# THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your Warrants 2000/2005 in Suremax Group Bhd, you should hand this Notice, immediately to the purchaser or the transferee or to the stockbroker or agent through whom the sale or transfer was effected for onward transmission to the purchaser or the transferee.

Bursa Malaysia Securities Berhad takes no responsibility for the contents of this Notice, makes no representation as to the 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.



SUREMAX GROUP BHD (Company No. 334228-K) (Incorporated in Malaysia, under the Companies Act, 1965)

## NOTICE TO WARRANT HOLDERS

in relation to the

# EXPIRY AND LAST DATE TO EXERCISE

## SUREMAX GROUP BHD'S WARRANTS 2000/2005

#### **IMPORTANT RELEVANT DATES**

Last date and time for trading of Warrants 2000/2005	:	Thursday, 15 September 2005 at 5:00 p.m.
Date and time for suspension of trading of Warrants 2000/2005	:	Friday, 16 September 2005 at 9.00 a.m.
Last date and time for exercise of Warrants 2000/2005	:	Monday, 3 October 2005 at 5.00 p.m.

This Notice is dated 29 August 2005



(Company No. 334228-K) (Incorporated in Malaysia, under the Companies Act, 1965)

#### **Registered Office:**

Level 7, Menara Milenium Jalan Damanlela Pusat Bandar Damansara Damansara Heights 50490 Kuala Lumpur

29 August 2005

# **Board of Directors:**

Dato' Abdullah Hishan Bin Mohd Hashim (Non-Executive Chairman) Adnan Bin Abd Rahman (Managing Director) Yap Kai Keng (Non-Independent Executive Director) Soong Oon Kar (Non-Independent Executive Director) Ahmad Zaidi Bin Zainal (Senior Independent Non-Executive Director) Chan Chee Kin (Independent Non-Executive Director) Lim Een Hong (Independent Non-Executive Director)

## To: The Warrant holders of Suremax Group Bhd

Dear Sir/Madam,

# NOTICE OF EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2000/2005

1. NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions stipulated in the Deed Poll dated 9 June 2000 (hereinafter referred to as "Deed Poll") governing the Warrants 2000/2005 (hereinafter referred to as "Warrants") of Suremax Group Bhd (hereinafter referred to as "Suremax" or "Company"), the subscription rights of Warrants will expire at 5.00 p.m. on Monday, 3 October 2005 (hereinafter referred to as "Expiry Date") in accordance with the provisions of the Deed Poll.

Warrant holders should note that Warrants which are not exercised by 5.00 p.m. on the Expiry Date will lapse and become NULL AND VOID and cease thereafter to be valid for any purpose.

Accordingly, the Warrants will be removed from the Official List of Bursa Malaysia Securities Berhad (hereinafter referred to as "Bursa Securities") with effect from 9.00 a.m. on Tuesday, 4 October 2005.

As at 23 August 2005, being the latest practicable date prior to the printing of this Notice, none of the Warrants have been exercised and the total number of Warrants outstanding was 19,998,000.

Pursuant to clause 2.9 of the Fourth Schedule of the Deed Poll, Suremax is required to notify Warrant holders of the expiry of the Warrants at least thirty (30) days prior to the Expiry Date.

Warrant holders are advised to note carefully the procedures set out below:-

# A. SUSPENSION OF TRADING AND LAST DAY FOR TRADING

To facilitate the exercise of the subscription rights of the Warrants, trading of the Warrants on Bursa Securities will be suspended with effect from 9.00 a.m. on Friday, 16 September 2005 up to the Expiry Date. Hence, the last trading day and time of the Warrants will be at 5.00 p.m. on Thursday, 15 September 2005.

## **B. EXERCISE PRICE**

The exercise price of the Warrants is RM2.16 for each new ordinary share of RM1.00 each in Suremax (hereinafter referred to as "Suremax Share(s)"). Accordingly, if you exercise the Warrants into 100 new Suremax Shares, the exercise price shall be RM216.00.

