

Expiry/Maturity of the securities

KNM GROUP BERHAD

Instrument Category	Securities of PLC
Instrument Type	Warrants
Type Of Expiry	Expiry/Maturity of the securities
Mode of Satisfaction of Exercise/Conversion price	Cash
Exercise/ Strike/ Conversion Price	Malaysian Ringgit (MYR) 1.0000
Exercise/ Conversion Ratio	1:1
Settlement Type / Convertible into	Physical (Shares)
Last Date & Time of Trading	30 Oct 2017 05:00 PM
Date & Time of Suspension	31 Oct 2017 09:00 AM
Last Date & Time for Transfer into Depositor's CDS a/c	08 Nov 2017 04:00 PM
Date & Time of Expiry	15 Nov 2017 05:00 PM
Date & Time for Delisting	16 Nov 2017 09:00 AM

Please refer attachment below.

Attachments

[KNM Group Berhad - Notice to Warrant Holders.pdf](#)

343.8 kB

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

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KNM GROUP BERHAD

(Company No. 521348-H)
(Incorporated in Malaysia)

NOTICE TO WARRANT HOLDERS

IN RELATION TO

**THE EXPIRY AND THE LAST DATE FOR THE EXERCISE OF WARRANTS 2012/2017
("Warrants A")**

**STOCK NAME: KNM-WA
STOCK CODE: 7164WA**

IMPORTANT RELEVANT DATES

Last date and time for trading of Warrants A	:	Monday, 30 October 2017 at 5.00 p.m.
Date and time of suspension of trading of Warrants A	:	Tuesday, 31 October 2017 at 9.00 a.m.
Last date and time for exercise of Warrants A	:	Wednesday, 15 November 2017 at 5.00 p.m.
Date and time of expiry of Warrants A	:	Wednesday, 15 November 2017 at 5.00 p.m.
Date and time for delisting of Warrants A	:	Thursday, 16 November 2017 at 9.00 a.m.

This Notice is dated 12 October 2017

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Notices:

Board	:	Board of directors of KNM
Bursa Depository	:	Bursa Malaysia Depository Sdn Bhd (165570-W)
Bursa Securities	:	Bursa Malaysia Securities Berhad (635998-W)
CDS	:	Central Depository System
Deed Poll	:	The Deed Poll dated 4 October 2012 executed by KNM constituting the Warrants A
Exercise Period	:	The period commencing on and including the date of the issue of the Warrants A and ending at the close of business at 5.00 p.m. on the Expiry Date
Exercise Price	:	The sum of RM0.98 payable in respect of each new KNM Share for which a Warrant Holder is entitled to subscribe upon exercise of the Exercise Rights
Exercise Rights	:	The rights of a Warrant Holder to subscribe for the number of new KNM Shares arising from its Warrants A at the Exercise Price on any Market Day during the Exercise Period upon the terms and subject to the conditions of the Deed Poll
Expiry Date	:	The date of expiry of the Warrants A, being Wednesday, 15 November 2017 (inclusive), in accordance with the provisions of the Deed Poll
KNM or the Company	:	KNM Group Berhad (521348-H)
KNM Shares	:	Ordinary shares of KNM
Market Day	:	A day on which the stock market of Bursa Securities is open for trading of securities
Share Registrar	:	Symphony Share Registrars Sdn Bhd (378993-D)
Record of Depositors	:	The record provided by Bursa Depository to the Company under the Rules of Bursa Depository
RM and Sen	:	Ringgit Malaysia and sen respectively
Warrants 2012/2017 or Warrants A	:	517,675,629 outstanding warrants carrying the right to subscribe for the number of new KNM Shares arising from each warrants at the Exercise Price during the Exercise Period upon the terms and subject to the conditions under the Deed Poll
Warrant Holders	:	Any person for the time being holding Warrants A in KNM and including depositors whose name appears in the Record of Depositors as holder(s) of the Warrants A

DEFINITIONS (cont'd)

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Notice to any statute is a reference to that statute as 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 specified.

