “us”, “our” and “ourselves” are to our Company or where the context requires, our Company and our subsidiaries. All references to “you” in this Notice are to the holders of Warrants A 2018/2021.

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa.

Reference to persons shall include a corporation, unless otherwise specified. Any reference in this Notice to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Notice shall be a reference to Malaysian time, unless otherwise specified.

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**CABNET HOLDINGS BERHAD**  
Registration No: 201401045803 (1121987-D)  
(Incorporated in Malaysia)

**Registered Office:**  
Suite 5.11 & 5.12, 5<sup>th</sup> Floor, Menara TJB  
No.9, Jalan Syed Mohd. Mufti  
80000 Johor Bahru, Johor

28 April 2021

**Board of Directors:**

Datuk Tan Kok Hong @ Tan Yi (*Independent Non-Executive Chairman*)  
Tay Hong Sing (*Chief Executive Officer/ Executive Director*)  
Dato' Jeffrey Lai Jiun Jye (*Deputy Chief Executive Director/ Executive Director*)  
Yong Thiam Yuen (*Chief Operating Officer / Executive Director*)  
Abdul Mutalib bin Idris (*Senior Independent Non-Executive Director*)  
Vincent Wong Soon Choy (*Independent Non-Executive Director*)  
Meachery Jo-anne Joseph (*Independent Non-Executive Director*)  
Tjong Chia Huie (*Non-Independent Non-Executive Director*)

**To: Warrant Holders of CABNET**

Dear Sir/Madam,

**NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS A 2018/2021**

**NOTICE IS HEREBY GIVEN THAT** pursuant to the terms and conditions stipulated in the Deed Poll dated 13 June 2018 governing the Warrants, the Exercise Rights of the Warrants will expire at **5.00 p.m. on Friday, 2 July 2021** ("Expiry Date"). Accordingly, all Warrant holders intending to exercise their Warrants are advised to submit the enclosed Exercise Form to the Share Registrar of CABNET not later than 5.00 p.m. on the Expiry Date.

The total number of Warrants outstanding as at 21 April 2021, being the latest practicable date prior to the issuance of this Notice is 65,000,000 warrants.

**Warrant holders should note that the Warrants which are not exercised by 5.00 p.m. on the Expiry Date will lapse and become null and void and cease to be valid for any purpose.**

**Accordingly, the Warrants will be removed from the Official List of Bursa Securities with effect from 9.00 a.m. on Monday, 5 July 2021.**

Warrant holders are therefore advised to carefully read the information set out below:-

**1. SUSPENSION OF TRADING AND LAST DAY FOR TRADING**

The last day and time for trading of the Warrants will be on **Wednesday, 16 June 2021 at 5.00 p.m.** The Warrants will be suspended from trading on Bursa Securities with effect from 9.00 a.m. on **Thursday, 17 June 2021 until 5.00 p.m.** on the Expiry Date.

**2. EXERCISE PRICE**

The Exercise Price payable is RM0.50 for each New Share to which a Warrant holder is entitled to subscribe upon exercise of the Exercise Rights in accordance with the provisions of the Deed Poll. Accordingly, for illustration purpose, if you wish to exercise the conversion of 100 Warrants into 100 New Shares, the Subscription Money will be RM50.00.

**3. PAYMENT OF SUBSCRIPTION MONEY**

The remittance of the Subscription Money must be made in full and payable in Ringgit Malaysia by banker's draft or cashier's order drawn on a bank operating in Malaysia or a money order or postal order issued by a post office in Malaysia made in favour of "**Cabnet – Warrant Proceeds Account**" crossed "**A/C Payee Only**" for the full amount of the Subscription Money payable in respect of the Warrants exercised and endorsed on the reverse side with the name and CDS Account number of the Warrant holder.

