

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

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[Registration No.: 200701016619 (774628-U)]
(Incorporated in Malaysia)

NOTICE TO WARRANT HOLDERS

IN RELATION TO

EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2020/2023

STOCK CODE : 0150WC
STOCK NAME : FINTEC-WC

IMPORTANT RELEVANT DATES

Last day, date and time for the trading of Warrants : Monday, 4 December 2023 at 5:00 p.m.
2020/2023

Day, date and time of suspension of trading of Warrants : Tuesday, 5 December 2023 at 9:00 a.m.
2020/2023

Last day, date and time for the exercise of Warrants : Wednesday, 20 December 2023 at 5:00 p.m.
2020/2023 (Expiry Date)

Day, date and time for the delisting of Warrants : Thursday, 21 December 2023 at 9:00 a.m.
2020/2023

This Notice is dated 17 November 2023

DEFINITIONS

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

“Board”	: Board of Directors of FINTEC
“Bursa Depository”	: Bursa Malaysia Depository Sdn. Bhd. [198701006854 (165570-W)]
“Bursa Securities”	: Bursa Malaysia Securities Berhad [200301033577 (635998-W)]
“CDS”	: Central Depository System
“Deed Poll”	: Deed Poll dated 10 November 2020 constituting the Warrants
“Depositor”	: Holder of a Securities Account
“Exercise Form”	: The form for exercising the Exercise Rights which is attached to this Notice
“Exercise Price”	: Ringgit Malaysia Eight Sen (RM0.08) only in respect of each New Share upon exercise of the Exercise Rights
“Exercise Period”	: The period commencing from and including the Issue Date of 21 December 2020 and ending at the close of business at 5:00 p.m. on 20 December 2023
“Exercise Rights”	: The rights of a Warrant Holder to subscribe for New Shares at the Exercise Price, upon the terms of and subject to the conditions contained in the Deed Poll
“Expiry Date”	: Wednesday, 20 December 2023 at 5:00 p.m.
“Market Day”	: A day on which the stock market of Bursa Securities is open for trading in securities
“FINTEC” or “the Company”	: Fintec Global Berhad [200701016619 (774628-U)]
“New Shares”	: New ordinary shares in FINTEC issued or to be issued by the Company pursuant to any valid exercise of the Exercise Rights represented by the Warrants 2020/2023
“Notice”	: Notice to Warrant Holder dated 17 November 2023 in relation to the expiry and last date for the exercise of Warrants
“Share Registrar”	: Tricor Investor & Issuing House Services Sdn. Bhd. [197101000970 (11324-H)]
“Securities Account”	: An account established by Bursa Depository for a Depositor for the purposes of recording of deposits or withdrawals of securities and for dealing in such securities by the Depositor
“Warrants 2020/2023” or “Warrant(s)”	: The 1,146,174,828 Warrants 2020/2023 issued by FINTEC on 21 December 2020 pursuant to the terms and conditions of the Deed Poll
“Warrant Holder(s)”	: Holder(s) of Warrants 2020/2023

Words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to “persons” shall include corporations.

Any reference in this Notice to any enactment is a reference to that enactment for the time being amended or re-enacted.

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

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EXERCISE FORM

ENCLOSED

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FINTEC GLOBAL BERHAD

[Registration No.: 200701016619 (774628-U)]
(Incorporated in Malaysia)

Registered Office:

10th Floor, Menara Hap Seng
No. 1 & 3, Jalan P. Ramlee
50250 Kuala Lumpur

Date: 17 November 2023

Board of Directors

Dato' Seri Abdul Azim Bin Mohd Zabidi	(Chairman/ Independent Non-Executive Director)
Tan Sik Eek	(Non-Independent Executive Director/ Managing Director)
Ong Tee Kein	(Senior Independent Non-Executive Director)
Chew Shin Yong, Mark	(Independent Non-Executive Director)
Ong Siew Min	(Independent Non-Executive Director)

To: Holders of Warrants 2020/2023

Dear Sir/Madam,

NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2020/2023

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions stipulated in the Deed Poll governing the Warrants, the Exercise Rights of the Warrant Holders will expire on the Expiry Date, i.e. Wednesday, 20 December 2023 at 5.00 p.m.

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 Company's Share Registrar not later than 5.00 p.m. on the Expiry Date.

WARRANTS 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, THE WARRANTS WILL BE REMOVED FROM THE OFFICIAL LIST OF BURSA SECURITIES WITH EFFECT FROM 9.00 A.M., THURSDAY, 21 DECEMBER 2023.

