

SUMMARY NOTIFICATION TO SHAREHOLDERS OF HEXTAR INDUSTRIES BERHAD ON THE ISSUANCE OF THE OFFER DOCUMENT IN RELATION TO THE UNCONDITIONAL MANDATORY TAKE-OVER OFFER BY HEXTAR HOLDINGS SDN BHD

Correspondence address of:
HEXTAR HOLDINGS SDN BHD
No. 64, Jalan Bayu Laut 4/KS09
Kota Bayuemas
41200 Klang
Selangor

Principal office of:
M&A SECURITIES SDN BHD
Level 1-3 and 11, No. 45 & 47
The Boulevard, Mid Valley City
Lingkar Syed Putra
59200 Kuala Lumpur

On 8 August 2022, M&A Securities Sdn Bhd ("**M&A Securities**") on behalf of Hextar Industries Berhad ("**HIB**" or "**Offeree**") announced that HIB had entered into a conditional share sale agreement ("**SSA**") with Hextar Holdings Sdn Bhd ("**HHSB**" or "**Offeror**") for the proposed acquisition of all the ordinary shares in Hextar Fertilizers Limited ("**HFL**"), representing the entire equity interest in HFL, by HIB from HHSB for a total purchase consideration of RM480.0 million to be satisfied by the issuance of 1,600,000,000 new ordinary shares in HIB ("**Consideration Shares**") ("**Acquisition**").

The issuance of the Consideration Shares will result in the shareholding of HHSB in the Offeree to increase from 45.66% to 77.31% and the collective shareholdings of HHSB and its PACs (as defined in page 2 below) who hold Offer Shares (as defined below) in the Offeree, to increase from 46.19% to 77.53%, an increase by more than 2% of the voting shares in HIB in a 6 month period. Pursuant to subsection 218(3) of the Capital Markets and Services Act 2007 ("**CMSA**") and subparagraph 4.01(b) of the Rules on Take-overs, Mergers and Compulsory Acquisitions ("**Rules**"), HHSB is obliged to extend a take-over offer for all the remaining ordinary shares in the Offeree not already owned by it ("**Offer Shares**") immediately upon the SSA becoming unconditional.

On 12 October 2022, upon receipt of the Offeree shareholders' approval for the Acquisition, the SSA became unconditional. On the same date, M&A Securities on behalf of the Offeror, had served a notice on the Board of Directors of the Offeree in relation to the unconditional mandatory take-over offer by the Offeror to acquire all the Offer Shares for a cash offer price of RM0.38175 per Offer Share ("**Offer**").

A copy of the notice of the Offer ("**Notice**") was despatched by the Offeree to you on 19 October 2022.

On 2 November 2022, the offer document in relation to Offer was issued to extend a formal take-over offer by the Offeror to acquire your Offer Shares ("**Offer Document**").

The Notice, Offer Document and form of acceptance and transfer for the Offer Shares ("**Form of Acceptance and Transfer**") can be viewed or downloaded from

- (i) Bursa Malaysia Securities Berhad's website at https://www.bursamalaysia.com/market_information/announcements/company_announcement?keyword=&cat=&sub_type=&company=0161&mkt=&alph=&sec=&subsec=&dt ht=&dt lt =; or
- (ii) Offeree website's at <https://ir2.chartnexus.com/hexind/index.php>.

A copy of the Form of Acceptance and Transfer is also enclosed together with this Summary Notification.

The purpose of this Summary Notification is to inform you of the publication of the Offer Document and the Form of Acceptance and Transfer on the websites as stated above. In addition, this Summary Notification highlights only the salient information of the Offer and does not contain all the information that may be important to you.

Should you require a printed copy of the Offer Document, you may:

- (i) request electronically through the "Investor Services" function on the website of the Registrar, Tricor Investor & Issuing House Services Sdn Bhd at <https://tjih.online>; or
- (ii) e-mail your request to the Registrar, Tricor Investor & Issuing House Services Sdn Bhd at is.enquiry@my.tricorglobal.com; or
- (iii) contact the Registrar, Tricor Investor & Issuing House Services Sdn Bhd during normal business hours i.e. from 8.30 a.m. to 5.30 p.m. (Malaysian time) on Mondays to Fridays (excluding public holidays).