#### C. PAYMENT OF EXERCISE PRICE

The remittance must be made in full for the exercise price of RM2.16 for each new Suremax Share payable in Ringgit Malaysia via a banker's draft or cashier's order drawn on a Bank operating in Malaysia or by money order or postal order issued by a Post Office in Malaysia, made out in favour of "Suremax Warrant Exercise Account" and crossed "A/C Payee Only", and endorsed on the reverse side with the Warrant holder's name, Old and New NRIC/Passport/Armed Forces/Police Personnel/Company Registration number and address.

## 2. EXERCISE OF SUBSCRIPTION RIGHTS

If you are a Warrant holder and wish to exercise your subscription rights, you should BEFORE 5.00 p.m. on the Expiry Date:-

(i) Complete and sign the enclosed Subscription Form.

Additional copies of the Subscription Form can be obtained from Suremax's Registrar, Securities Services (Holdings) Sdn Bhd, Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

- (ii) Deliver to Suremax's Registrar, the following documents:-
  - (a) the duly completed Subscription Form; and
  - (b) remittance for the full exercise price stated in Sections 1B and 1C above.
- (iii) Suremax shall within ten (10) market days (or such other period as may be prescribed by Bursa Securities) from the date of receipt of the duly completed Subscription Form together with the requisite payment:-
  - (a) Allot and/or issue new Suremax Shares arising from the exercise of the Warrants;
  - (b) Despatch notices of allotment to the Warrant holders; and
  - (c) Make an application for the quotation of such new Suremax Shares issued pursuant to the exercise of the Warrants.

Pursuant to the Listing Requirements of Bursa Securities, all new issues of securities by public listed companies must be made by way of crediting the securities into the Central Depository System (hereinafter referred to as "CDS") accounts of the securities holders with Bursa Malaysia Depository Sdn Bhd (hereinafter referred to as "Bursa Depository"). Therefore, all new Suremax Shares to be issued pursuant to the exercise of the Warrants will be credited into the CDS Account of the respective Warrant holders.

No physical share certificate shall be issued to the Warrant holders in respect of the said exercise.

For avoidance of doubt, a "market day" is defined as any day between Monday and Friday (inclusive) which is not a public holiday and on which Bursa Securities is open for trading of securities.

#### **3.** FURTHER NOTICE IS HEREBY GIVEN THAT:

- Bursa Depository will not be accepting any request for the ordinary transfer of the Warrants for the period commencing 4.00 p.m. on Monday, 26 September 2005 up to Monday, 3 October 2005; and
- (ii) A depositor shall qualify for entitlement to subscribe for new Suremax Shares in respect of the following:-
  - (a) Warrants transferred into the Depositor's Securities Account before 4.00 p.m. on Monday, 26 September 2005 in respect of ordinary transfers; and
  - (b) Warrants bought on Bursa Securities on or before Thursday, 15 September 2005, being the last day for trading of the Warrants.

#### 4. EXPIRY OF THE WARRANTS

Warrant holders should note that:-

- (i) If their subscription rights are not exercised and the relevant Subscription Form together with the requisite remittance are not delivered to Suremax's Registrar by 5.00 p.m. on Monday, 3 October 2005, the rights will lapse and become null and void and cease thereafter to be valid for any purpose; and
- (ii) All unexercised Warrants in a Depositor's CDS Account with Bursa Depository as at 3 October 2005 will be debited from the respective Depositor's CDS Account on 4 October 2005.

#### 5. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice has been seen and approved by the Board of Directors of Suremax and they collectively and individually accept full responsibility for the accuracy of the information contained herein and confirm that, after taking reasonable steps and making all reasonable enquiries in the circumstances and to the best of their knowledge and belief, there are no other material facts, the omission of which, would make any statement in the Notice false or misleading.

