

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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 adviser immediately.

Bursa Malaysia Securities Berhad (Registration No. 200301033577 (635998-W)) takes no responsibility for the contents of this Notice, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Notice.



DATASONIC GROUP BERHAD
(Registration No. 200801008472 (809759-X))
(Incorporated in Malaysia)

NOTICE TO WARRANT HOLDERS IN RELATION TO THE

EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2018/2023

STOCK NAME: DSONIC-WA
STOCK CODE: 5216WA

IMPORTANT RELEVANT DATES AND TIME:

Last date and time for trading of Warrants	: Friday, 16 June 2023 at 5.00 p.m.
Date and time of suspension of trading of Warrants	: Monday, 19 June 2023 at 9.00 a.m.
Last date and time for transfer into Depositors' CDS Account	: Tuesday, 27 June 2023 at 4.30 p.m.
Last date and time for the exercise of Warrants	: Wednesday, 5 July 2023 at 5.00 p.m.
Date and time of expiry of the Warrants	: Wednesday, 5 July 2023 at 5.00 p.m.
Date and time for delisting of Warrants	: Thursday, 6 July 2023 at 9.00 a.m.

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Notice:-

Act	: The Companies Act, 2016, as amended from time to time and any re-enactment thereof
Board	: Board of Directors of Datasonic
Bursa Depository	: Bursa Malaysia Depository Sdn. Bhd. [Registration No. 198701006854 (165570-W)]
Bursa Securities	: Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
CDS	: Central Depository System
CDS Account(s)	: An account established by Bursa Depository for a Depositor for the recording of deposits or withdrawals of securities and for dealing in such securities by the Depositor
Datasonic or the Company	: Datasonic Group Berhad [Registration No. 200801008472 (809759-X)]
Datasonic Share or Shares	: Ordinary share(s) in Datasonic
Deed Poll	: The deed poll dated 18 June 2018 governing the terms and conditions of Warrants
Depositor(s)	: Holder of a CDS account
Director(s)	: The directors of Datasonic and shall have the meaning given in Section 2 of the Act and Section 2(1) of the Capital Markets and Services Act, 2007
Exercise Form	: Form for Warrant Holder to exercise their Exercise Rights as enclosed in this Notice
Exercise Period	: The period commencing on and including the date of issuance of the Warrants, 6 July 2018 and ending on the Expiry Date. Any Warrants which are not exercised at the close of business of the Expiry Date will thereafter lapse and cease to be valid
Exercise Price	: RM0.54, being the exercise price payable in respect of one (1) New Share for each Warrant exercised
Exercise Rights	: The rights conferred on a Warrant holder to subscribe for one (1) new Datasonic Share at the Exercise Price at any time during the Exercise Period, subject to adjustments in accordance with the provisions of the Deed Poll
Expiry Date	: Wednesday, 5 July 2023 being a date five (5) years from the Issue Date
Issue Date	: The date on which the Warrants are issued i.e., 6 July 2018
LPD	: 19 May 2023, being the latest practicable date prior to the printing of this Notice

DEFINITIONS (CONT'D)

Market Day(s)	: Any date between Monday to Friday (both days inclusive), excluding public holidays, and a day on which Bursa Securities is open for trading of securities
New Share(s)	: New ordinary share(s) to be issued by the Company pursuant to any exercise of the subscription rights represented by the Warrants
Notice	: This notice to Warrants Holders
Record of Depositors	: The record of depositors provided by Bursa Depository to the Company under the Rules of Bursa Depository
RM and sen	: Ringgit Malaysia and sen respectively, the lawful currency of Malaysia
Share Registrar	: Securities Services (Holdings) Sdn Bhd [Registration No. 197701005827 (36869-T)]
Warrants 2018/2023 or Warrants	: Warrants issued by the Company on 6 July 2018 which are due to expires on the Expiry Date as governed by the provisions of the Deed Poll
Warrant Holder(s)	: Any person for the time being holding Warrants and whose name(s) appear(s) in the Record of Depositors of Datasonic

All reference to “you” or “your” in this Notice are to the Warrant Holders of the Company.

Unless specifically referred to, words denoting the singular shall include the plural and vice versa and words denoting the masculine gender shall include the feminine and neuter genders and vice versa. Reference to persons shall include corporations, unless otherwise specified.

Any reference of any enactment in this Notice is a reference to that enactment as amended or re-enacted from time to time.

Any reference to time of day in this Notice is a reference to Malaysian time, unless otherwise stated.

Any discrepancy in the figures included in this Notice between the amounts stated, actual figures and the totals thereof are due to rounding.

