

**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.

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.



**GDB HOLDINGS BERHAD**

Registration No.: 201301006623 (1036466-U)  
(Incorporated in Malaysia)

**NOTICE TO WARRANT HOLDERS**

**IN RELATION TO**

**THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS  
2021/2026 (“WARRANTS”)**

**STOCK NAME: GDB-WA**

**STOCK CODE: 0198WA**

**IMPORTANT RELEVANT DATES:**

Last date and time for the trading of Warrants	: Friday, 5 June 2026 at 5:00 p.m.
Date and time of suspension of trading of Warrants	: Monday, 8 June 2026 at 9:00 a.m.
Last date and time for transfer into Depositor’s CDS Account	: Tuesday, 16 June 2026 at 4:30 p.m.
Last date and time for exercise of Warrants (Expiry Date)	: Wednesday, 24 June 2026 at 5:00 p.m.
Date and time for delisting of Warrants	: Thursday, 25 June 2026 at 9:00 a.m.

This Notice is dated 22 May 2026

## DEFINITIONS

---

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

“Board”	: Board of Directors of GDB
“BSR” or “Share Registrar”	: Boardroom Share Registrars Sdn. Bhd. [Registration No. 199601006647 (378993-D)]
“Bursa Depository”	: Bursa Malaysia Depository Sdn. Bhd. [Registration No.: 198701006854 (165570-W)]
“Bursa Securities”	: Bursa Malaysia Securities Berhad [Registration No.: 200301033577 (635998-W)]
“CDS”	: Central Depository System
“Deed Poll”	: Deed Poll dated 9 June 2021 constituting the Warrants
“Exercise Form”	: The form in respect of the exercise of Warrants as set out in this Notice
“Exercise Period”	: The period commencing from the date of the issue of the Warrants on 25 June 2021 and ending at the close of business at 5:00 p.m. on the Expiry Date
“Exercise Price”	: RM0.60, or such other adjusted price under the provisions of stated in the Deed Poll
“Exercise Rights”	: The right or entitlement of a Warrant Holder to subscribe for one (1) New Shares arising from the Warrant at the Exercise Price, at any time during the Exercise Period upon the terms of and subject to the conditions stated in the Deed Poll
“Expiry Date”	: Wednesday, 24 June 2026 at 5:00 p.m., being the last market day immediately preceding the fifth anniversary of the issue of Warrants 2021/2026 pursuant to the provisions of the Deed Poll
“GDB” or “Company”	: GDB Holdings Berhad [Registration No.: 201301006623 (1036466-U)]
“GDB Share” or “Share(s)”	: Ordinary share(s) in GDB
“LPD”	: 15 May 2026, being the latest practicable date prior to the issuance of this Notice
“Market Day”	: Means a day on which the stock market of the Exchange is open for trading in securities, which may include a Surprise Holiday
“Notice”	: Notice to the Warrant Holders dated 22 May 2026 in relation to the expiry and last date for the exercise of the Warrants
“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

- “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 2021/2026” or “Warrants” : Warrants 2021/2026 issued by the Company on 25 June 2021 constituted by the Deed Poll which are due to expire on 24 June 2026
- “Warrant Holder(s)” : Holder(s) of the Warrants 2021/2026

All references to “you” in this Notice are to the Warrant Holders of GDB.

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. Any 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.

**THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK**

## TABLE OF CONTENTS

---

	<b>PAGE</b>
<b>NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2021/2026</b>	1
1. SUSPENSION OF TRADING AND LAST DAY FOR TRADING	2
2. EXERCISE PRICE	2
3. PAYMENT OF EXERCISE PRICE	2
4. EXERCISE OF EXERCISE RIGHTS	2-3
5. BOOK CLOSURE DATE	3
6. EXPIRY OF EXERCISE RIGHTS	3
7. DIRECTORS' RESPONSIBILITY STATEMENT	3
8. CONTACT DETAILS FOR ENQUIRIES	3
EXERCISE FORM FOR THE WARRANTS	Enclosed

<b>THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK</b>
--

**GDB HOLDINGS BERHAD**  
Registration No.: 201301006623 (1036466-U)  
(Incorporated in Malaysia)

**Registered Office:**

Third Floor, No. 77, 79 & 81  
Jalan SS21/60  
Damansara Utama  
47400 Petaling Jaya  
Selangor Darul Ehsan

22 May 2026

**Board of Directors:**

Clement Wong Teck Hoo (Independent Non-Executive Director/Acting Chairman)  
Andy Lai Wee Young (Executive Director/Acting Group Managing Director)  
Alexander Lo Tzone Leong (Group Executive Director)  
Dasmand Wong Wei Ming (Executive Director)  
Cheah Jun Kai (Executive Director)  
Cheah Ham Cheia (Alternate Director to Cheah Jun Kai)  
Kow Poh Gek (Independent Non-Executive Director)  
Winston Bong Ting Yan (Independent Non-Executive Director)

**To: The Warrant Holders of GDB**

Dear Sir/Madam,

**NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF WARRANTS 2021/2026**

---

**NOTICE IS HEREBY GIVEN** that pursuant to the terms and conditions as stipulated in the Deed Poll, the Exercise Period for the Warrant Holders to exercise the Exercise Rights will expire **at 5:00 p.m. on Wednesday, 24 June 2026.**

Accordingly, the Warrant Holders intending to exercise their Warrants are advised to submit the documents referred to in Section 4.1 of this Notice to the Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not later than 5:00 p.m. on the Expiry Date.

The total number of outstanding Warrants as at the LPD is 250,000,000.

**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 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. ON THURSDAY, 25 JUNE 2026.**

Warrant Holders are therefore advised to note carefully the procedures as set out below:-

## 1. SUSPENSION OF TRADING AND LAST DAY FOR TRADING

In order to facilitate the exercise of the Exercise Rights by the Warrant Holders, the trading of Warrants on Bursa Securities will be suspended with effect from **9:00 a.m. on Monday, 8 June 2026** until the Expiry Date. Hence, the last day and time for the trading of Warrants will be up to 5:00 p.m. on Friday, 5 June 2026.

## 2. EXERCISE PRICE

The Exercise Price of Warrants is RM0.60 for each new GDB Share.

For example, if you wish to exercise 100 Warrants into 100 new GDB Shares, the total Exercise Price shall be RM60.00.

## 3. PAYMENT OF EXERCISE PRICE

The remittance must be made in full for the Exercise Price, payable in Ringgit Malaysia by banker's draft/cashier's order drawn on a bank operating in Malaysia, made in favour of "**GDB HOLDINGS BERHAD WARRANTS ACCOUNT**" crossed "**A/C Payee Only**" and "**Not negotiable**" and endorsed on the reverse side with the name, address and CDS Account number of the Warrant Holder; or

internet bank transfer to designated bank account number of **620-1000-100-18221** maintained at **Alliance Islamic Bank Berhad**. The payment slip should be enclosed together with the conversion form and submitted to Boardroom Share Registrars Sdn. Bhd.

## 4. EXERCISE OF EXERCISE RIGHTS

4.1 Warrant Holders who wish to exercise their Exercise Rights should:-

- a. download the Exercise Form from the Company's website at <https://www.gdbhb.com.my/investor-relations/financial-information-reports/> or submit your request via email to the BSR Helpdesk at [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com), or collect the hardcopy in person from Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, during normal office hours.
- b. complete and sign the enclosed Exercise Form. Additional copies of the Exercise Form can be obtained from the Company's Share Registrar at the address stated in Section 8 below; and
- c. deliver the following documents to the Company's Share Registrar not later than 5:00 p.m. on the Expiry Date:-
  - (i) the duly completed and signed Exercise Form;
  - (ii) remittance for the full amount of Exercise Price as mentioned in Sections 2 and 3 above; and
  - (iii) remittance of a processing fee of **RM21.60** (inclusive of 8% service tax) for each Exercise Form submitted to the Company's Share Registrar by a banker's draft, a cashier's order or a cheque, issued in favour of "**Boardroom Share Registrars Sdn. Bhd.**" crossed "A/C Payee Only", or cash or internet bank transfer to the Share Registrar's bank account no. **5140 1156 6248** maintained with **Malayan Banking Berhad**.

4.2 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 Form together with the requisite payments as set out in item 4.1(c) above:-

- 4.2.1 allot and issue the new GDB Shares arising from the exercise of the Warrants 2021/2026;
  - 4.2.2 despatch the notices of allotment to the Warrant Holders; and
  - 4.2.3 make an application to Bursa Securities for the quotation and listing of the new GDB Shares.
- 4.3 All new GDB Shares to be issued pursuant to the exercise of the Exercise Rights will be credited into the respective CDS account of the Warrant Holder. The new GDB Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the existing GDB Shares, save and except that they shall not be entitled to any dividends, rights, allotments and/or other distributions, the entitlement date of which is prior to the date of allotment and issuance of the new GDB Shares.