The number of outstanding Warrants as at 10 November 2023, being the latest practicable date prior to the printing of this Notice is 1,146,126,828.

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

1. SUSPENSION OF TRADING AND LAST DAY FOR TRADING

To facilitate the exercise of the Exercise Rights by the Warrant Holders, the trading of the Warrants on Bursa Securities will be suspended with effect **from 9.00 a.m. on Tuesday, 5 December 2023 until 5.00 p.m. on the Expiry Date**. Hence, the last day and time for trading of the Warrants will be **up to 5.00 p.m. on Monday, 4 December 2023**.

2. EXERCISE PRICE

The Exercise Price of the Warrants is RM0.08 for each New Share in the Company. For example, if you exercise 100 Warrants into 100 New Shares, the total Exercise Price shall be RM8.00.

3. PAYMENT OF EXERCISE PRICE

- (i) Remittance must be made in full for the Exercise Price, payable in Ringgit Malaysia via 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, made in favour of "**FINTEC WARRANTS C 2020/2023 ACCOUNT**" crossed "Account Payee Only" and endorsed on the reverse side with the name, address and CDS account number of the Warrant Holders; or
- (ii) Internet bank transfer to designated bank account number of "8010602920" [CIMB BANK BERHAD] under the designated account name of "Fintec Warrants C 2020/2023 Account" (proof of payment to be attached to the Subscription Form submitted to the Registrar).

4. EXERCISE OF EXERCISE RIGHTS

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

- (i) Complete and execute the Exercise Form.

The Exercise Form can be downloaded from the Company's website (<https://www.fintec.global/>) or can be obtained from the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia; and
- (ii) Deliver and to reach the Company's Share Registrar the following documents not later than 5.00 p.m. on the Expiry Date:
 - (a) The duly completed and signed Exercise Form;
 - (b) Remittance for the full Exercise Price as set out in Sections 2 and 3 above; and
 - (c) A processing fee of RM20.00 per debit transaction or credit transaction shall be paid by the Warrant Holder in the form of cash or cheque in favour of "**Tricor Investor & Issuing House Services Sdn. Bhd.**" to the Registrar for any debiting or crediting of the CDS account(s).

The Company shall within eight (8) market days (or such other period as may be prescribed by Bursa Securities) of the date of receipt of the duly completed, signed and valid Exercise Form together with the requisite payment:

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

The New Shares to be issued pursuant to the exercise of Warrants shall, upon allotment and issue, rank pari passu in all respect with the existing ordinary shares of the Company, except that the New Shares will not entitle to any rights, dividend, allotment and/or distributions that may be declared, made or paid where the entitlement date of which is prior to the date of allotment of the New Shares.

The New Shares arising from such exercise will be credited into the CDS account of the exercising Warrants Holders and no physical share certificate would be issued to the Warrants Holders in respect of the exercise.

5. BOOK CLOSURE DATE IN RELATION TO THE WARRANTS

FURTHER NOTICE IS HEREBY GIVEN THAT:

- (i) Bursa Depository will not accept any request for transfer of Warrants for period commencing **4.30 p.m. on Wednesday, 13 December 2023** up to the Expiry Date.
- (ii) Warrant Holders shall be qualified for entitlement 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 Wednesday, 13 December 2023** in respect of ordinary transfer; and
 - (b) Warrants bought on Bursa Securities **on or before 5.00 p.m. on Monday, 4 December 2023**, being the last day of trading of the Warrants.

6. EXPIRY OF EXERCISE RIGHTS

Warrant Holders should note that:

- (i) if their Exercise Rights are not exercised and the duly completed Exercise Form together with 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 a depositor's CDS account as at the Expiry Date will be debited from the respective depositor's CDS account on **Thursday, 21 December 2023**.

7. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice has been seen and approved by the Board 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 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 this Notice should be addressed to the Company's Share Registrar 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
Malaysia
Tel No.: 03-2783 9299
Fax No.: 03-2783 9222

Thank you.

