

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the course of action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

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LBI CAPITAL BERHAD

Company No. 41412-X
(Incorporated in Malaysia)

NOTICE TO WARRANT HOLDERS

in relation to the

EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2008/2018

Stock Name : LBICAP- WA

Stock Code : 8494WA

IMPORTANT RELEVANT DATES

Last date and time for trading of Warrants	: Friday, 30 March 2018, at 5.00 p.m.
Date and time for suspension of trading of Warrants	: Monday, 2 April 2018, at 9.00 a.m.
Last date and time for exercise of Warrants	: Tuesday, 17 April 2018 at 5.00 p.m.
Date and time of delisting of Warrants	: Wednesday, 18 April 2018 at 9.00 a.m.

This Notice is dated 16 March 2018

Definitions

For the purpose of this Notice except where the context otherwise requires, the following definitions shall apply throughout this Notice:

Bursa Depository	:	Bursa Malaysia Depository Sdn Bhd (165570-W)
Bursa Securities	:	Bursa Malaysia Securities Berhad (635988-W)
CDS	:	Central Depository System
Deed Poll	:	The deed poll dated 4 February 2008 constituting Warrants 2008/2018
LBI or the Company	:	LBI Capital Berhad (41412-X)
Exercise Period	:	The period commencing from the date of issue of the Warrants 2008/2018 and ending at the close of business at 5.00 p.m. on the Expiry Date
Exercise Price	:	Ringgit Malaysia One (RM1.00) for each New Share
Exercise Rights	:	The rights of a Holder of Warrants to subscribe for one (1) New Share for each Warrant 2008/2018 held at the Exercise Price within Exercise Period upon and subject to the conditions contained in the Deed Poll
Expiry Date	:	Tuesday, 17 April 2018 at 5.00 p.m.
Market Day	:	A day on which Bursa Securities is open for trading of securities
New Share(s)	:	The new Share(s) to be issued upon exercise of the conversion of the Warrants 2008/2018
Share(s)	:	Ordinary share(s) of RM1.00 each in LBI
Form of Subscription / Conversion Form	:	The form in respect of the subscription of Warrants 2008/2018 as set out in this Notice to the Holders of Warrants
Subscription Monies	:	The amount payable by the Warrant Holders, calculated by multiplying the Exercise Price by the aggregate number of New Shares in respect of which the Subscription Rights are being exercised
Warrants 2008/2018 or Warrants	:	The warrants issued by the Company on 18 April 2008 which are due to expire on 17 April 2018, constituted by the Deed Poll
Warrant Holder(s)	:	Holders of the Warrants 2008/2018

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LBI CAPITAL BERHAD

Company No. 41412-X
(Incorporated in Malaysia)

Registered Office:

Lot 1282 Jalan Bukit Kemuning
Seksyen 32
40460 Shah Alam
Selangor Darul Ehsan.

16 March 2018

Board of Directors: -

Dato' Khor Ah Hua @ Khor Choo Fong (*Chairman, Independent Non-Executive Director*)

Dato' Ng Chin Heng (*Managing Director, Non-Independent Executive Director*)

Datin Low Wee Chin (*Non-Independent Executive Director*)

Raymond Ng Yew Foong (*Non-Independent Executive Director*)

Kong Sau Kian (*Non-Independent Executive Director*)

Khoo Siang Hsi @ Khoo Chen Nan (*Independent Non-Executive Director*)

Azlan Bin Arshad (*Independent Non-Executive Director*)

To: Holders of Warrants

Dear Sir/Madam,

NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2008/2018

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions stipulated in the Deed Poll dated 4 February 2008 governing the Warrants, the Exercise Rights of the Warrants will expire at 5.00 p.m. on **Tuesday, 17 April 2018** ("Expiry Date").

Accordingly, all Warrant Holders intending to exercise their Warrants are advised to submit the enclosed Form of Subscription / Conversion Form to the Share Registrar of LBI no later than 5.00 p.m. on the Expiry Date.

The total number of Warrants outstanding as at 8 March 2018, being the latest practicable date prior to the issuance of this Notice is 19,448,167.

Warrant Holders should note that the Warrants which are not exercised by 5.00 p.m. on the Expiry Date will lapse and become null and void and cease to be valid for any purpose.

Accordingly, the Warrants will be removed from the Official List of Bursa Securities with effect from 9.00 a.m. on Wednesday, 18 April 2018.