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KNM GROUP BERHAD

(Company No. 521348-H)

(Incorporated in Malaysia)

Registered Office:

15 Jalan Dagang SB4/1
Taman Sungai Besi Indah
43300 Seri Kembangan
Selangor Darul Ehsan

12 October 2017

Directors:

Dato' Ab Halim bin Mohyiddin, *Independent Non-Executive Chairman*
Ir. Lee Swee Eng, *Group Chief Executive Officer/Executive Director*
Dato' Dr Khalid bin Ngah, *Senior Independent Non-Executive Director*
Dato' Sri Adnan bin Wan Mamat, *Independent Non-Executive Director*
Mdm. Soh Yoke Yan, *Independent Non-Executive Director*
Mdm. Gan Siew Liat, *Executive Director*
Mr. Chew Fook Sin, *Executive Director*

To: The Warrant Holders of KNM Group Berhad

Dear Sir/Madam,

EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2012/2017 (“WARRANTS A”)

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions as stipulated in the Deed Poll governing the Warrants A, the Exercise Rights of the Warrants A will expire at 5.00 p.m. on Wednesday, 15 November 2017.

Warrant Holders should note that Warrants A which are not exercised by 5.00 p.m. on the Expiry Date will lapse and become null and void and cease to be exercisable thereafter. Accordingly, the Warrants A will be removed from the Official List of Bursa Securities with effect from 9.00 a.m. on Thursday, 16 November 2017.

The number of outstanding Warrants A as at 29 September 2017, being the latest practicable date prior to the printing of this Notice is 517,675,629.

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 rights of the Warrants A, trading of the Warrants A on Bursa Securities will be suspended with effect from 9.00 a.m. on Tuesday, 31 October 2017 up to the Expiry Date. Hence, the last day of trading of the Warrants A will be at 5.00 p.m. on Monday, 30 October 2017.

2. EXERCISE PRICE

The Exercise Price of the Warrants A is RM0.98 for each new KNM Share. For example, if you exercise 100 Warrants A into 100 new KNM Shares, the aggregate exercise price will be RM98.00.

3. PAYMENT OF EXERCISE PRICE

The remittance for the Exercise Price must be made in full and payable in Ringgit Malaysia by way of banker's draft or cashier's order drawn on a bank operating in Malaysia made out in favour of "**KNM GROUP BERHAD**" crossed "A/C Payee Only" and endorsed on the reverse side with the name, address, identity/passport number/company registration number (whichever is applicable) and the 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 Warrants A Exercise Form. Additional copies of the subscription form can be obtained from the Share Registrar as stated in Section 8 below; and
- (ii) deliver to the Company's Share Registrar, the following documents no later than 5.00 p.m. on the Expiry Date:-
 - (a) the duly completed and signed Warrants A Exercise Form;
 - (b) remittance for the full Exercise Price in accordance to instruction stated in Sections 2 and 3 above;
 - (c) remittance of a processing fee of RM10.60 (inclusive of 6% GST) for each Warrants A Exercise Form submitted, payable by cheque drawn on a bank operating in Malaysia and made out in favour of "**SYMPHONY SHARE REGISTRARS SDN BHD**" crossed "A/C Payee Only"; and
 - (d) photocopy of the NRIC/passport/Certificate of Incorporation (whichever is applicable) of the Warrant Holder.

Within eight (8) Market Days of the date of receipt of the Warrants A Exercise Form together with requisite payment (or such other period as may be prescribed by Bursa Securities), the Company shall:

- (i) issue and allot the new KNM Shares arising from the exercise of the Warrants A;
- (ii) despatch the notices of allotment to the Warrant Holders; and
- (iii) make an application to Bursa Securities for the quotation of such new KNM Shares issued arising from the exercise of the Warrants A.

All the new KNM Shares arising from the exercise of the Warrants A will be credited into the CDS account of the Warrant Holders with Bursa Depository as fully paid-up and will rank in all respects *pari passu* with the existing KNM Shares except that they shall not rank for any dividends, rights, allotments and/or other distributions where the entitlement date precedes the relevant date of allotment and issuance of such new KNM Shares.