If you wish to accept the Offer, you should complete and sign the Form of Acceptance and Transfer and the Bursa Depository Transfer of Securities Request Form (FTF010) according to the instructions contained therein and as contained in Appendix II of the Offer Document. The Bursa Depository Transfer of Securities Request Form (FTF010) can be obtained from your Authorised Depository Agent/Authorised Direct Member or downloaded from Bursa Malaysia Securities Berhad's website at https://www.bursamalaysia.com/sites/5bb54be15f36ca0af339077a/assets/5bb57d465f36ca0c3028dc96/Transfer_of_Securities_Request-1.pdf.

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

- (i) 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 the Google Play Store or Apple App Store.**

Salient information on the Offer

Offeree : Hextar Industries Berhad

Offeror : Hextar Holdings Sdn Bhd

Persons acting in concert ("PACs") with the Offeror : As at 27 October 2022, being the latest practicable date prior to the date of the Offer Document ("LPD"), the PACs with the Offeror pursuant to paragraphs 216(3)(b) and 216(3)(f) of the CMSA, who hold Offer Shares are as follows:

- (i) Dato' Ong Soon Ho;
- (ii) Dato' Ong Choo Meng
- (iii) Datin Teoh Siew Yoke @ Teoh Siew Chin;
- (iv) Ong Soon Lim;
- (v) Ong Soon Hooi;
- (vi) Lim Ah Ker;
- (vii) Vo Nghia Huu; and
- (viii) Lian Dazhi

Offer price and consideration mode : **RM0.38175 per Offer Share**, fully satisfied in cash.

In the event of any dividend and/or any other distribution of any nature whatsoever ("**Distribution**") made by the Offeree to you on or after the date of the Notice, but before the closing date of the Offer, the offer price will be reduced by an amount equivalent to the net Distribution per Offer Share.

As at the LPD, the Offeror is not aware of any Distribution which has been declared by the Offeree and is payable on or after the date of the Notice.

Condition for the Offer : The Offer is not conditional upon any minimum level of acceptances of the Offer Shares as the Offeror would be holding more than 50% of the voting shares in the Offeree upon the issuance of the Consideration Shares pursuant to the Acquisition

Listing status : The Offeror intends to maintain the listing status of the Offeree on the ACE Market of Bursa Malaysia Securities Berhad

Acceptance procedures enquiries : All enquiries concerning the procedures for the Offer should be addressed to the Registrar for the Offer during business hours from 8.30 a.m. to 5.30 p.m. (Malaysian time), on Mondays to Fridays (excluding public holidays) 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

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

Important dates on the offer timeline : (i) The Offer Document is dated 2 November 2022 ("**Posting Date**").
(ii) The Offeree had on 8 August 2022 appointed Malacca Securities Sdn Bhd as the Independent Adviser to provide comments, opinions, information and recommendation on the Offer to the non-interested directors and holders of the Offer Shares. The independent advice circular will be issued by 14 November 2022.
(iii) The closing date of the Offer ("**Closing Date**") is 23 November 2022, being 21 days from the Posting Date. The Closing Date may be extended to a later date as M&A Securities may announce on behalf of the Offeror, at least 2 days before the Closing Date.

THIS SUMMARY NOTIFICATION DOES NOT CONTAIN ALL THE INFORMATION THAT MAY BE IMPORTANT TO YOU. AS SUCH, YOU ARE STRONGLY ADVISED TO READ CAREFULLY THE OFFER DOCUMENT AND THE INDEPENDENT ADVICE CIRCULAR. YOU SHOULD CONSIDER THE RECOMMENDATIONS CONTAINED IN THE INDEPENDENT ADVICE CIRCULAR CAREFULLY BEFORE MAKING YOUR DECISION REGARDING THE OFFER.

You should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately if you have any doubt about the Offer.

You do not need to take any action if you decide not to accept the Offer. You may accept the Offer in respect of all or part of your Offer Shares.

This Summary Notification is dated 2 November 2022.