KEY ALLIANCE GROUP BERHAD

Registration No. 200301007533 (609953-K)

(Incorporated in Malaysia under the Companies Act, 1965)

EXERCISE NOTICE FOR THE WARRANTS 2020/2023 C

(To be executed and lodged with the Share Registrar to exercise the Exercise Rights in respect of the Warrants C)

Full Details : Warrants C to subscribe for ordinary shares in Key Alliance Group Berhad (Registration

No. 200301007533 (609953-K)) constituted under a Deed Poll dated 7 October 2020

executed by the Company ("Deed Poll")

Issue Date : 13 November 2020 Expiry Date : 10 November 2023

Exercise Rights : The right entitling the registered holder of the Warrants C to subscribe for One (1)

Ordinary Share for One (1) Warrant C

Exercise Price : RM0.05 or such adjusted price as may for the time being applicable in accordance with

the provisions set out in the Deed Poll

Exercise Period : A period commencing from and including the date of issue of the Warrants C and ending

at 5:00 p.m. on the date immediately preceding the third (3rd) anniversary of the date of the issue of the Warrants C and if such date is not a Market Day, then on the preceding

Market Day

To : The Share Registrar of Key Alliance Group Berhad (Company)

SHAREWORKS SDN. BHD. [Registration No. 199101019611 (229948-U)]

No. 2-1 Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan KL

Tel. No.: 03-6201 1120 Fax No.: 03-6201 3121

I/We, the undersigned, the registered holder of the Warrants C which have been deposited into my/our Central Depository System Account set out below:-

For the purpose of the exercise of my/our Exercise Rights hereunder, I/we do hereby declare my/ our particulars as follows:-

[all information given below must be the same as the information in the records of Bursa Malaysia Depository Sdn. Bhd. (Bursa Depository)]

NAME OF HOLDER (IN CAPITAL LETTERS):

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CONTACT NUMBER Office Number: **House Number: Handphone Number:** Fax Number: Please refer to Note (g) below:-Number of Source Account for Debiting Warrants C/ Number of Warrants C Crediting New Ordinary Shares New Ordinary Surrendered Shares (Stock Code: CDS Account Number: (Stock Code: 0036WC) 0036) ADA Code – Branch Code – Account Number Date this day of Signature(s) ** For Individual Individual ** For Company The common seal of the Company was hereto affixed in accordance with its Constitution in the presence of:-Director Director/Secretary** ** Please delete as applicable I/We, the abovenamed:irrevocably elect, subject to the Conditions as set out in the Deed Pool constituting the issue of the Warrants C, to exercise the Exercise Rights represented by the Warrants C in my/our Central Depository System Account in respect of new shares in the Company and to subscribe and make payment as provided in the Deed Poll for such number of New Shares of the Company at the Exercise Price, and

- agree to accept such New Shares subject to the terms of the Constitution of the Company.
- confirm and declare that the information provided by me/us above are true, correct and in the case of (b) information indicated with an asterisk (*) are identical with the information provided by me/us to the Bursa Malaysia Depository Sdn Bhd ('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 may be rejected.
- undertake to fully indemnify and keep the Company indemnified against any claims, losses, damages, (c) liabilities, costs 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 or from any breach of my/our undertakings.

- (d) declare that the Warrants C 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 and further confirm that if this declaration is not correct, the exercise of me/us of the Exercise Rights may be rejected.
- (f) a separate remittance of RM21.20 (inclusive of 6% SST) is made payable to "ShareWorks Sdn Bhd" crossed "A/C Payee Only" or cash or internet bank transfer to the Share Registrar's bank account HONG LEONG BANK A/C NO. 277 000000 35, being the administrative fees for debiting of your Warrants C and crediting your New Ordinary Shares.
- (g) irrevocably authorise you to instruct Bursa Depository to debit the quantity(ies) of my/our Deposited Warrants C specified above from my/our CDS account(s) in the exercise of my/our Exercise Rights as specified above in accordance with the provisions of the Deed Poll.
- (h) request that the notice of allotment stating the number of New Shares credited into my/our Central Depository System Account be sent, at my/our risk, by ordinary post to my/our address set out above.
- (i) confirm that upon the lodgement of this form with the Share Registrar, I/we will not dispose, transfer or charge or otherwise encumber the Warrants C in respect of which the Exercise Rights are being exercised unless and until the Exercise Notice has been returned, withdrawn or otherwise rejected or declared by the Company to be void in accordance with the provision of the Conditions set out in the Deed Poll.
- (j) declare and confirm that I/we have complied with all exchange control regulations and requirements imposed by Bank Negara Malaysia or other prevailing statutory requirements for the time being applicable to the exercise of the Exercise Rights and any directions and instructions given in this Exercise Notice.
- (k) undertake to fully indemnify the Company and Share Registrar against any loss, damage, liability, cost or expense (including legal cost) that may be suffered or incurred by the Company or the Share Registrar as a result of any demand, actions and proceedings made in respect of or arising from the debiting of Warrant C from our/my Central Depository System Account(s), in reliance by you of this Exercise Notice.

** Please delete as applicable

NOTES:

- 1. All information given in this Exercise Notice must be as per the information provided to Bursa Depository.
- 2. Joint holders are not recognised under the Central Depository System.
- 3. No scripts will be issued to the Depositor in respect of the New Shares issued as a result of any exercise of the Exercise Rights represented by the Warrants C.
- 4. In exercising the Exercise Rights represented by the Warrants C, compliance must be made with any exchange control or other statutory requirements for the time being applicable and the provisions of the Securities Industry (Central Depositories) Act, 1991 and the Rules of Bursa Depository.
- 5. A corporation completing this Exercise Notice is required to affix its common seal in accordance with its Constitution, a copy of which must be lodged with the Share Registrar.
- 6. The attention of Warrant Holders is drawn to Part VI Division 1 of the Capital Markets and Services Act 2007, the Malaysian Code on Take-over and Mergers 2016 and the Rules on Take-Overs, Mergers and Compulsory Acquisitions as amended or replaced from time to time.
- 7. No direction may be made in this Exercise Notice requiring the New Shares to be credited into the Securities Account of a person other than a Securities Account in the name of the person exercising the Exercised Rights under this Exercise Notice.
- 8. 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 for payment of the Exercise Money is not cleared on first presentation.

- 9. 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 the Exercise Notice as invalid.
- 10. At the close of business on Friday, 10 November 2023, any Exercise Rights which have been exercised and the Exercise Notice with appropriate remittance not delivered to the Share Registrar will lapse and every Warrants c will cease thereafter to be valid for any purpose.
- 11. Unless the context otherwise requires, expressions in this Exercise Notice will have the same meaning as those defined in the Deed Poll.

Share Registrar: ShareWorks Sdn. Bhd.

[Registration No. 199101019611 (229948-U)]

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Wilayah Persekutuan KL. Tel. No.: 03- 6201 1120 Fax No.: 03- 6201 3121