

YONG TAI BERHAD
(Registration No. 199401025505 (311186-T))
(Incorporated in Malaysia under the Companies Act 1965)

Registered Office : B-25-2, Block B, Jaya One, No. 72A, Jalan Prof Diraja Ungku Aziz, 46200 Petaling Jaya, Selangor, Malaysia

CONVERSION FORM FOR ICPS 2016/2026 (CONVERSION FORM)

To be executed and lodged with the Registrar to Conversion Rights in respect of the ICPS

PLEASE READ CAREFULLY THE NOTES AT THE END OF THIS FORM BEFORE COMPLETING THIS FORM. PLEASE WRITE IN BLOCK LETTERS. EACH BOX SHOULD CONTAIN ONE LETTER. LEAVE ONE BOX EMPTY BETWEEN WORDS. DO NOT BREAK UP WORDS.

Full Details : Irredeemable Convertible Preference Shares (“**ICPS**”) to subscribe for ordinary shares in Yong Tai Berhad (“**YTB Share**”) (Registration No. 199401025505 (311186-T))

Tenure of ICPS : Tenth (10th) anniversary of the date of issue of the ICPS

Issue Date : 28 November 2016

Maturity Date : 27 November 2026

Conversion Rights and Period : (a) The ICPS holders shall have the right to convert the ICPS into new YTB Shares based on the Conversion Price or Conversion Ratio, at the option of the ICPS holder, at any time on any market day from the third (3rd) anniversary of the date of the issue of the ICPS up to and including the Maturity Date.

(b) The conversion of the ICPS into new YTB Shares shall be exercised by the holder by delivering a duly completed and signed conversion notice in the form and manner to be set out in the Company’s M&A.

(c) All issued ICPS that remains outstanding on the market day immediately after the Maturity Date will be automatically converted into new YTB Shares at the Conversion Price or Conversion Ratio.

Conversion Price : Subject to adjustments to the conversion price and ratio, the conversion price shall be RM4.00.

Conversation Ratio : Five (5) ICPS into one (1) new YTB Share

Name and Address of the Registrar:
Bina Management (M) Sdn Bhd (Registration No. 197901005880 (50164-V))
Lot 10, The Highway Centre
Jalan 51/205
46050 Petaling Jaya
Selangor Darul Ehsan

Tel No. : 603-7784 3922
Fax No. : 603-7784 1988

TO: YONG TAI BERHAD (“COMPANY”)

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

PARTICULARS OF ICPS HOLDER

Name of Depositor	:	<input type="text" value="XXXXXXXXXXXXXXXXXXXX"/>
		<input type="text" value="XXXXXXXXXXXXXXXXXXXX"/>
Old NRIC/ Passport/ Armed Forces/ Company No.	:	<input type="text" value="XXXXXXXXXXXX"/>
New NRIC No.	:	<input type="text" value="XXXXXXXXXXXX - XX - XXXXX"/>
Address	:	<input type="text" value="XXXXXXXXXXXXXXXXXXXX"/> <input type="text" value="XXXXXXXXXXXXXXXXXXXX"/> <input type="text" value="XXXXXXXXXXXXXXXXXXXX"/>
Telephone/Contact No.	:	Office: <input type="text" value="XXXXXX"/> Home/Mobile: <input type="text" value="XXXXXX"/>

All information given above must be as per information in the records of Bursa Malaysia Depository Sdn. Bhd. (165570-W) (“**Bursa Depository**”).

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

- i. hereby confirm and declare that all information provided by me/us herein are true and correct;
- ii. hereby confirm and declare that my/our aforesaid information is identical with the information in the records of Bursa Depository with regard to my/our Securities Account and further agree and confirm that in the event the information aforesaid differs from the information in Bursa Depository, the exercise of my/our rights hereunder may be rejected;
- iii. hereby agree to accept all the new YTB Shares in the Company upon the exercise of the conversion subject to the Memorandum and Articles of Association of the Company;
- iv. hereby irrevocably authorize you to instruct Bursa Depository to debit the quantity(ies) of the ICPS from my/our Securities Account as specified below and credit the quantity(ies) of the new YTB Shares into my/our Securities Account as specified below in exercise of my/our conversion rights;
- v. hereby confirm that the ICPS intended for the exercise of the conversion are or have been designated as “free securities” in my/our Securities Account;
- vi. hereby authorize you to despatch the notice of allotment to me/us within eight (8) Market Days (subject to the requirements of the relevant authorities) at my/our risk to the correspondence address mentioned above;

SOURCE ACCOUNT FOR DEBITING ICPS AND TARGETED ACCOUNT FOR CREDITING NEW YTB SHARES

Number of ICPS to be debited

Number of new YTB Shares to be credited

CDS Account Number

303 Recount Name:

- vii. hereby exercise my/our conversion rights in respect of _____ ICPS to be converted into _____ new YTB Shares;
- viii. hereby confirm that after lodging of this Conversion Form to the Company, I/we shall not dispose, transfer or charge the ICPS intended for the exercise of the conversion herein, until the exercise is completed by the debiting of the ICPS from my/our Securities Account or the exercise is rejected by the Company, whichever shall be applicable; and
- ix. hereby undertake to fully indemnify and keep the Company indemnified against any claims, losses, damages, liabilities, costs and expenses including legal cost that may be suffered or incurred by the Company as a result or arising from the Company acting in accordance with my/our authorisations and confirmations herein or from any breach or my/our undertakings herein.

I/We declare and agree that I/we have complied with all exchange control requirements, and other legal requirements applicable to the exercise of the conversion.

Signature of ICPS holder/Authorised Signatory:-

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Date :

Notes:-

1. No ICPS certificate will be issued to the ICPS holder as a result of the exercise of the conversion herein.
2. No ICPS holder will be allowed to instruct the crediting of new YTB Shares into the Securities Account other than the Securities Account from which the ICPS/securities are to be debited.
3. In the case of a corporation, this conversion form must be under the common seal or the hand of an officer or attorney of the corporation duly authorized on that behalf.
4. Bursa Depository does not recognise joint account holders. For the avoidance of doubt, if no Securities Account number is provided, any exercise or purported exercise of the conversion shall be deemed to be invalid.
5. All ICPS which are not exercised on the last day of the Conversion Period shall be automatically converted into new YTB Shares.
6. All ICPS holders are required to pay a processing fee of **RM21.20** (inclusive of 6% SST) to “**Bina Management (M) Sdn Bhd**” for debiting of the ICPS and crediting of the new YTB Shares.