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EXERCISE FORM

ENCLOSED

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DATASONIC GROUP BERHAD
(Registration No. 200801008472 (809759-X))
(Incorporated in Malaysia)

Registered Office:
Level 6, Bangunan Setia 1
No. 15, Lorong Dungun
Damansara Heights
50490 Kuala Lumpur

2 June 2023

Board of Directors

Datuk Abu Hanifah bin Noordin (Executive Chairman)
Dato' Wan Mohd Safiain bin Wan Hasan (*Independent Non-Executive Deputy Chairman*)
Chew Chi Hong (*Executive Director*)
Chia Kok Khuang (*Executive Director*)
Azrul bin Yahaya (*Non-Independent Non-Executive Director*)
Tan Sri Ahmad Zaki Ansore bin Mohd Yusof (*Independent Non-Executive Director*)
Tan Sri Borhan bin Dolah (*Independent Non-Executive Director*)
Tan Sri Dato' Seri Dr Khalid bin Abu Bakar (*Independent Non-Executive Director*)
Dato' Ibrahim bin Abdullah (*Independent Non-Executive Director*)
CP(R) Datuk Mohd Khalil bin Kader Mohd (*Independent Non-Executive Director*)
Datin Normaliza binti Kairon (*Independent Non-Executive Director*)
Dato' Roseleen binti Buyong (*Non-Independent Non-Executive Director*)
Safian bin Mohd Yunus (*Non-Independent Non-Executive Director*)
Dato' Wan Ibrahim bin Wan Ahmad (*Independent Non-Executive Director*)
Yee Kim Shing @ Yew Kim Sing (*Independent Non-Executive Director*)

To: The Warrant Holders of Datasonic

Dear Sir/Madam,

NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2018/2023

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions stipulated in the Deed Poll, the Warrants will expire at **5.00 p.m.** on **Wednesday, 5 July 2023** being the last Market Day of the Exercise Period.

Accordingly, all Warrant Holders intending to exercise their Warrants are advised to submit the documents referred to in Section 4 of this Notice to the Share Registrar at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia not later than **5.00 p.m.** on **Wednesday, 5 July 2023**.

The total number of outstanding Warrants as at 19 May 2023 is 1,350,000,000.

WARRANT HOLDERS SHOULD NOTE THAT ALL WARRANTS THAT ARE NOT EXERCISED BY 5.00 P.M. ON THE EXPIRY DATE WILL LAPSE AND BECOME NULL AND VOID AND SHALL CEASE TO BE EXERCISABLE THEREAFTER.

ACCORDINGLY, ALL WARRANTS WILL BE REMOVED FROM THE OFFICIAL LIST OF BURSA SECURITIES WITH EFFECT FROM 9.00 A.M. ON THURSDAY, 6 JULY 2023.

Warrant Holders of Datasonic are therefore advised to read carefully the procedures set out below:

1. SUSPENSION OF TRADING AND LAST DAY OF TRADING

The trading of Warrants on Bursa Securities will be suspended with effect from **9.00 a.m. on Monday, 19 June 2023 until 5.00 p.m. on the Expiry Date**. Hence, the last day and time for trading of the Warrants will be **5.00 p.m. on Friday, 16 June 2023**.

2. EXERCISE PRICE

The Exercise Price of Warrants is fixed at RM0.54 for every one (1) new Datasonic Share. For example, if a Warrant Holder wishes to exercise 100 Warrants into new Datasonic Shares, the total Exercise Price shall be RM54.00, excluding the processing fees as mentioned in Section 4 below.

3. PAYMENT OF EXERCISE PRICE

The Exercise Price shall be made payable in Ringgit Malaysia by banker's draft or cashier's order drawn on a bank operating in Malaysia or money order or postal order issued by a post office in Malaysia and to be made out in favour of "**Datasonic Group Berhad Warrants Account**" and crossed "**A/C Payee only**" and endorsed on the reverse side with the name, address and CDS Account number of the Warrant Holder in block letters.

4. EXERCISE OF EXERCISE RIGHTS

4.1 If you are Warrant Holder and wish to exercise your Exercise Rights, you should:

- (i) complete and sign the Exercise Form (as enclosed herein) which can also be obtained from the Company's Share Registrar at the address stated in Section 8 below; and
- (ii) deliver the following documents to the Company's Share Registrar not later than **5.00p.m. on Wednesday, 5 July 2023**:
 - 1. the duly completed and signed Exercise Form for Warrants;
 - 2. the remittance for the full amount of the Exercise Price as mentioned in Sections 2 and 3 above; and
 - 3. the remittance for a processing fee of **Ringgit Malaysia Twenty (RM20.00)** only for each Exercise Form submitted, payable by cheque made in favour of "**SECURITIES SERVICES (HOLDINGS) SDN. BHD.**" or in cash if you personally deliver the documents to the Share Registrar.