Warrant Holders are therefore advised to carefully read the information set out below:-

1. SUSPENSION OF TRADING AND LAST DAY FOR TRADING

The last day and time for trading of the Warrants will be on Friday, 30 March 2018 at 5.00 p.m. The Warrants will be suspended from trading on Bursa Securities with effect from 9.00 a.m. on Monday, 2 April 2018.

2. EXERCISE PRICE

The Exercise Price payable is RM1.00 for each New Share to which a Warrant Holder is entitled to subscribe upon exercise of the Exercise Rights. Accordingly, if you exercise 1,000 Warrants into 1,000 New Shares, the Subscription Monies will be RM1,000.00.

3. PAYMENT OF EXERCISE PRICE

The remittance of the Subscription Monies must be made in full for the Exercise Price, payable in Ringgit Malaysia by way of :

- (i) banker's draft or cashier's order drawn on a bank operating in Malaysia; or
- (ii) money order or postal order issued by a post office in Malaysia,

made in favour of "**LBI Capital Berhad – Warrant Proceeds Account**" crossed "**A/C Payee Only**" and endorsed on the reverse side with the name, identity card number/passport number/ company number/ armed forces identity number/police personnel identity number, address and CDS Account number of the Warrant Holder.

4. EXERCISE OF EXERCISE RIGHTS

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

- (i) complete and sign the enclosed Form of Subscription / Conversion Form, additional copies of the Form of Subscription / Conversion Form can also be obtained from the Company's Share Registrar, Bina Management (M) Sdn Bhd, Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan; and
- (ii) deliver the following documents to the Company's Share Registrar no later than 5.00 p.m. on the Expiry Date:-
 - (a) the Form of Subscription / Conversion Form duly completed and signed by you;
 - (b) remittance for the full Exercise Price as described in sections 2 and 3 above; and
 - (c) remittance of RM21.20 inclusive of 6% Goods and Services Tax being the processing fees for each Form of Subscription / Conversion Form submitted to the Company's Share Registrar by way of bankers' draft or cashiers' order drawn on a bank operating in Malaysia or a money order or postal order issued by a post office in Malaysia made payable to "**Bina Management (M) Sdn Bhd**".

The Company shall within eight (8) market days (or such other period as may be prescribed by Bursa Securities) after the date of receipt of the duly completed Form of Subscription / Conversion Form together with the requisite payments as set out in item (ii) above:-

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

The New Share(s) to be issued pursuant to the exercise of the Warrants shall, upon the allotment and issuance, rank *pari passu* in all respects with the existing LBI Share(s) including any entitlement to any dividends, rights, allotments or other distributions, save and except that such New Share(s) shall not be entitled to any dividends, rights, allotments or other distributions prior to the date of allotment of the New Share(s).

The New Share(s) arising from such exercise will be credited into the CDS Account(s) of the exercising Warrant Holders and no physical share certificates would be issued to the Warrant Holders in respect of the exercise.

5. BOOK CLOSURE DATE AND OTHER INFORMATION

NOTICE IS ALSO HEREBY GIVEN THAT in relation to the Warrants:-

- (i) Bursa Depository will not be accepting any request for transfer of Warrants for the period commencing from **4.00 p.m. on Tuesday, 10 April 2018** up to the Expiry Date;
- (ii) Warrant Holders shall qualify for entitlement to subscribe for New Shares in respect of the following:
 - (a) Warrants transferred into the depositor's CDS Account before **4.00 p.m. on Tuesday, 10 April 2018** in respect of ordinary transfers; and
 - (b) Warrants bought on Bursa Securities on or before **Friday, 30 March 2018**, being the last day for trading of the Warrants.

6. EXPIRY OF EXERCISE RIGHTS

Warrant Holders should note that:-

- (i) If their Exercise Rights are not exercised and the relevant Form of Subscription / Conversion Form together with the remittances are not delivered to the Company's Share Registrar by **5.00 p.m. on the Expiry Date**, their rights will lapse and become null and void and cease to be exercisable thereafter; and
- (ii) All unexercised Warrants remaining in the depositor's CDS Account as at the Expiry Date will be debited from the respective depositor's CDS Account on **Wednesday, 18 April 2018**.

7. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice has been seen and approved by the Directors who 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:

Bina Management (M) Sdn Bhd
Lot 10, The Highway Centre, Jalan 51/205,
46050 Petaling Jaya, Selangor Darul Ehsan

Telephone : 03-7784 3922
Facsimile : 03-7784 1988

Yours faithfully,
For and on behalf of the Board of Directors of
LBI CAPITAL BERHAD

Dato' Ng Chin Heng
Managing Director, Non-Independent Executive Director

LBI CAPITAL BERHAD
(Company No: 41412-X)

FORM OF SUBSCRIPTION / CONVERSION FORM
FOR WARRANTS 2008/2018

MATURITY DATE

17/04/2018

EXERCISE PERIOD

Not later than 5.00pm on Maturity Date

Renounceable rights issues of up to a maximum of **Thirty Two Million Nine Hundred Thirty Seven Thousand and One Hundred Sixty Seven (32,937,167)** Warrants to subscribe for new Ordinary Shares in the capital of **LBI CAPITAL BERHAD (Company No. 41412-X)**

Particulars of Depositor

* Name of Depositor (Applicant) :

* Old NRIC/Passport/Armed Forces/

Police Personnel/ Registration No :

* New NRIC No. :

Correspondence address of Depositor :

.....

.....

.....

Contact number - Home :

Mobile :

Office :

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

Name of Registrar : BINA MANAGEMENT (M) SDN BHD

Address of Registrar : Lot 10, The Highway Centre,
Jalan 51/205, 46050 Petaling Jaya,
Selangor Darul Ehsan



“To: LBI CAPITAL BERHAD”

In accordance with the conditions contained in Schedule 2 of the Deed Poll dated 4 day of February, 2008 (**“Deed Poll”**) and subject to adjustments in certain circumstances, as provided in the Deed Poll to exercise the Subscription Rights by debiting the quantity of Warrants from my/our CDS account(s) specified in column (A) of the table below and crediting the quantity of new Shares into my/our CDS account(s) specified in column (B) of the table below at any time on or after 18 day of April, 2008 BUT NOT LATER THAN 5.00 p.m. on the 17 day of April, 2018 at the price of Ringgit Malaysia One (RM1-00) (the **“Exercise Price”**) for each Share or such adjusted price as may for the time being applicable, subject to adjustments in accordance with the conditions of the Deed Poll.

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 with the information in the records of the Bursa Depository with regard to my/our 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;
- (iii) 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;
- (iv) hereby confirm that the Warrants specified below intended for the exercise of rights are or have been designated as "free securities" in my/our CDS account(s);
- (v) where I/we am/are entitled to receive new shares upon the exercise of my/our rights herein (apart from the exercise of rights in respect of call 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;
- (vi) hereby confirm that after the submission of this form to the Company, I/we shall not dispose, transfer or charge the Warrants intended for 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.
- (vii) hereby make payment in full for such new Shares by banker's draft, cashier's order drawn on a bank operating in Malaysia or a money order or postal order issued by a post office in Malaysia amounting to RM _____ made out in favour of **“LBI CAPITAL BERHAD – WARRANT PROCEEDS ACCOUNT”** crossed **“A/C Payee Only”** and endorsed on the reverse side with the name and address of the Warrant Holder;
- (viii) 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.

Exercise of rights

() Exercise of Subscription rights in respect of warrants

() Others. (Please specify)

Source Account for Debiting Warrants (Securities Code : 8494WA)		Targeted Account for New Shares (Securities Code : 8494)	
Quantity of Warrants (State Number)	CDS Account Number ADA & Branch Code / Account No.	Quantity of Shares (State Number)	CDS Account Number ADA & Branch Code / Account No.

Dated this day of,.....

If Warrant Holder is an Individual

.....
Signature of Warrant Holder

If Warrant Holder is a Corporation / Society

The Common Seal of the Warrant Holder was
hereunto affixed in the presence of :-

Director

Director/Secretary

*** Please complete and/or delete as applicable**

Notes:

1. No scrip will be issued to the Depositor as the result of any exercise of rights herein.
2. In exercising the Exercise Rights represented by the above Warrants, A Depositor which is a corporation must comply with its Memorandum and Articles of Association.
3. A corporation completing this Subscription Form is required to affix its common seal in accordance with its Memorandum and Articles of Association, a copy of which must be lodged with the Share Registrar.
4. The terms and expressions used in this Subscription Form (unless otherwise defined in this Subscription Form) will have the same meanings and interpretation as defined in the Deed Poll.
5. All information given above must be the same as the information in the records of Bursa Depository.
6. Joint Holders are not recognized by the Company.
7. A processing fee of RM21.20 (including of 6% GST) is payable to the Share Registrar.
8. No Holder of Warrants shall be allowed to give instructions for crediting of new ordinary shares into a CDS account other than those from which the securities are to be debited.

