## **VELOCITY CAPITAL PARTNER BERHAD**

(FORMERLY KNOWN AS CSH ALLIANCE BERHAD) (Registration No : 200001002113 (504718-U)

EXERCISE FORM RELATING TO WARRANTS TO SUBSCRIBE FOR NEW ORDINARY SHARES IN VELOCITY CAPITAL PARTNER BERHAD (FORMERLY KNOWN AS CSH ALLIANCE BERHAD) ("NEW SHARES")

(To be executed and lodged with the **Share Registrar** to exercise the Exercise Rights)

PLEASE READ CAREFULLY THE NOTES AT THE END OF THIS FORM BEFORE COMPLETING THIS FORM. PLEASE WRITE IN BLOCK LETTERS. EACH BOX SHOULD CONTAIN ONE LETTER. LEAVE ONE BOX EMPTY BETWEEN WORDS. DO NOT BREAK UP WORDS.

Issue Date	:	20 January 2022					
Expiry Date	:	19 January 2027					
Exercise Rights	:	One (1) new CSH Share for each Warrant at any time during the Exercise Period					
Exercise Price :		The Exercise Price shall be <b>RM0.15</b> for each Warrant as the same may be adjusted in accordance with conditions of the Deed Poll.					
ending o		he period commencing on and including the date of issuance of Warrants and inding on the Expiry Date above. Any Warrants which are not exercised at the ose of business of the Expiry Date will thereafter lapse and cease to be valid.					
Particulars of Depos	sitors	5					
*Name of Depositor (	Appli	cant) :					
* Old Identity Card No. No./Armed Forces Ide Personnel Identity Ca	entity	Card No./Police :					
* New NRIC No./Regi	strati	ion No. :					
Correspondence Add	ress	of Depositor :					
Contact Number		:					
Email Address		÷					

All information given above must be as per information in the records of Bursa Malaysia Depository Sdn. Bhd. ("Bursa Depository")

To:

Mega Corporate Services Sdn. Bhd. (Registration No. 198901010682 (187984-H)) Level 15-2, Bangunan Faber Imperial Court, Jalan Sultan Ismail, 50250 Kuala Lumpur, Wilayah Persekutuan.

Tel: +603-2692 4271 Fax: +603-2732 5388

Email: mega-sharereg@megacorp.com.my

I/We, the undersigned, being the Warrant Holder of Warrants:

- (a) hereby confirm and declare that all information provided by me/us herein are true and correct;
- (b) hereby confirm and declare that the information indicated with an asterisk \* above is identical with the information in the records of Bursa Malaysia Depository Sdn. Bhd. ("Bursa Depository") with regard to my/our account (s) with Bursa Depository ("CDS account(s)") and further agree and confirm that in the event the information aforesaid differs from the information in Bursa Depository's records as mentioned earlier, the exercise of my/our rights hereunder may be rejected;
- (c) hereby authorise you to instruct Bursa Depository to debit the quantity(ies) of Warrants specified below from my/our CDS account(s) in the exercise of my/our rights as specified below in accordance with the provisions of the deed poll dated 26 November 2021, executed by the Company ("**Deed Poll**");
- (d) where I/we am/are entitled to receive the issued New Shares in the Company upon the exercise of my/our rights herein (apart from the exercise of rights in respect of all warrants), I/we hereby authorise you to instruct Bursa Depository to credit the quantity(ies) of New Shares specified below into my/our CDS account(s) stated below and for the notice of allotment to be despatched to me/us at my/our risk to the correspondence address mentioned herein;
- (e) hereby confirm the Warrants specified below intended for the exercise of rights are or have been designated as "free securities" in my/our CDS account(s) in accordance with the Rules and further declare that if this declaration is untrue, the exercise of my/our rights hereunder may be rejected;
- (f) hereby confirm that after the submission of this form to the Company, I/we will not dispose, transfer or charge the Warrants intended for exercise of rights herein, until the exercise is completed by debiting the Warrants from my/our CDS account(s) or the exercise is rejected by the Company, whichever is applicable;
- hereby make payment in full for such New Shares at the Exercise Price of RM0.15 per Warrant. subject (g) to adjustments in accordance with Condition Error! Reference source not found. of Schedule 3 of the D eed Poll and together with any other payments required under the Securities Industry (Central Depositories) Act 1991 and the Rules of the Bursa Depository and the Deed Poll 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 ) in favour of CSH WARRANTS ACCOUNT crossed "A/C office in Malaysia no. ( Payee Only" (Public Bank Berhad Account No. 3226271717) amounting to RM No: ) and Hereby make payment being the processing fees of RM21.60 (inclusive of 8% SST) in cash / cheque no. payable to Mega Corporate Services Sdn. Bhd. for debiting of Warrants and crediting of New Shares or by internet bank transfer to the Registrar's bank account no. "800 1146 004" maintained with "CIMB Bank Berhad" (proof of payment to be attached to the Subscription Form submitted to the Share Registrar).
- (h) hereby irrevocably elect, upon and subject to the provisions of the Deed Poll to exercise the Exercise Rights represented by the Warrants in my/our CDS account(s) specified below, and to subscribe for such number of New Shares of the Company specified below at the Exercise Price, and agree to accept such New Shares subject to the terms of the Constitution of the Company;
- (i) hereby undertake to fully indemnify and keep the Company indemnified against any claims, loss, damage, liability, cost or expense (including legal cost) that may be suffered or incurred by the Company as a result of the Company acting in accordance with my/our authorisations and confirmations herein or from any breach of my/our undertaking herein; and
- (k) hereby declare and agree that I/we have complied with all exchange control provisions, the provisions of the Securities Industry (Central Depositories) Act 1991 and all other legal requirements applicable to the exercise of the Exercise Rights.