4.2 The Company shall within eight (8) Market Days of the date of receipt of a duly completed Exercise Form together with the required payments or such other period as may be prescribed by Bursa Securities will:

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

4.3 All New Share(s) to be issued pursuant to the subscription of Exercise Rights will be credited into the respective CDS Account of the Warrant Holders. The New Share(s) to be issued pursuant to the exercise of Warrants shall, upon allotment and issuance, rank pari passu in all respects with the existing Datasonic Shares, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other distributions, the entitlement date of which is prior to the date of allotment and issuance of the New Share(s). No physical share certificates will be issued to the Warrant Holders in respect of the exercise.

5. BOOK CLOSURE DATE IN RELATION TO THE WARRANTS

- 5.1 Warrant Holders should note that apart from the provisions contained in the Deed Poll, Bursa Depository will not be accepting any request for the transfer of Warrants for the period commencing from 4.30 p.m. on Tuesday, 27 June 2023 up to the Expiry Date.
- 5.2 Warrant Holders shall qualify for entitlement to subscribe for New Share(s) in respect of the following:
- (i) Warrants transferred into the Depositors' CDS Accounts before 4.30 p.m. on Tuesday, 27 June 2023 in respect of transfers; or
 - (ii) Warrants bought on Bursa Securities on or before 5.00 p.m. on Friday, 16 June 2023, being the last day of trading of Warrants.

6. EXPIRY OF EXERCISE RIGHTS

Warrant Holders should note that:

- (i) if their Exercise Rights are not exercised and the relevant Exercise Form for Warrants is not delivered to the Share Registrar by 5.00 p.m. on Wednesday, 5 July 2023, the Exercise Rights will lapse and become null and void, and cease to be exercisable thereafter, and
- (ii) all unexercised Warrants remaining in the Warrants Holders' CDS Account as at 5.00 p.m. on Wednesday, 5 July 2023 will be debited from the respective Depositor's CDS Accounts on Thursday, 6 July 2023.

7. DIRECTORS' RESPONSIBILITY STATEMENT

The Board has seen and approved this Notice and they collectively and individually accept full responsibility for the accuracy of the information given herein 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.

8. CONTACT DETAILS FOR ENQUIRIES

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

Securities Services (Holdings) Sdn. Bhd.

Registration No. 197701005827 (36869-T)
Level 7, Menara Milenium, Jalan Damanlela
Pusat Bandar Damansara, Damansara Heights
50490 Kuala Lumpur, Malaysia

Telephone No. : +603 2084 9000
Facsimile No. : +603 2094 9940 / +603 2095 0292
Email : info@sshsb.com.my

Yours faithfully,
For and on behalf of the Board
DATASONIC GROUP BERHAD

Datuk Abu Hanifah bin Noordin
Chairman



(To be executed and lodged with the Registrar to exercise the Exercise Rights of the number of Warrants to which the Warrant Holder is entitled)

Terms used in this Exercise Form shall (unless the context requires otherwise) have the same meaning as in the Deed Poll.

1. ****NAME OF DEPOSITOR (APPLICANT)**

[illegible][illegible]

[illegible][illegible][illegible]

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[illegible][illegible][illegible][illegible][illegible]

MOBILE

1. irrevocably elect under the provisions of the Deed Poll:

1.2 to subscribe and pay as provided below for the new Datasonic Shares ("**Exercise Shares**") to be issued on exercise of the Warrants to which this Exercise Form relates at the Exercise Price of **Ringgit Malaysia Fifty-Four Sen only (RM0.54)** per new Datasonic Share and agree to accept such new Datasonic Shares subject to the terms of the Constitution of the Company;

5. irrevocably request that the Exercise Shares be credited into my/our* Securities Account, CDS Account No. as stated below:

6. warrant and represent that I/we* have complied with all exchange control and other legal requirements applicable to the exercise of the Exercise Rights under this Exercise Form and any directions or instructions given in this Exercise Form;
7. hereby confirm and declare that the information provided by me/us* in this notice are true, correct and in the case of information indicated with two asterisk (**) are identical with the information provided by me/us* to 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;
8. 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;
9. 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 Rules of Bursa Depository and further confirm that if this declaration is not correct, the exercise by me/us* of the Exercise Rights herein may be rejected;
10. hereby confirm that after submission of this Exercise Form to the Company, I/we* shall not dispose, transfer or charge or allow the disposal, transfer or change of the Warrants intended for the exercise of the Exercise Rights herein, until the exercise is completed by the debiting of such Warrants from my/our* Securities Account or the exercise is rejected by the Company, whichever shall be applicable; and
11. hereby irrevocably authorise you to instruct Bursa Depository to debit the quantity of Warrants from and to credit the quantity of new Datasonic Shares in the Company into my/our* Securities Account as follows:

Source account for debiting Warrants and account for crediting of new Shares															
Stock Code (Warrants)	Quantity of Warrants	CDS ACCOUNT NUMBER, ADA AND BRANCH CODE/ACCOUNT NUMBER												Quantity of Shares	Stock code (Shares)
					-				-						

Dated:

Signature:

single asterisk (*) to delete as appropriate



NOTES:

1. In exercising the Exercise Rights above, compliance must be made with any exchange control or other statutory requirements for the time being applicable and with the provisions of the SI(CD)A and the Rules of Bursa Depository.
 2. A corporation completing this Exercise Form is required to sign it by affixing its common seal if it has a common seal or under the hand of a duly authorised officer or attorney.
 3. No direction may be made in this Exercise Form requiring Exercise Shares to be credited to 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.
 4. The exercise of the Exercise Rights under this Exercise Form shall be deemed invalid if any banker's draft or cashier's order or money order or postal order drawn by a bank or post office operating in Malaysia for payment of the Subscription Amount is not cleared on first presentation.
 5. 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 this Exercise Form as invalid.
 6. The attention of Warrant Holders is drawn to the Malaysian Code on Take-overs and Mergers 2016, Rules on Take-overs, Mergers and Compulsory Acquisitions, and provisions of the Capital Markets and Services Act 2007 as amended from time to time. In general terms, most of these provisions regulate the acquisition of effective control of public companies. A Warrant Holder should consider the implications of these provisions before they exercise their respective Exercise Rights. In particular, a Warrant Holder should consult the SC, if:
 - 6.1 such Warrant Holder intends to acquire by exercise of the Exercise Rights represented by the Warrants, whether at one time or at different times, to subscribe for Datasonic Shares which (together with the Datasonic Shares owned or acquired by such Warrant Holder or persons acting in concert with such Warrant Holder) carry more than 33% of the voting rights of the Company; or
 - 6.2 such Warrant Holder, together with persons acting in concert, who has obtained control in a company and holds not less than 33% but not more than 50% of the voting rights of the Company, and together with persons acting in concert, intends to acquire, by exercise of Exercise Rights represented by the Warrants in any period of six (6) months, to subscribe for additional Datasonic Shares increasing such percentage of the voting rights by more than 2%.
- The exercise by a Warrant Holder of Exercise Rights in circumstances other than those referred to above in paragraphs 6.1 and 6.2 of these notes could also result in implications on the Warrant Holder under the provisions referred to above.
7. Without prejudice to note 4 above, the Exercise Period of the Warrants shall be for the period commencing (from and including) the Issue Date and ending at 5.00 pm. on the last day of the period of five (5) years from (and including) the Issue Date of the Warrants, or if such date is not a Market Day, then it shall be the Market Day immediately preceding the said non-Market Day, but excluding the three (3) clear Market Days prior to a books closure date or entitlement date announced by the Company and those days during that period on which the Record of Depositors and/or the Warrants Register is or are closed. At the close of business on the last day of the Exercise Period at 5.00 pm, any Exercise Rights which have not then been exercised and delivered to the Registrar will lapse and every Warrant not exercised by then will cease to be valid for any purpose.
 8. The Exercise Price shall be the amount payable in respect of each new Datasonic Share to which a Warrant Holder is entitled to subscribe for on exercise of the Exercise Rights involving such new Datasonic Share, being Ringgit Malaysia Fifty-Four Sen only (RM0.54), or such price as adjusted under the provisions of Condition 4 set out in **Schedule 5** of the Deed Poll.

9. The new Datasonic Shares to be issued upon the exercise of the Warrants shall, upon allotment and issuance, rank *pari passu* in all respects with the existing Datasonic Shares save and except that they shall not be entitled to participate in any right, allotment, dividend and/or other distributions, the entitlement date of which precedes the date of allotment of the new Datasonic Shares issued pursuant to the exercise of the Warrants.
10. The definitive share certificates will only be issued to Bursa Depository or its nominee company and no physical share certificates will be issued to the Warrant Holders pursuant to the exercise of the Warrants.
11. The Bursa Depository does not recognise joint account holders. For avoidance of doubt, if no CDS account number is provided, any exercise or purported exercise of the Exercise Rights shall be deemed invalid.
12. ADA means "Authorised Depository Agent".
13. The Warrant Holders shall remit RM20.00 (subject to government tax, if applicable) (cash or cheque) made payable to Securities Services (Holdings) Sdn Bhd (Registration No. 197701005827 (36869T)) being the administrative charges.
14. No scrip will be issued to the Depositor in respect of the new shares to be allotted and issued as the result of any exercise of rights therein.

Registrar's Office: c/o Securities Services (Holdings) Sdn Bhd
(Registration No. 197701005827 (36869T))
Level 7, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
Damansara Heights
50490 Kuala Lumpur
Malaysia
Tel No.: +603 2084 9000 (general)
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