

GUH HOLDINGS BERHAD

(Registration No. 196101000062 (4104-W))

EXERCISE FORM FOR WARRANTS

[To be executed and lodged with the Registrar for the exercise of the Exercise Rights in relation to the Warrants]

Expiry	Date	Exercise Price	Exercise Period
	25 JUNE 2028	RM0.525	26 JUNE 2023 TO 25 JUNE 2028

Full Title: Warrants to subscribe for ordinary shares in **GUH HOLDINGS BERHAD** (Registration No. 196101000062 (4104-W)) constituted under the Deed Poll.

Exercise Period: five (5) years commencing from and inclusive of the Issue Date and ending at 5.00 pm on the date immediately preceding the Fifth (5th) anniversary of the Issue Date and if such date is not a Market Day, then on the preceding Market Day.

Exercise Price: Sen Fifty Two and a Half (RM0.525) only or such adjusted price as may for the time being be applicable in accordance with the provisions set out in the Deed Poll.

*The Warrant Holder(s) is/are entitled, upon and subject to the provisions of the Deed Poll at any time on or after the 7th day of June in the year 2023 BUT NOT LATER THAN 5.00 p.m. in Malaysia on the 25th day of June in the year 2028 ("**Maturity Date**") to exercise the Exercise Rights of the Warrants. If the Maturity Date is not a Market Day, it shall be the preceding Market Day. All Warrants not exercised by the Maturity Date will lapse and become null and void.*

Particulars of the Warrant Holder

Name of Warrant Holder* :

Old NRIC/Passport/Armed Forces/
Police Personnel/Registration No.* :

New NRIC No.* :

Correspondence address of
Warrant Holder* :

.....

.....

Contact Number* :

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

To: **GUH Holdings Berhad**

I/We, the undersigned,

- i. hereby confirm and declare that all information provided by me/us herein are true and correct;
- ii. hereby confirm and declare that the information indicated with an asterisk (*) is identical to the information in the records of Bursa Depository with regard to my/our CDS Account 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;
- iii. hereby irrevocably elect, upon and subject to the conditions as set out in the Deed Poll, to exercise my/our Exercise Rights in relation to the type and quantity(ies) of Warrants specified below and to subscribe and make payment as provided below for such number of New Shares of the Company to be issued upon the exercise of the Warrants to which this Exercise Form relates at the Exercise Price for each New Shares, and agree to accept such New Shares subject to the terms of the Constitution of the Company;
- iv. hereby make payment in full for such New Shares in the quantity(ies) specified below together with payments of all other fees, including stamp duty (if any) and taxes payable in respect of the exercise of the Exercise Rights unless the Company is mandatorily obliged to make such payments pursuant to the Deed Poll or as required by Bursa Securities by way of:
 - (a) banker's draft/cashiers order or postal order drawn on a bank or postal office operating in Malaysia in favour of "**GUH HOLDINGS BERHAD WARRANTS PROCEEDS ACCOUNT**" crossed "Account Payee Only" amounting to **RM** [] and endorsed on the reverse side with my/our name, address in block letters and CDS account number; or
 - (b) internet bank transfer to bank account no. "**2303072820**" in favour of "**GUH HOLDINGS BERHAD WARRANTS PROCEEDS ACCOUNT**" maintained with **United Overseas Bank** (proof of payment to be attached to the Exercise Form submitted to the Registrar);
- v. irrevocably hereby authorise you to instruct Bursa Depository to debit the quantity(ies) of the Warrants specified below from my/our CDS Account(s) in the exercise of my/our rights herein in accordance with the provisions of the Deed Poll;
- vi. hereby confirm that the Warrants for the exercise of rights are or have been designated as "free securities" in my/our CDS Account(s) in accordance with the provisions of the Rules of Bursa Depository and further confirm that if this declaration is untrue, the exercise of my/our rights hereunder may be rejected;
- vii. where I/we am/are entitled to receive New Shares upon the exercise of my/our rights herein, 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;
- viii. hereby confirm that after the submission of this form to the Company, I/we shall not dispose, transfer or charge the Warrants intended for the exercise of rights herein until the exercise is completed by the debiting of the Warrants from my/our CDS Account(s) or the exercise is rejected by the Company, whichever shall be applicable;

- ix. hereby undertake to fully indemnify the Company and Registrars against any loss, damage, liability, cost or expense (including legal costs on a solicitor and client basis) that may be suffered or incurred by the Company or the Registrars as a result of any demand, actions or proceedings made in respect of or arising from the debiting of the Warrants from our/my CDS Account(s), in reliance by you on this Exercise Form;
- x. hereby enclose a legible photocopy of:
 - (a) my / our statement of account issued by Bursa Depository in respect of my / our CDS Account;
 - (b) (in the case where the Warrant Holder is an individual) my identity card;
 - (c) (in the case where the Warrant Holder is a corporation) our certificate of incorporation; and
- xi. 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 of Warrants and crediting of New Shares

Number of Warrants to be debited

Number of New Shares to be credited

CDS Account Number, ADA and Branch Code/Account Number

Dated the day of,

(For individuals only)

Signature(s):

Name(s):

(For corporations only)

The execution of this instrument)
 by the Warrant Holder)
 was duly effected in a manner authorised by its)
 constitution under its Common Seal)
 which said Common Seal was hereunto duly)
 affixed in the presence of:-)

.....
 Director
 Name:
 NRIC No.:

.....
 Director/ Secretary
 Name:
 NRIC No.:

Notes:-

1. No share certificate will be issued to the Warrant Holder as the result of any exercise of rights herein.
2. No Warrant Holder shall be allowed to instruct crediting of New Shares into a CDS Account other than one of those from which the securities are to be debited.
3. In exercising the Exercise Rights, compliance must be made with any exchange control or other statutory requirements for the time being applicable.
4. A corporation completing this Exercise Form is required to affix its Common Seal in accordance with its Constitution and a certified true copy of the same and the resolution of its directors authorising the use and affixation of its Common Seal, must be lodged together with this Exercise Form with the Registrar.
5. Words and terms which are defined or construed in the Deed Poll shall have the same meanings and construction when used in this Exercise Form for Warrants, save where they are otherwise defined in this Exercise Form.
6. Exercise Right means the rights of a Warrant Holder to subscribe for one (1) New Share for every one (1) Warrant held at the Exercise Price, in accordance with the provisions of the Deed Poll;
7. 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).
8. The attention of Warrant Holders are drawn to 4.01 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions and provisions of section 218 of the Capital Markets and Services Act, 2007, as amended from time to time. In particular, a Warrant Holder should note that he/it may be under an obligation to extend a takeover offer of the Company if:-
 - (a) he/it intends to acquire, by exercise of the Warrants, whether at one time or different times, New Shares which (together with Shares owned or acquired by him/it or persons acting in concert with it/him) carry more than thirty-three per centum (33%) of voting shares or voting rights of the Company; or
 - (b) he/it, together with persons acting in concert with him/it, holds more than thirty-three per centum (33%) but less than fifty per centum (50%) of the voting shares or voting rights of the Company and, either alone or together with persons acting in concert with him/it, intends to acquire, by exercise of Exercise Rights in any period of six (6) months, additional New Shares which carry more than two per centum (2%) of the voting shares or voting rights of the Company.
9. ADA means "Authorised Depository Agent".

REGISTRAR AND TRANSFER OFFICE:
MEGA CORPORATE SERVICES SDN BHD
(Registration No. 198901010682 (187984-H))
Level 15-2, Bangunan Faber Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur

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