Yours faithfully,
On behalf of the Board of Directors
FINTEC GLOBAL BERHAD

TAN SIK EEK
(Managing Director / Non-Independent Executive Director)

CONTACT NUMBERS

Office Number:

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House Number:

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Handphone Number:

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Fax Number:

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- (a) hereby confirm and declare that all information provided by me/us herein are true and correct;
- (b) 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 with Bursa Depository (**CDS account**) 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;
- (c) hereby irrevocably authorise you to instruct Bursa Depository to debit the number of Warrants C specified below (**Exercised Warrants C**) 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 dated 10 November 2020 constituting the Warrants C (Deed Poll):

Source account for debiting Warrants C (Stock Code:0150WC)																			
ADA CODE, ADA BRANCH CODE AND CDS ACCOUNT NUMBER															No. of Warrants C				
			-																

- (d) hereby confirm the Exercised Warrants C are or have been designated as "free securities" in my/our CDS account(s) in accordance with the Rules of Bursa Depository and further declare that if this declaration is untrue, the exercise of my/our rights hereunder may be rejected;
- (e) where I/we am/are entitled to receive new ordinary shares in the Company (**New Shares**) upon the exercise of my/our Subscription Rights (apart from the exercise of rights in respect of all Warrants C), I/we hereby irrevocably authorise you to instruct Bursa Depository to credit the number 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:

Target account for crediting New Shares (Stock Code: 0150)																			
ADA CODE, ADA BRANCH CODE AND CDS ACCOUNT NUMBER															No. of New Shares				
			-																

Note:

1. ADA means Authorised Depository Agent.
2. A Warrant Holder shall not be allowed to instruct for New Shares to be credited into any CDS account other than one of those from which the Warrants C are to be debited.

Notes:

1. No scrip will be issued to the Warrant Holder as the result of any exercise of his/its Subscription Rights.
2. No Warrant Holder is allowed to instruct crediting of New Shares into a CDS account other than one of those from which the Exercised Warrants C are to be debited.
3. In exercising the Subscription Rights represented by the above Exercised Warrants C, compliance must be made with any exchange control or other statutory requirements for the time being applicable.
4. The Subscription Right for any Warrant C that is not exercised during the Exercise Period will lapse and become null and void upon the expiry of the Exercise Period.
5. A corporation completing this Subscription Form is required to affix its Common Seal in accordance with its constitution or relevant constituent document.
6. 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.
7. All information given above must be the same as the information in the records of Bursa Depository.
8. Joint account holders are not recognised by Bursa Depository.
9. For the avoidance of doubt, if no CDS account number is provided, any exercise or purported exercise of the Subscription Rights shall be deemed to be invalid.
10. Where the relevant payment made for the New Shares is less than the full amount of the subscription moneys required based on the Exercise Price, the Warrant Holder authorises the Company to, and the Company may but is not obliged to, treat the exercise by the Warrant Holder of the Subscription Rights as an exercise by the Warrant Holder of the Subscription Rights of such a reduced number of Warrants C (in such multiples of board lots of 100 Warrants C or in such other whole number of Warrants C as the Company may determine) such that the relevant payment made for the New Shares shall thereafter be sufficient to pay for the full amount of the subscription moneys required in respect of the reduced number of Warrants C. In such event, the Warrant Holder is deemed to have exercised his Subscription Rights in respect of such reduced number of Warrants C.
11. A processing fee of RM20.00 (exclusive of any tax payable at such rate that may be imposed by any legislation, rules, regulations, rulings or guidelines made thereunder relating to goods and/or services tax payable) per debit transaction and/or credit transaction shall be paid by the Warrant Holder in the form of cash or cheque in favour of "**Tricor Investor & Issuing House Services Sdn. Bhd.**" to the Registrar for any debiting and crediting of the CDS account or internet bank transfer to the Registrar's bank account no. 5644 8140 7506 maintained with Malayan Banking Berhad.
12. The Exercise Price shall be RM0.08 only for each New Share or such price as may be adjusted in accordance with Conditions of the Deed Poll.

Attention:

The attention of Warrant Holders is drawn to Rule 4 of the Rules on Take-overs, Mergers and Compulsory Acquisitions as amended or replaced from time to time. In particular, a Warrant Holder should note that it/he may be under an obligation to extend a take-over offer of the Company if-

- (a) it/he intends to acquire or hold or control the exercise of, by exercise of the Warrants C or otherwise, whether at one time or different times, Shares which (together with Shares owned or acquired by it/him or persons acting in concert with it/him) carry 33% or more of voting rights of the Company; or
- (b) it/he, together with persons acting in concert with it/him, holds not less than 33% but not more than 50% of the voting rights of the Company, and either alone or together with persons acting in concert with it/him, intends to acquire additional Shares by the exercise of the Warrants C or otherwise in any period of 6 months, increasing such percentage of the voting rights by more than 2%.