5. BOOK CLOSURE DATE

Warrant Holders should note that apart from the provisions contained in the Deed Poll, the following provisions of Bursa Depository will apply to the Warrants A:-

- (i) Bursa Depository will not accept any request for transfer of the Warrants A for the period commencing 4.00 p.m. on Wednesday, 8 November 2017 up to the Expiry Date;

- (ii) Warrant Holders shall qualify for entitlement to subscribe for new KNM Shares only in respect of the following:
 - (a) Warrants A transferred into the depositors' CDS Account before 4.00 p.m. on Wednesday, 8 November 2017 in respect of transfers; or
 - (b) Warrants A bought on Bursa Securities on or before Monday, 30 October 2017 at 5.00 p.m., being the last day of trading of the Warrants A.
- (iii) All unexercised Warrants A remaining in the depositor's CDS Account as at 5.00 p.m. on the Expiry Date, will be debited from the respective depositor's CDS Account on Thursday, 16 November 2017.

6. EXPIRY OF EXERCISE RIGHTS

Warrant Holders should note that if their Warrants A are not exercised by 5.00 p.m. on Wednesday, 15 November 2017, being the last date and time for the exercise of the Warrants A, the Warrants A will lapse and become null and void, and will thereafter cease to be exercisable.

7. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice has been seen and approved by the Board, and they 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 facts, the omission of which would make any statement in this Notice false or misleading.

8. CONTACT DETAILS FOR ENQUIRIES

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

Symphony Share Registrars Sdn Bhd (378993-D)
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan
Malaysia
Tel : 603-7849 0777; Fax : 603-7841 8151/52

Yours faithfully
For and on behalf of the Board

KNM GROUP BERHAD
IR. LEE SWEE ENG
Group Chief Executive Officer/Executive Director



APPENDIX A

EXERCISE FORM IN RESPECT OF **517,675,629**
WARRANTS 2012/2017 ("**WARRANTS A**") TO SUBSCRIBE FOR NEW SHARES IN
KNM GROUP BERHAD
(Company No. 521348-H)

Warrants A Expiry Date: 15 November 2017

Particulars of Depositor (To be completed)

Name of Depositor	:	
Old NRIC/Passport/Armed Forces/ Police Personnel/Registration No.	:	
New NRIC No.	:	
Correspondence address of Depositor	:	
Contact Number	:	

Note: All information given above must be the same as information contained in the records of Bursa Malaysia Depository Sdn. Bhd. ("Bursa Depository")

To the Registrar : Symphony Share Registrars Sdn Bhd (Company No. 378993-D)
Level 6, Symphony House, Pusat Dagangan Dana 1
Jalan PJU 1A/46, 47301 Petaling Jaya
Selangor Darul Ehsan
Tel: (603) 7849 0777 Fax: (603) 7841 8151 / 8152

Name of Issuer : KNM GROUP BERHAD (Company No. 521348-H)

I/We the undersigned **DO HEREBY:**

- I exercise my/our Exercise Rights in respect of Warrants A and subscribe for new ordinary shares of RM0.50 each in KNM Group Berhad as specified below in accordance with the Conditions specified in the Second Schedule of the Deed Poll relating to the Warrants A;
- II make full payment of the following:-
 - (a) Exercise Price of RM by delivering a *banker's draft/cashier's order/money order/postal order No. dated in the sum of RM and made payable to **KNM Group Berhad**; and
 - (b) Processing fee of **RM10.60 (inclusive of 6% GST)** by way of *banker's draft/cashier's order/money order/postal order No. dated made payable to **Symphony Share Registrars Sdn Bhd**;
- III confirm and declare that all information provided by me/us herein is true and accurate;
- IV confirm and declare that the information indicated pertaining to my/our particulars as set out above is identical with the information in the records of 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 aforesaid records, the exercise of my/our rights hereunder may be rejected;
- V authorise you to instruct Bursa Depository to debit the quantity(ies) of securities specified below from my/our CDS Account(s) in the exercise of my/our rights as specified below in accordance with the Conditions specified in the Second Schedule of the Deed Poll in respect of the Warrants A;
- VI confirm that the securities specified below intended for the exercise of rights are designated as "free securities" in my/our CDS Account(s);