## SOURCE ACCOUNT FOR DEBITING WARRANTS / CREDITING NEW ORDINARY SHARES

CDS Account Number										ber					Wai	rants	New Ordinary Shares	
	ΑC	Α	В	ran	ch		Account Number						r		Securities	No. of	Securities	No. of New
	Со	de	Code												code	Warrants to	code	Ordinary
								be debited		Shares to be								
																credited		

Please complete and/or delete as appli	cable.		
Dated			
If Warrant Holder is an individual			
Signature of Warrant Holder			
If Warrant Holder is a corporation/society			
The common seal of Warrant Holder	)		
was hereto affixed in the presence of:-	)		
Director	Director/Secretary	_	
Name:	Name:		

## Note

- 1. No scrip will be issued to the Warrant Holder as a result of any exercise of rights herein.
- 2. In exercising the Exercise Rights represented by the above Warrants, compliance must be made with any exchange control or other statutory requirements for the time being applicable.
- 3. The subscription right for any Warrants that is not exercised during the Exercise Period will lapse and become null and void upon the expiry of the Exercise Period.
- A corporation completing this Exercise Form is required to affix its Common Seal in accordance with its Constitution.
- 5. The terms and expressions used in this Exercise Form (unless otherwise defined in this Exercise Form) will have the same meanings and interpretation as defined in the Deed Poll.
- 6. Exercise Right means the rights of a Warrant Holder to subscribe for One (1) New Share for every Warrant held at the Exercise Price, in accordance with the provisions of the Deed Poll.
- 7. All information given above must be the same as the information in the records of Bursa Malaysia Depository Sdn. Bhd.
- 8. For the avoidance of doubt, if no CDS account number is provided any exercise of purported exercise of the Exercise Right shall be deemed to be invalid.
- No Depositor shall be allowed to instruct crediting of new shares into a Central Depository Account other than one of those from which the securities are to be debited.
- 10. The Exercise Price shall be **RM0.15** for one (1) Warrant as the same may be adjusted in accordance with conditions of the Deed Poll.
- 11. 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 account of CSH or made by banker's draft or cashier's order for payment of the Exercise Money is not cleared on first presentation.
- 12. Where the relevant payment made for the New Shares is less than the full amount of the subscription monies required based on the Exercise Price, the Warrant Holder authorises the Company to, and the Company may but is not obliged to, treat the exercise by the Warrant Holder of the Exercise Rights as an exercise by the Warrant Holder of the Exercise Rights of such a reduced number of Warrants (in such multiples of board lots of 100 Warrants or in such other whole number of Warrants as the Company may determine) such that the relevant payment made for the New Shares shall thereafter be sufficient to pay for the full amount of the subscription monies required in respect of the reduced number of Warrants. In such event, the Warrant Holder is deemed to have exercised his Exercise Rights in respect of such reduced number of Warrants.

- 13. Joint holders are not recognised under the Central Depository System.
- 14. The attention of the Warrants Holders is drawn to Part VI Division 2 of the Capital Markets and Services Act 2007, the Malaysian Code on Take-overs and Mergers 2016 ("**the Code**") and Rules on Take-overs, Mergers and Compulsory Acquisitions as amended or replaced from time to time. In particular, a Warrant Holder should note that he/she may be under an obligation to extend a take-over offer of the Company if:
  - a. he/she intends to subscribe by exercise of the Warrants, whether at one time or different times, resulting in him/her holding new Shares which (together with the Shares owned or acquired by him/her or persons acting in concert with him/her) carry more than thirty-three per cent (33%) in total, or such other amount as may be prescribed in the Code, of the voting shares or voting rights in the Company; or
  - b. he/she, together with persons acting in concert with him/her, hold more than thirty three per cent (33%) but not more than fifty per cent (50%) of the voting shares or voting rights in the Company, and either alone or together with persons acting in concert with him/her, intends to subscribe for additional new Shares by the exercise of the Warrants or otherwise in any period of six (6) months, increasing such percentage of the voting shares or voting rights by more than two per cent (2%).
- 15. Please remit **RM21.60** ((inclusive of 8% SST) made payable to **Mega Corporate Services Sdn. Bhd** being the administrative charges per CDS Account in cash, cheque or by internet bank transfer to the Registrar's bank account no. "**800 1146 004**" maintained with "**CIMB Bank Berhad**" (proof of payment to be attached to the Subscription Form submitted to the Share Registrar).