#### 6. CONTACT DETAILS FOR ENQUIRIES

All enquiries concerning this Notice should be addressed to Suremax's Registrar at:-

Securities Services (Holdings) Sdn Bhd Level 7, Menara Milenium Jalan Damanlela Pusat Bandar Damansara Damansara Heights 50490 Kuala Lumpur Wilayah Persekutuan Malaysia Tel. No. 03 – 2084 9000 Fax No. 03 – 2094 9940/2095 0292

#### By Order of the Board

## TAN KAH HUAT (MIA 1779) CHUA SIEW CHUAN (MAICSA 0777689) Company Secretaries

29 August 2005 Kuala Lumpur

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# SUREMAX GROUP BHD

(Company No. 334228-K) (Incorporated in Malaysia, under the Companies Act, 1965) Level 7, Menara Milenium Jalan Damanlela, Pusat Bandar Damansara Damansara Heights 50490 Kuala Lumpur

# SUBSCRIPTION FORM FOR NEW WARRANTS

#### relating to Warrants to subscribe for ordinary shares in the capital of SUREMAX GROUP BHD (to be executed and lodged with the Registrar)

The Warrant holder(s) is/are entitled, upon and subject to the provisions of the Deed Poll dated 9 June 2000 at any time on or after the 2nd day of October in the year of 2000 BUT NOT LATER THAN the 5.00 p.m. in Kuala Lumpur on the 1st day of October in the year 2005 (Maturity Date) to exercise the Exercise Rights of the Warrants. In the event that the Maturity Date is not a Market Day, it shall be the next succeeding Market Day. All Warrants not exercised by the Maturity Date will lapse and become null and void.

•	Name of Warrant holder	:	
•	Old NRIC/Passport/Armed Forces		
	Police Personnel/Registration No.	:	
•	New NRIC No.	:	
•	Correspondence address of		
	Warrant holder	:	
•	Contact number	:	

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

## To: SUREMAX GROUP BHD ("Suremax" or "the Company")

I/We, the undersigned, the registered holder(s) of the Warrants:-

- ii. hereby make payment in full for such New Shares by banker's draft or cashier's order drawn on a bank operating in Malaysia or money order or postal order made in favour of "Suremax Warrant Exercise Account" crossed A/C Payee only in the amount of RM...... and/or by authorising the debit from the securities account(s) as set out in the table below;
- iii. hereby confirm and declare that all information provided by me/us herein are true and correct;

- iv. hereby confirm and declare that the information indicated with an asterisk (\*) is identical with the information in the records of Bursa Depository with regard to my/our securities 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 Exercise Rights hereunder may be rejected;
- v. hereby authorise you to instruct Bursa Depository to debit the quantity(ies) of securities specified below from my/our securities account(s) in the exercise of my/our Exercise Rights as specified below in accordance with the provisions of the Deed Poll;
- vi. hereby confirm that the securities specified below are or have been designated as "free securities" in my/our securities account(s);
- 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 securities 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 Subscription Form to the Company, I/we shall not dispose, transfer or in any way deal in the securities specified below, until the exercise is completed by the debiting of the securities from my/our securities account(s) or the exercise is rejected by the Company, whichever shall be applicable.

Source account for debiting securities													Targeted account for new Shares																					
Securities Code	Type of Securities	Quantity		CDS Account Number ADA & Branch Code/Account No.												Quantity	antity CDS Account Number ADA & Branch Code/Account No.																	
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Exercise of Exercise Rights in respect of New Warrants: -

Dated this ..... day of ..... in the year of .....

(For individuals only)

Name(s) (1) ..... (2) ..... (3) .....

(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:-	)

- Notes: 1. The Exercise Price of the Warrants is Ringgit Malaysia Two and Sen Sixteen (RM2.16) or such adjusted price as may for the time being be applicable in accordance with the provisions set out in the Deed Poll.
  - 2. In the case of a corporation, this Subscription Form has to be executed by affixing its common seal in accordance with its Memorandum and Articles of Association, certified true copies of which, and certified true copy of the resolution of its directors authorising the use and affixation of its common seal, must be lodged together with this Subscription Form.
  - 3. In exercising the Exercise Rights represented by the Warrant(s), compliance must be made with any exchange control or other statutory requirements for the time being applicable.
  - 4. No script will be issued to the Warrant holder as the result of any exercise of rights herein.
  - 5. No Warrant holder shall be allowed to instruct crediting of New Shares into any securities accounts other than one of those from which the securities are to be debited.
  - 6. Words and phrases used in this Subscription Form shall have the same meaning as defined in the Deed Poll constituting the issue of the Warrants.

Registrar's Office: SECURITIES SERVICES (HOLDINGS) SDN. BHD., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia.