

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 advisers immediately.

Bursa Malaysia Securities Berhad 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.

SCOPE

SCOPE INDUSTRIES BERHAD

[Registration No.: 200201023713 (591376-D)]
(Incorporated in Malaysia)

NOTICE TO WARRANT HOLDERS

IN RELATION TO THE

EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS B 2021/2024

STOCK NAME : SCOPE-WB

STOCK CODE : 0028WB

IMPORTANT RELEVANT DATES AND TIME:

Last date and time for trading of Warrants B 2021/2024	: Thursday, 7 November 2024 at 5.00 p.m.
Date and time for suspension of trading of Warrants B 2021/2024	: Friday, 8 November 2024 at 9.00 a.m.
Last date and time for transfer Warrants B 2021/2024 into Depositor's CDS account	: Monday, 18 November 2024 at 4.30 p.m.
Last date and time (expiry date) for exercise of Warrants B 2021/2024	: Monday, 25 November 2024 at 5.00 p.m.
Date and time for the delisting of Warrants B 2021/2024	: Tuesday, 26 November 2024 at 9.00 a.m.

This Notice is dated 24 October 2024

DEFINITIONS

Unless the context otherwise requires, the following definitions shall apply throughout this Notice and the accompanying appendix:-

Board	:	The Board of Directors of Scope
Bursa Depository or Depository	:	Bursa Malaysia Depository Sdn Bhd [198701006854 (165570-W)]
Bursa Securities	:	Bursa Malaysia Securities Berhad [200301033577 (635998-W)]
CDS	:	Central Depository System
Deed Poll	:	The deed poll dated 10 November 2021 governing the Warrants
Director(s)	:	The Directors for the time being of Scope
Expiry Date	:	Expiry date of the Warrants which falls on Monday, 25 November 2024 at 5.00 p.m.
Exercise Notice	:	The form in respect of the exercise of Warrants B 2021/2024 as set out in this Notice
Exercise Price	:	The sum of RM0.30 payable in cash in respect of each new Share for which a Warrant Holder will be entitled to subscribe upon exercise of the Exercise Rights
Exercise Period	:	The period commencing from and including the date of issue of the Warrants and ending at the close of business at 5.00 p.m. on the Expiry Date
Exercise Rights	:	The rights of a Warrant Holder to subscribe for the one new Share for each Warrant at the Exercise Price at any time during the Exercise Period, subject to the provisions of the Deed Poll
Market Day(s)	:	A day on which Bursa Securities is open for trading in securities, which may include a Surprise Holiday
Notice	:	This notice to Warrant Holders dated 24 October 2024
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
Scope or Company	:	Scope Industries Berhad [200201023713 (591376-D)]
Share(s)	:	Ordinary share(s) in Scope
Share Registrar	:	Boardroom Share Registrars Sdn. Bhd. [199601006647 (378993-D)]
Subscription Monies	:	In relation to the exercise by any Warrant Holder of its Exercise Rights (in respect of its Warrant), the amount calculated by multiplying the Exercise Price by the number of new Shares in respect of which the Exercise Rights are being exercised

DEFINITIONS (CONT'D)

- Surprise Holiday : Means a day that is declared as a public holiday in the Federal Territory of Kuala Lumpur that has not been gazetted as a public holiday at the beginning of the calendar year
- Warrants B 2021/2024 or Warrants : Warrants B 2021/2024 issued by Scope pursuant to the Deed Poll which remained unexercised before Expiry Date
- Warrant Holder(s) : Holder(s) of Warrants B 2021/2024

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SCOPE

SCOPE INDUSTRIES BERHAD

[Registration No.: 200201023713 (591376-D)]
(Incorporated in Malaysia)

Registered Office
Suite 16.06, MWE Plaza
No. 8 Lebuhr Farquhar
10200 George Town
Pulau Pinang

Board of Directors

Mr. Lee Min Huat	<i>(Executive Chairman)</i>
Mr. Lim Chiow Hoo	<i>(Managing Director)</i>
Ms. Ong Lai Choon	<i>(Executive Director)</i>
Mr. Lim Ee Tatt	<i>(Non-Independent Non-Executive Director)</i>
Mr. Chen, Kun-Huei	<i>(Non-Independent Non-Executive Director)</i>
Mr. Law Kim Fatt	<i>(Independent Non-Executive Director)</i>
Ms. Yau Khai Ling	<i>(Independent Non-Executive Director)</i>

To: The Warrant Holders of Scope

Dear Sirs/Madams,

NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS B 2021/2024

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions stipulated in the Deed Poll dated 10 November 2021, the Exercise Rights of the Warrants will expire on Monday, 25 November 2024 at 5.00 p.m. ("**Expiry Date**").

Accordingly, all Warrant Holders intending to exercise their Exercise Rights of the Warrants are advised to submit the enclosed Exercise Notice to the Share Registrar of the Company not later than 5.00 p.m. on the Expiry Date.

The total number of Warrants outstanding as at 1 October 2024, being the latest practicable date prior to the issuance of this Notice is 346,101,878.

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 TUESDAY, 26 NOVEMBER 2024.

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 Thursday, 7 November 2024 at 5.00 p.m. The Warrants will be suspended from trading on Bursa Securities with effect from 9.00 a.m. on Friday, 8 November 2024.

2. EXERCISE PRICE

The Exercise Price of the Warrants is RM0.30 for one (1) new Share payable upon the exercise of the Exercise Rights of each Warrant. Accordingly, for illustration purpose, if a Warrant Holder wishes to exercise the Exercise Rights for 100 Warrants to subscribe for 100 new Shares, the Subscription Monies payable will be RM30.00.

3. PAYMENT OF SUBSCRIPTION MONIES

The remittance of the Subscription Monies must be made in full and payable in Ringgit Malaysia by banker's draft or cashier's order drawn on a bank operating in Malaysia or a money order or postal order issued by a post office in Malaysia made in favour of "**SCOPE INDUSTRIES BERHAD**" crossed "**A/C Payee Only**" and endorsed on the reverse side with the name, old and new NRIC/Passport/Armed Force/Police Personnel/Company number and CDS Account number of the Warrant Holders in block letters or internet bank transfer to "**SCOPE INDUSTRIES BERHAD**" with bank account no. **1162012007550** maintain with **Ambank (M) Berhad** (proof of payment is to be attached to the Exercise Notice submitted to the Share Registrar).

4. EXERCISE OF EXERCISE RIGHTS

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

- (i) Complete and sign the enclosed Exercise Notice, additional copies of which can be obtained from the Company's Share Registrar at the address stated in Section 7 below; and
- (ii) Deliver the following documents to the Company's Share Registrar not later than 5.00 p.m. on the Expiry Date:-
 - (a) the Exercise Notice duly completed and signed by you;
 - (b) remittance for the full amount of the Subscription Monies as mentioned in Sections 2 and 3 above; and
 - (c) remittance of a processing fee of RM21.60 (inclusive of 8% SST) for each subscription, payable by banker's draft, bank's demand draft, cashier's order, money order or postal order made out in favour of "**Boardroom Share Registrars Sdn. Bhd.**" crossed "**Account Payee Only**" or internet bank transfer to the Share Registrar's bank account maintain with Malayan Banking Berhad (Account No. 514011566248).

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 Exercise Notice together with the requisite payments:-

- (aa) allot and issue the relevant number of new Shares arising from the exercise of Warrants;
- (bb) despatch notices of allotment to the Warrant Holders stating the number of new Shares that will be credited into the CDS Accounts of the Warrant Holders; and
- (cc) make an application to Bursa Securities for the quotation for and listing of such new Shares issued.

The new Shares to be issued pursuant to the exercise of the Warrants shall, upon allotment and issuance, rank pari passu in all respect with the existing Shares including any entitlement to any dividends, rights, allotments or other distributions, save and except that such new Shares shall not be entitled to any dividends, rights, allotments and/or other distributions declared or paid prior to the date of allotment of the new Shares.

The new Shares arising from the exercise of the Exercise Rights by the Warrant Holders will be credited directly into the CDS Accounts of such Warrant Holders and no physical share certificates would be issued to the Warrant Holders in respect of the new Shares.

5. BOOK CLOSURE DATE

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

- (i) Bursa Depository will not be accepting any request for transfer of Warrants for the period commencing from 4.30 p.m. on Monday, 18 November 2024 up to the Expiry Date;
- (ii) Warrant Holders shall only be entitled to subscribe for new Shares in respect of the following:-
 - (a) Warrants transferred into the depositor's CDS Account before 4.30 p.m. on Monday, 18 November 2024 in respect of transfers; and
 - (b) Warrants bought on Bursa Securities on or before 5.00 p.m. on Thursday, 7 November 2024, 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 Exercise Notice together with the remittances are not delivered to the Company's Share Registrar by 5.00 p.m. on the Expiry Date, their Exercise Rights will lapse and become null and void and cease to be exercisable thereafter; and

- (ii) All unexercised Warrants remaining in the 'Warrant Holders' CDS Account as at Expiry Date will be debited from the respective 'Warrant Holders' CDS Account on Tuesday, 26 November 2024.

7. CONTACT DETAILS FOR ENQUIRIES

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

Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Tel: 03-7890 4700
Fax: 03-7890 4670

8. DIRECTORS' RESPONSIBILITY STATEMENT

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

Yours faithfully
For and on behalf of the Board of
SCOPE INDUSTRIES BERHAD

LEE MIN HUAT
Executive Chairman

information in the records of Bursa Depository with regard to my/our Securities Account with Bursa Depository 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;

9. hereby undertake to fully indemnify and keep the Company and the Registrar indemnified against any claims, losses, damages, liabilities, costs and expenses (including legal cost and solicitors' cost on a solicitor and client basis) that may be suffered or incurred by the Company and the Registrar as a result of the Company and/or the Registrar acting in accordance with [my/our*] authorisations and confirmations herein or from any breach of [my/our*] undertakings herein;
10. hereby declare that the Warrants in respect of which the Exercise Rights are being exercised, [are/have*] been designated as "free securities" in my/our Securities Account(s) in accordance with the Rules of Bursa Depository and further confirm that if this declaration is untrue, the exercise of [my/our*] Rights hereunder may be rejected;
11. hereby confirm that after submission of this Exercise Notice to the Company or the Registrar, [I/we*] will not dispose, transfer or charge the Exercised Warrants or allow the disposal, transfer or charge of the Exercised Warrants until the exercise is completed by the debiting of Exercised Warrants from [my/our*] Securities Account(s) or the exercise is rejected by the Company, whichever is applicable; and
12. hereby irrevocably authorise you to instruct Bursa Depository to debit the quantity of Warrants from and to credit the quantity of new Ordinary 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 to be debited	CDS ACCOUNT NUMBER, ADA AND BRANCH CODE/ACCOUNT NUMBER								Quantity of Shares to be credited	Stock code (Shares)									
0028WB					-				-											0028

Dated this _____ day of _____, 2024

If Warrant Holder is an individual

Signature of Warrant Holder

If Warrant Holder is a corporation/society

The common seal of Warrant Holder)
was hereto affixed in the presence of:-)

Director Name:

Director/Secretary/other authorised person(s) Name:

NOTES:

1. Terms used in this Exercise Notice (unless the context requires otherwise) have the same meaning as in the Deed Poll.
2. 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 SICDA and the Rules of Bursa Depository.
3. A corporation completing this Exercise Notice is required to sign it by affixing its common seal if it has a common seal in accordance with its Constitution or Memorandum and Articles of Association (where applicable). A certified true copy of which, and/or a certified true copy of the resolution of its directors authorising the use and affixation of common seal, must be lodged to the Registrar to satisfy themselves, upon request.
4. No direction may be made in this Exercise Notice requiring the Exercise Shares to be credited to the Securities Account other than to credit a Securities Account from which the Warrants are to be debited.
5. The exercise of the Exercise Rights under this Exercise Notice will be deemed invalid if any banker's draft or cashier's order or money order or postal order drawn or issued by a bank or post office operating in Malaysia for payment of the Subscription Amount is not cleared on first presentation or if the payment of the Subscription Amount made via internet bank transfer is not credited into the designated bank account of the Company.
6. If any part of this Exercise Notice is not fully and properly completed and/or executed, the Company will be entitled to regard the exercise of the Exercise Rights under this Exercise Notice as invalid.
7. The attention of Warrant Holders is drawn to the Malaysian Code on Take-overs and Mergers 2016, Rule 4 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions and relevant Practice Notes, if any, and Part VI Division 1 and other provisions of the Capital Markets and Services Act 2007 as amended or replaced 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 it/he exercises their respective Exercise Rights. In particular, a Warrant Holder should note that it/he may be under an obligation to extend a take-over offer of all the securities of the Company and if in doubt of the implications, it/he should consult the Securities Commission Malaysia, if:-
 - 7.1 it/he intends to acquire or hold or control the exercise of, by the exercise of the Exercise Rights or otherwise, whether at one time or different times, new Ordinary Shares which (together with the Ordinary Shares already owned or acquired by it/him or persons acting in concert with it/him) carry more than 33% of the voting shares or voting rights of the Company; or
 - 7.2 it/he, together with persons acting in concert with it/him, holds more than 33% but not more than 50% of the voting shares or voting rights of the Company, and either alone or together with persons acting in concert with it/him, intends to acquire additional new Ordinary Shares by the exercise of the Exercise Rights or otherwise, in any period of 6 months, increasing such percentage of the voting rights by more than 2%; or
 - 7.3 it/he, together with persons acting in concert with it/him, collectively holds more than 50% of the voting shares or voting rights of the Company but none of them individually holds more than 33% of the voting share or voting rights of the Company, and intends to acquire additional new Ordinary Shares by the exercise of the Exercise Rights or otherwise, whether at one time or different times, which (together with the Ordinary Shares already owned or acquired by it/him) carry more than 33% of the voting shares or voting rights of the Company.
8. If it/he who, after the exercise of its/his Warrants, holds not less than 5% of the aggregate of the amount of the voting shares of the issued share capital of the Company, is under an obligation to notify:-

- 8.1 the Company of it/his interest in the manner set out in Section 137(3)(a) of the CA;
 - 8.2 Bursa Securities of it/his interest in the manner set out in Section 137(3)(a) of the CA; and
 - 8.3 Securities Commission Malaysia of it/his interest in the manner set out in Regulations 8 of the Securities Industry (Reporting of Substantial Shareholding) Regulations 1998.
9. Without prejudice to note 5 above, the Exercise Period of the Warrants will be for the period commencing (from and including) the Issue Date and ending at 5.00 p.m. on the last day of the period of **three (3)** years from (and including) the Issue Date of the Warrants, or if such date is not a Market Day, then it will be the Market Day immediately preceding the said non Market Day, but excluding 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 p.m., 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 and be null and void.
 10. The Exercise Price will be the amount payable in respect of each new Ordinary Share to which a Warrant Holder is entitled to subscribe for on exercise of the Exercise Rights involving such new Ordinary Share, being RM0.30, or such exercise price as adjusted under the provisions of Condition 4 set out in **Schedule 5** of the Deed Poll.
 11. The new Ordinary Shares to be issued upon the exercise of the Warrants will, upon allotment and issuance, rank *pari passu* in all respects with the existing Ordinary Shares save and except that they will not be entitled to participate in any rights, allotments, dividends and/or other distributions, the entitlement date of which precedes the date of allotment of the new Ordinary Shares issued pursuant to the exercise of the Warrants.
 12. 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 exercising Warrant Holders pursuant to the exercise of the Warrants.
 13. For avoidance of doubt, if no CDS account number is provided, any exercise or purported exercise of the Exercise Rights will be deemed invalid.
 14. ADA means "Authorised Depository Agent".
 15. A processing fee of RM21.60 (inclusive of 8% SST) per CDS Account shall be paid by the Warrant Holders in the form of cash or cheque in favour of "**Boardroom Share Registrars Sdn. Bhd**" being the administrative charges or internet bank transfer to the Share Registrar's bank account maintain with Malayan Banking Berhad (Account No. 514011566248).

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