

**FORM OF ACCEPTANCE AND TRANSFER FOR THE OFFER SHARES**

**TO BE COMPLETED BY PERSONS WHO WISH TO ACCEPT THE OFFER**

**THIS FORM OF ACCEPTANCE AND TRANSFER ("FORM") IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION AND IS TO BE READ IN CONJUNCTION WITH THE OFFER DOCUMENT DATED 2 NOVEMBER 2022 ("OFFER DOCUMENT") ISSUED BY HEXSTAR HOLDINGS SDN BHD THROUGH M&A SECURITIES SDN BHD ("M&A SECURITIES").**

*Unless the context otherwise requires or otherwise defined in this Form, the definitions contained in the Offer Document shall also apply in this Form.*

Pursuant to Section 14(1) of the Securities Industry (Central Depositories) Act 1991 ("**SICDA**"), Bursa Securities has prescribed the Offer Shares as securities which are required to be deposited into the CDS account. Therefore, all dealings in the Offer Shares that have been deposited into the CDS account will be carried out in accordance with the SICDA and the Rules of Bursa Depository.

If you wish to accept the Offer, you should complete and sign this Form in accordance with the instructions contained in this Form and the Offer Document. **YOU DO NOT NEED TO TAKE ANY ACTION IF YOU DECIDE NOT TO ACCEPT THE OFFER.**

You should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately if you have any doubt about the Offer. If you have sold or transferred all your Offer Shares, you should hand this Form and the accompanying Offer Document immediately to the person/agent through whom you effected the sale or transfer for transmission to the purchaser or transferee.

**UNCONDITIONAL MANDATORY TAKE-OVER OFFER**

**BY**

**HEXTAR HOLDINGS SDN BHD**

(Registration No.: 200601002945 (722692-V))

(Incorporated in Malaysia)

("OFFEROR")

**THROUGH**



**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 ACQUIRE**

**ALL THE REMAINING ORDINARY SHARES IN HEXSTAR INDUSTRIES BERHAD NOT ALREADY OWNED BY THE OFFEROR FOR A CASH CONSIDERATION OF RM0.38175 PER SHARE**

This Form consists of 8 printed pages only

**For Holders whose Offer Shares are deposited into the CDS account**, if you wish to accept the Offer, please refer to Note 1(A) of this Form.

**For Holders who have purchased the Offer Shares but the Offer Shares have yet to be credited into your CDS account as at the Closing Date**, if you wish to accept the Offer, please refer to Note 1(D) of this Form.

**For Non-resident Holders**, if you wish to accept the Offer, please refer to Note 1(E) of this Form.

Acceptances must be received by **5.00 p.m. (Malaysian time) on Wednesday, 23 November 2022**, being the First Closing Date, or such later dates as may be announced by M&A Securities on behalf of the Offeror, at least 2 days before the Closing Date. Subject to the provisions of the Rules and terms and conditions of the Offer Document, the Offeror may extend the date and time for the acceptance of the Offer beyond the First Closing Date. Notice of such extension will be posted to you accordingly.

## NOTES REGARDING THE COMPLETION AND LODGMENT OF THIS FORM

If you are an individual, you must, except as mentioned below, personally sign this Form. If you are a corporation, you must execute this Form under your common seal, which should be affixed and witnessed in accordance with your Constitution or other regulations or signed on your behalf by an authorised officer or attorney.

Please refer to the following procedures to facilitate your completion of this Form:

### 1. (A) If your Offer Shares are deposited into your CDS account

To accept the Offer, you are required to:

- (i) Complete and sign this Form;
- (ii) Complete and sign the Bursa Depository Transfer of Securities Request Form (FTF010) ("**Bursa Depository Transfer Form**"), which can be obtained from your ADA/ADM or downloaded at Bursa Securities' website at [https://www.bursamalaysia.com/sites/5bb54be15f36ca0af339077a/assets/5bb57d465f36ca0c3028dc96/Transfer\\_of\\_Securities\\_Request-1.pdf](https://www.bursamalaysia.com/sites/5bb54be15f36ca0af339077a/assets/5bb57d465f36ca0c3028dc96/Transfer_of_Securities_Request-1.pdf), in accordance with the instructions printed on the reverse side of the Bursa Depository Transfer Form;
- (iii) Complete in full the following particulars as contained in the Bursa Depository Transfer Form:
  - (a) Particulars of the securities;
  - (b) Particulars of the depositor;
  - (c) Particulars of the witness;
  - (d) Particulars of the transferee as shown below; and
  - (e) Category and approved reason for transfer as shown below.

In respect of (d) and (e) above, you are requested to complete the particulars of the transferee as follows:

<b>CDS account no.</b>	: 057-002-074569781
<b>Name of transferee</b>	: M&A Nominee (Tempatan) Sdn Bhd Majestic Salute Sdn Bhd for Hextar Holdings Sdn Bhd
<b>Category of transfer</b>	: To cross (X) on category B only (change in beneficial ownership)
<b>Reason for transfer</b>	: To cross (X) on category B1 only (take-over offer)

- (iv) Proceed to lodge the completed and signed Bursa Depository Transfer Form with your ADA/ADM for the transfer of the Offer Shares under the CDS on any Market Day before the Closing Date. Kindly check with your ADA/ADM on how the Bursa Depository Transfer Form may be submitted including any applicable fees or charges in respect of the submission.

The transfer of securities shall be effected on the same Market Day provided that the request for transfer is submitted by 3.30 p.m. (Malaysian time) in compliance with the directions and Rules of Bursa Depository; and

- (v) (a) **Submission by mail, by hand or via e-mail to the Registrar**

Enclose the Depositor's Copy of your Bursa Depository Transfer Form (with the details of the reference number to be issued by Bursa Depository for the transfer, as evidence that the transfer has been effected) duly verified and acknowledged by your ADA/ADM, together with this completed and signed Form and an acknowledgement of transfer issued by your ADA/ADM, and where applicable, other documents of title, grant of probate letter or letter of administration or the relevant contract note and despatch (either by ordinary or registered post or courier) or deliver by hand or email to the Registrar, at your own risk, so as to arrive **no later than 5.00 p.m. (Malaysian time) on Wednesday, 23 November 2022**, being the First Closing Date, or such later dates as may be announced by M&A Securities on behalf of the Offeror, at least 2 days before the Closing Date.

**OR**

- (b) **Submission by TIIH Online**

Submit this Form electronically to the Registrar's TIIH Online application at <https://tiih.online> in which case you are not required to submit physical copies. Instructions on how to submit this Form are stated in Step 3A of Appendix II of the Offer Document. This Form must be submitted electronically **no later than 5.00 p.m. (Malaysian time) on Wednesday, 23 November 2022**, being the First Closing Date, or such later dates as may be announced by M&A Securities on behalf of the Offeror, at least 2 days before the Closing Date.

The details of the Registrar, whose business hours are from 8:30 a.m. to 5:30 p.m. (Malaysian time), on Mondays to Fridays (excluding public holidays), are as follows:

**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

or alternatively at

**Tricor Customer Service Centre**

Unit G-3, Ground Floor  
Vertical Podium  
Avenue 3, Bangsar South  
No. 8 Jalan Kerinchi  
59200 Kuala Lumpur

Telephone: (603) 2783 9299  
Facsimile: (603) 2783 9222  
Email: [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com)

The Registrar will not issue any acknowledgment of receipt of this Form and the accompanying documents in respect of the Offer. Proof of time of postage shall not constitute proof of time of receipt by the Registrar.

**(B) If the Holder is away from his registered address and this Form is received by the agent of the Holder**

The agent of the Holder should send this Form by the quickest means (e.g. courier or express post) to the Holder for execution or, if he has executed a Power of Attorney, have this Form signed by the attorney and accompanied by a statement reading "signed under Power of Attorney which is still in force, no notice of revocation having been received". In the latter case, the Power of Attorney which should be valid in accordance with the laws of the jurisdiction in which it was created and is exercised and recognised as valid in Malaysia, should be enclosed with this Form for noting and lodged with the Registrar at the address or email address set out in Note 1(A)(v) above.

The Holder should then proceed to perform the procedures set out in Note 1(A) above. No other signature is acceptable.

In the event that this Form, the Offer Document or other documents related to the Offer are sent or transmitted to a Holder in any other jurisdiction other than Malaysia, reference should be made to **Section 3 of Appendix II** of the Offer Document which shall apply equally to the Holder of the Offer Shares.

**(C) If the Holder is deceased**

In order to accept the Offer, the duly completed Form of Notification of Death of Depositor ("**Form of Notification**") as prescribed by the Rules of Bursa Depository must be submitted to Bursa Depository and the transfer of the Offer Shares from the CDS account of the deceased to the CDS account of the executor or administrator of the deceased's estate must be effected by Bursa Depository. This Form must be signed by the executor or administrator of the deceased's estate, named in the Form of Notification to whom the Offer Shares have been effectively transferred by Bursa Depository and who is registered as the Holder and the procedures set out in Note 1(A) above shall be applicable. The grant of probate or letter of administration, should be enclosed with this Form for noting and lodged with the Registrar at the address or email address set out in Note 1(A)(v) above.

**(D) If the Offer Shares purchased have yet to be credited into your CDS account as at the Closing Date**

If you have purchased the Offer Shares before the Closing Date but the Offer Shares have yet to be credited into your CDS account, you should lodge this completed and signed Form together with the relevant contract note as evidence of your beneficial ownership of the Offer Shares to the Registrar at the address or email address set out in Note 1A(v) above, so as to arrive not later than 5.00 p.m. (Malaysian time) on the Closing Date. Once your Offer Shares have been credited into your CDS account, you must perform the procedure as set out in Note 1A(ii) to (v)(a) above and then send the Depositor's copy of your Bursa Depository Transfer Form, duly verified and acknowledged by your ADA/ADM to the Registrar at the address or email address set out in Note 1(A)(v) above within 7 days from the Closing Date.

**(E) If you are a Non-resident Holder**

To accept the Offer, the procedures set out below and in Note 1(A) above are applicable to you. You should also refer to **Section 3 of Appendix II** of the Offer Document for further information.

If you wish to accept the Offer, you are solely responsible to satisfy yourself as to the full compliance and observance of the laws of your relevant jurisdiction and of Malaysia in connection with the Offer, including without limitation the following:

- (i) receipt of cash payments in Ringgit Malaysia by you;
- (ii) repatriation of any monies by you out of Malaysia;
- (iii) obtaining any governmental, exchange control or other consents which may be required;
- (iv) compliance with the necessary formalities, including legal and regulatory requirements to be observed; and
- (v) payment of any costs relating to the transfer or other taxes or duties due in the relevant jurisdiction.

You will be responsible for the payment of any transfer fees, taxes, duties or other requisite payments due in the relevant jurisdiction. The Offeror, the Registrar and M&A Securities shall be fully indemnified and held harmless by you for any transfer fees, taxes, duties or other requisite payments which you may be required to pay.

If you receive a copy of the Offer Document and this Form in any jurisdiction other than Malaysia, you may not:

- (i) treat the same as constituting an invitation or offer to sell your Offer Shares or participate in the Offer;
- (ii) use this Form unlawfully by contravening any relevant regulations or other legal requirements; or
- (iii) use this Form if, in the relevant jurisdiction, such an invitation or offer cannot lawfully be made to you.

In such circumstances, the Offer Document and this Form are sent for **information only** and any use or acceptance may be invalid and disregarded.

2. This Form must be completed in English or Bahasa Malaysia and submitted to the Registrar at the address or email address stated in Note 1(A)(v) above in its entirety. Alternatively, you can submit this Form electronically to the Registrar's TIIH Online application at <https://tiih.online> in which case you are not required to submit physical copies. Instructions on how to submit this Form electronically are stated in **Step 3A of Appendix II** of the Offer Document.
3. Please type or write clearly in ink using **BLOCK LETTERS**. Forms defaced by erasures or any kind of correcting fluid may be rejected at the absolute discretion of the Offeror. Amendments must be clearly legible and should be countersigned by you.

4. Additional copies of this Form may be obtained from the office of the Registrar at the address set out in Note 1(A)(v) above during business hours from 8.30 a.m. to 5.30 p.m. (Malaysian time) on Mondays to Fridays (excluding public holidays) from the Posting Date up to the Closing Date. You may also download this Form from the website of Bursa Securities at [www.bursamalaysia.com](http://www.bursamalaysia.com).
5. Further instructions are contained in **Appendix II** of the Offer Document.
6. By completing and delivering the Form:
  - (i) you consent to the collection, use and disclosure of your personal data by the Offeror, the Registrar and Bursa Depository (the "**Authorised Persons**") for purposes of facilitating your acceptances of the Offer and the implementation of the Offer by the Offeror and in order for the Authorised Persons to comply with any applicable laws, regulations and/or guidelines;
  - (ii) you warrant that where you disclose the personal data of another person, such disclosure is in compliance with applicable laws; and
  - (iii) you agree that you will indemnify the Authorised Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of your breach of such warranty.
7. If you fail to comply with any of the terms and conditions pertaining to the acceptances set out in this Form and the Offer Document, the Offeror may, at its discretion, consider that you have not accepted the Offer. The Offeror's decision is final and binding.

**Settlement of the consideration under the Offer cannot be made until all relevant documents have been properly completed, signed and lodged with the Registrar, Tricor Investor & Issuing House Services Sdn Bhd by the stipulated time and date.**

**All documents sent to the Registrar, whether by post, hand, email or via its website at <https://tjih.online>, will be at your own risk.**

**The latest time and date for the lodgement of this completed Form (together with the Depositor's Copy of the Bursa Depository Transfer Form duly verified and acknowledged by your ADA/ADM, and an acknowledgement of transfer issued by your ADA/ADM, and where applicable, other documents of title or the relevant contract note) is at 5.00 p.m. (Malaysian time) on the Closing Date, subject to Note 1(D) of this Form if your Offer Shares have yet to be credited into your CDS account as at the Closing Date.**

**FORM OF ACCEPTANCE AND TRANSFER**

**TO: HEXTAR HOLDINGS SDN BHD ("OFFEROR")**

Dear Sir/Madam,

In accordance with the terms and conditions of the Offer Document dated 2 November 2022, I/we hereby accept the Offer made by the Offeror through M&A Securities in respect of \_\_\_\_\_ (number of units) of my/our Offer Shares in consideration of a cash payment of RM0.38175<sup>(1)</sup> per Offer Share hereby transferred by me/us. I/We hereby agree that the total consideration to be paid for my/our Offer Shares will be calculated based on the figure rounded down to the nearest whole sen, where applicable.

I/We enclose herewith the Depositor's Copy of the Bursa Depository Transfer Form (FTF010):

Transfer Reference No.    -    -    -

duly verified and acknowledged by my/our ADA/ADM together with the Power of Attorney<sup>(2)</sup>/ transfer notice issued by Bursa Depository evidencing the transfer of the Offer Shares from the deceased's CDS account to my/our CDS account, as the executor or administrator<sup>(3)</sup>/contract notes nos.<sup>(4)</sup> \_\_\_\_\_ and/or other relevant documents which is/are required to effect the transfer of the Offer Shares.

I/We confirm that (a) I am/we are not a Non-resident Holder(s); or (b) that I am/we are Non-resident Holder(s) who is/are ABLE to give the representations and warranties set out in **Section 3.1(f) of Appendix II** of the Offer Document<sup>(5)</sup>.

**PLEASE ENSURE THAT CDS ACCOUNT NUMBER PROVIDED IN BELOW IS THE SAME AS YOUR CDS ACCOUNT NUMBER STATED IN THE BURSA DEPOSITORY TRANSFER FORM (FTF010) AND THE RECORDS OF BURSA DEPOSITORY**

Name of Depositor (Holder) : \_\_\_\_\_  
\_\_\_\_\_

\*CDS Account No. :     -     -

\*NRIC No. : Old :                       
New :

\*Passport No./ Company Registration No. : \_\_\_\_\_

\*#Nationality : \_\_\_\_\_

\*Correspondence Address : \_\_\_\_\_  
\_\_\_\_\_

*(\*All information given must be the same as the information in the records of Bursa Depository)  
(\*If your Offer Shares are held under nominees, please provide the nationality/country of incorporation of the beneficial owner)*

Telephone /Contact No. : Office :     -             
House :     -            
Mobile :     -

Email address : \_\_\_\_\_

Facsimile No. :    -

Date :   -   -

If Holder is an individual

If Holder is a corporation<sup>(6)</sup>

Signature of Holder

Director

Director/Secretary

**Notes:**

- (1) *If the Offeree declares, makes or pays any Distribution on or after the date of the Notice but prior to the Closing Date and the Holders are entitled to retain such Distribution, the Offer Price shall be reduced by the amount equivalent to the net Distribution per Offer Share which the Holders are entitled to retain.*
- (2) *Where Note 1(B) of this Form is applicable.*
- (3) *Where Note 1(C) of this Form is applicable.*
- (4) *Where Note 1(D) of this Form is applicable.*
- (5) *Delete (a) or (b) as applicable.*
- (6) *A corporation must affix its common seal which must be witnessed in accordance with its Constitution or other regulations and signed on its behalf by an authorised officer(s) or attorney(s).*

**This completed and signed Form of Acceptance and Transfer, together with the Depositor's Copy of the Bursa Depository Transfer Form duly verified and acknowledged by your ADA/ADM and where applicable, other documents of title, grant of probate or letter of administration or the relevant contract note for the Offer Shares must be submitted to the Registrar at the following address by 5:00 p.m. (Malaysian time) on or before the Closing Date:**

**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

or alternatively at

**Tricor Customer Service Centre**

Unit G-3, Ground Floor  
Vertical Podium  
Avenue 3, Bangsar South  
No. 8 Jalan Kerinchi  
59200 Kuala Lumpur

Telephone: (603) 2783 9299  
Facsimile: (603) 2783 9222  
Email address: is.enquiry@my.tricorglobal.com

Alternatively, you can submit this Form electronically to the Registrar's TIIH Online application at <https://tiih.online> by 5:00 p.m. (Malaysian time) on or before the Closing Date, in which case you are not required to submit physical copies.

**To facilitate electronic delivery or documents in the future, you are encouraged to register your e-mail address with Bursa Depository via:**

- (i) [https://www.bursamalaysia.com/trade/our\\_products\\_services/central\\_depository\\_system/request\\_for\\_estatement](https://www.bursamalaysia.com/trade/our_products_services/central_depository_system/request_for_estatement); or
- (ii) **Bursa Anywhere mobile application which can be downloaded from Google Play Store or Apple App Store.**