**4. EXERCISE OF EXERCISE RIGHTS**

If you are a Warrant holder and wish to exercise your Exercise Rights, you should:-

- (i) complete and sign the enclosed Exercise Form. Additional copies of the Exercise Form can also be obtained from the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia during normal working hours; and
- (ii) deliver the following documents to reach the Company's Share Registrar no later than 5.00 p.m. on the Expiry Date:-
  - (a) the Exercise Form duly completed and signed by you;
  - (b) remittance by way of:
    - (i) via online payment on the full amount of the Exercise Money into bank account of Cabnet maintained with a bank in Malaysia and enclose the said payment advice and endorsed on it with the name and Securities Account number of the Warrant Holder; or
    - (ii) remittance by way of bankers' draft or cashiers' order drawn on a bank operating in Malaysia or a money order or postal order issued by a post office in Malaysia to be made in favour of "**Cabnet – Warrant Proceeds Account**" for the full amount of the Subscription Money; and
  - (c) remittance of RM20.00 being the processing fees for each exercise form submitted to the Company's Share Registrar by way of bankers' draft or cashiers' order drawn on a bank operating in Malaysia or a money order or postal order issued by a post office in Malaysia made payable to "**Tricor Investor & Issuing House Services Sdn Bhd**" crossed "**A/C Payee Only**".

The Company shall **within eight (8) market days** after the date of receipt of the duly completed Exercise Form together with the requisite payments as set out in item (ii) above:-

- (a) allot and issue the relevant number of New Share(s) arising from the exercise of Warrants;
- (b) despatch notices of allotment to the Warrant holders stating the number of New Share(s) that will be credited into the CDS Account(s) of the Warrant holders; and
- (c) make an application to Bursa Securities for the listing of and quotation of such New Share(s) issued.

The New Share(s) to be issued pursuant to the exercise of the Warrants shall, upon the allotment and issuance, rank pari passu in all respects with the existing CABNET Share(s), save and except that such New Share(s) will not be entitled to any dividends, rights, allotments and/or other distributions, the Entitlement Date of which precedes the date of allotment of the New Share(s).

The New Share(s) arising from such exercise will be credited into the CDS Account(s) of the exercising Warrant holders and no physical share certificates would be issued to the Warrant holders in respect of the exercise.

## 5. LAST TRADING DATE IN RELATION TO THE WARRANTS

**NOTICE IS ALSO HEREBY GIVEN THAT in relation to the Warrants:-**

- (i) Bursa Depository will not be accepting any request for transfer of Warrants for the period commencing from 4.30 p.m. on **Friday, 25 June 2021** up to the Expiry Date; and
- (ii) Warrant holders shall qualify for entitlement to subscribe for New Share(s) in respect of the following:
  - (a) Warrants transferred into the depositor's CDS Account before 4.30 p.m. on **Friday, 25 June 2021** in respect of transfers; and
  - (b) Warrants bought on Bursa Securities on or before **Wednesday, 16 June 2021** at 5.00 p.m., being the last day for trading of the Warrants.

## 6. EXPIRY OF EXERCISE RIGHTS

Warrant holders should note that:-

- (i) If their Exercise Rights are not exercised and the relevant Exercise Form together with the remittances are not delivered to the Company's Share Registrar by 5.00 p.m. on the Expiry Date, their rights will lapse and become null and void and cease to be exercisable thereafter; and
- (ii) All unexercised Warrants remaining in the depositor's CDS Account as at the Expiry Date will be debited from the respective depositor's CDS Account on **Monday, 5 July 2021**.

## 7. CONTACT DETAILS FOR ENQUIRIES

All enquiries concerning this Notice should be addressed to the Company's Share Registrar at:

Tricor Investor & Issuing House Services Sdn Bhd  
Unit 32-01, Level 32, Tower A  
Vertical Business Suite  
Avenue 3, Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur  
Telephone : 03-2783 9299  
Facsimile : 03-2783 9222

**8. DIRECTORS' RESPONSIBILITY STATEMENT**

This Notice has been seen and approved by the Directors who collectively and individually accept full responsibility for the accuracy of the information given in this Notice and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other material facts, the omission of which would make any statement herein misleading.

**Yours faithfully,  
For and on behalf of  
CABNET HOLDINGS BERHAD**

**TAY HONG SING  
Chief Executive Officer**

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**WARRANTS EXERCISE FORM**

**CABNET HOLDINGS BERHAD**

Registration No: 201401045803 (1121987-D)  
(Incorporated in Malaysia)

**WARRANTS OF CABNET HOLDINGS BERHAD**

Expiry Date: 2 July 2021  
Exercise Price: RM0.50  
Exercise Period: 3 July 2018 to 2 July 2021 (3 years)

(To be executed and lodged with the Registrar to exercise the Exercise Rights in respect of the Warrants)

To: **THE REGISTRAR**  
**CABNET HOLDINGS BERHAD**  
Unit 32-01, Level 32, Tower A  
Vertical Business Suite  
Avenue 3, Bangsar South  
8, Jalan Kerinchi  
59200 Kuala Lumpur

I/We, the undersigned, the registered holder of the Warrants which have been deposited into my/our Central Depository System Account set out below:-

\* NAME : \_\_\_\_\_  
\* NEW IDENTITY CARD NO./PASSPORT NO./ARMED FORCES IDENTITY CARD NO./POLICE PERSONNEL IDENTITY CARD NO./COMPANY REGISTRATION NO. : \_\_\_\_\_  
\* OLD IDENTITY CARD NO. (IN THE CASE OF AN INDIVIDUAL) : \_\_\_\_\_  
CORRESPONDENCE ADDRESS : \_\_\_\_\_  
CONTACT NUMBER : \_\_\_\_\_  
OFF. : \_\_\_\_\_  
HSE. : \_\_\_\_\_  
MOBILE : \_\_\_\_\_  
EMAIL ADDRESS : \_\_\_\_\_

- (a) hereby irrevocably elect, subject to the Conditions set out in the Third Schedule of the Deed Poll dated 13 June 2018 executed by Cabnet Holdings Berhad (the "**Company**") constituting the issue of 65,000,000 Warrants, to exercise the Exercise Rights represented by the Warrants in my/our Central Depository System Account in respect of one (1) new Cabnet Shares of the Company and to subscribe and make payment as hereinafter provided for such number of new Cabnet Shares of the Company at the Exercise Price, and agree to accept such new Cabnet Shares subject to the terms of the Constitution of the Company.
- (b) hereby confirm and declare that the information provided by me/us above are true, correct and in the case of information indicated with an asterisk (\*) are identical with the information provided by me/us to Bursa Malaysia Depository Sdn Bhd ("**Bursa Depository**") and further confirm that in the event that such information differs from the information in Bursa Depository's records, the exercise by me/us of the Exercise Rights herein may be rejected.

- (c) hereby undertake to fully indemnify and keep the Company indemnified against any claims, losses, damages, liabilities, costs and expenses including legal cost that may be suffered or incurred by the Company as a result of or arising from the Company acting in accordance with my/our authorisations and confirmations herein or from any breach of my/our undertakings herein.
- (d) hereby declare that the Warrants in respect of which the Exercise Rights are being exercised are/have been designated as “free securities” in accordance with the provisions of the Depository Rules and further confirm that if this declaration is not correct, the exercise by me/us of the Exercise Rights herein may be rejected.
- (e) hereby make payment in full for such new Cabnet Shares in Ringgit Malaysia amounting to RM \_\_\_\_\_:
  - (i) into bank account no. **10-036-033519-5** of Cabnet maintained with **AFFIN BANK BERHAD** and enclose the said payment advice and endorsed on it with my/our name and Securities Account number; or
  - (ii) by banker’s draft or cashier’s order drawn on a bank operating in Malaysia or by money order or postal order made out in favour of “**Cabnet – Warrant Proceeds Account**” crossed “**A/C Payee only**” and endorsed on the reverse side with my/our name and Securities Account number.
- (f) hereby irrevocably authorise you to instruct the Bursa Depository to debit the quantity of Warrants specified in the table below from my/our Securities Account and where I am/we are entitled to receive new Cabnet Shares upon the exercise of my/our rights hereto, to credit the quantity of new Cabnet Shares in the Company into my/our Securities Account as identified above and specified in the table below.

**Securities Account For Debiting Warrants And Crediting New Ordinary Shares**

Number of Warrants to be debited:

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Number of New Shares to be credited:

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Central Depository System Account Number \*:

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- (g) hereby request that the notice of allotment stating the number of new Cabnet Shares credited into my/our Central Depository System Account be sent, at my/our risk, by ordinary post to my/our address set out above.
- (h) hereby confirm that upon the lodgement of this form with the Registrar, I/we shall not dispose, transfer, charge or otherwise encumber the Warrants in respect of which the Exercise Rights are being exercised unless and until the Exercise Form has been returned, withdrawn or otherwise rejected or declared by the Company to be void in accordance with the provisions of the Conditions set out in the **Third Schedule** of the Deed Poll.
- (i) hereby declare and confirm that I/we have complied with all exchange control regulations and requirements imposed by Bank Negara Malaysia or other prevailing statutory requirements for the time being applicable to the exercise of the Exercise Rights and any directions and instructions given in this Exercise Form.

Signature:.....

Dated:.....

**Notes:**

1. All information marked (\*) given in this Exercise Form must be as per the information provided to Bursa Malaysia Depository Sdn Bhd.
2. Joint holders are not recognised under the Central Depository System.
3. No scrips will be issued to the Depositor in respect of the new Cabnet Shares issued as a result of any exercise of the Exercise Rights represented by the Warrants.
4. No Depositor shall be allowed to instruct crediting of new Cabnet Shares into a Central Depository Account other than one of those from which the securities are to be debited.
5. In exercising the Exercise Rights represented by the Warrants, compliance must be made with any exchange control or other statutory requirements for the time being applicable and the provision of the Securities Industry (Central Depositories) Act, 1991 and the Depository Rules of Bursa Malaysia Depository Sdn Bhd.
6. A corporation completing this Exercise Form is required to affix its Common Seal in accordance with its Memorandum and Articles of Association, a copy of which must be lodged with the Registrar.
7. The attention of the Warrant Holders is drawn to the Malaysian Code on Take-overs and Mergers, 2010 as amended or replaced from time to time. In particular, a Warrant Holder should note that he may be under an obligation to extend a take-over offer of the Company if:
  - (a) he intends to subscribe by exercise of the Warrants, whether at one time or different times, new Cabnet Shares which (together with the Cabnet Share owned or acquired by him or persons acting in concert with him) carry more than 33.00% of the voting rights in the Company; or
  - (b) he, together with persons acting in concert with him, holds more than 33.00% but less than 50.00% of the voting rights in the Company, and either alone or together with persons acting in concert with him, intends to subscribe additional new Cabnet Shares by the exercise of the Warrants or otherwise in any period of six (6) months, increasing such percentage of the voting rights by more than 2.00%.
8. No direction may be made in this Exercise Form requiring the new Cabnet Shares to be credited into the Securities Account of a person other than a Securities Account in the name of the person exercising the Exercise Rights under this Exercise Form.
9. The exercise of the Exercise Rights under this Exercise Form shall be deemed invalid if the amount payable made via online payment is not credited into the designated bank account of Cabnet; or any banker's draft or cashier's order for payment of the Exercise Money is not cleared on first presentation.
10. If any part of this Exercise Form is not fully and properly completed and/or executed, the Company shall be entitled to regard the exercise of the Exercise Rights under the Exercise Form as invalid.
11. At the close of business on 2 July 2021, any Exercise Rights which have not been exercised and any Exercise Form which have not been delivered to the Registrar will lapse and every Warrant will cease thereafter to be valid for any purpose.
12. Unless the context otherwise requires, words and expressions in this Exercise Form shall have the meaning given to them in the Deed Poll.
13. The Exercise Price shall be RM0.50 for each new Cabnet Share, as the same may be adjusted in accordance with the Conditions set out in the Deed Poll.
14. The Warrant Holder must pay a fee of RM20.00 to the Share Registrar being the administrative fee.

Registrar's Office:

**Tricor Investor & Issuing House Services Sdn Bhd**

[Registration No: 197101000970 (11324-H)];

Unit 32-01, Level 32, Tower A

Vertical Business Suite

Avenue 3, Bangsar South

8, Jalan Kerinchi

59200 Kuala Lumpur

Tel No : 03-2783 9299

Fax No : 03-2783 9222

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Affix Stamp

The Share Registrar  
CABNET HOLDINGS BERHAD  
c/o Tricor Investor & Issuing House Services Sdn Bhd  
Unit 32-01, Level 32, Tower A,  
Vertical Business Suite, Avenue 3,  
Bangsar South, No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur, Malaysia.

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