## 5. BOOK CLOSURE DATE

- 5.1 Bursa Depository will not be accepting any request for transfer of the Warrants for the period commencing 4:30 p.m. on Tuesday, 16 June 2026 up to the Expiry Date.
- 5.2 Warrant Holders shall qualify for entitlement to subscribe for new GDB Shares in respect of the following:-
- (i) Warrants transferred into the depositors' CDS accounts before 4:30 p.m. on Tuesday, 16 June 2026 in respect of the transfers; or
  - (ii) Warrants bought on Bursa Securities on or before 5:00 p.m. on Friday, 5 June 2026, being the last day of trading of the Warrants.

## 6. EXPIRY OF EXERCISE RIGHTS

Warrant Holders should note that if their Exercise Rights are not exercised or the duly completed Exercise Form together with the remittance are not delivered to the Company's Share Registrar by 5:00 p.m. on the Expiry Date, the Exercise Rights will lapse and become null and void, and cease to be exercisable thereafter.

All unexercised Warrants remaining in a Depositor's CDS account as at 5:00 p.m. on the Expiry Date will be cancelled and debited from the respective Depositor's CDS account on Thursday, 25 June 2026.

## 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 in this Notice and confirm that after having made 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 herein false or misleading.

## 8. CONTACT DETAILS FOR ENQUIRIES

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

Boardroom Share Registrars Sdn. Bhd.  
11<sup>th</sup> Floor, Menara Symphony,  
No. 5, Jalan Prof. Khoo Kay Kim,  
Seksyen 13, 46200 Petaling Jaya,  
Selangor Darul Ehsan, Malaysia  
Tel : 603-7890 4700  
Fax : 603-7890 4670  
Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

Yours faithfully  
For and on behalf of the Board  
**GDB HOLDINGS BERHAD**

**ANDY LAI WEE YOUNG**  
Executive Director/Acting Group Managing Director

**THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK**

**GDB HOLDINGS BERHAD (Company Registration No. 201301006623 (1036466-U))  
EXERCISE FORM**

To be executed and lodged with the Registrar for the exercise of the  
Exercise Rights in relation to the Warrants

Expiry Date

24 June 2026,  
5.00 p.m.

Exercise Price

RM 0.60

Exercise Period

25 June 2021 to 24 June  
2026, 5.00 p.m.

**Particulars of the Depositor**

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

All information given above must be as per information in the records of Bursa Malaysia Depository Sdn. Bhd.  
("Central Depository")

To: The Registrar of GDB Holdings Berhad ("the Company")  
Boardroom Share Registrars Sdn. Bhd.  
11<sup>th</sup> Floor Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan

I/We, the undersigned,

- i. hereby confirm and declare that all information provided by me/us herein are true and correct;
- ii. hereby confirm and declare that the information indicated with an asterisk (\*) is identical with the information in the records of Central Depository with regard to my/our Central Depository Account(s) and further agree and confirm that in the event the information aforesaid differs from the information in Central Depository's records as mentioned earlier, the exercise of my/our rights hereunder may be rejected;
- iii. hereby irrevocably elect, upon and subject to the conditions as set out in the Deed Poll executed by the Company constituting the issue of the Warrants, to exercise my/our Exercise Rights in relation to the type and quantity(ies) of securities specified below and to subscribe and make payment as hereafter provided for such number of New Shares of the Company at the Exercise Price or such adjusted price as may for the time being applicable in accordance with the Deed Poll, and agree to accept such shares subject to the terms of the Constitution of the Company;
- iv. hereby make payment in full of the Exercise Monies for the New Shares in the quantity(ies) specified below:
  - a) by banker's draft/cashier's order/money order/postal order drawn on a bank or post office in Malaysia bearing no. \_\_\_\_\_ and amounting to RM \_\_\_\_\_ payable to "GDB Holdings Berhad Warrants Account"; or
  - b) internet bank transfer to designated bank account number of **620-1000-100-18221** maintained at **Alliance Islamic Bank Berhad**. The payment slip should be enclosed together with the conversion form and submitted to Boardroom Share Registrars Sdn. Bhd.;
- v. hereby authorise you to instruct Central Depository to debit the quantity(ies) of Warrants specified below from my/our Central Depository Account(s) in the exercise of my/our rights herein in accordance with the provisions of this Deed Poll;
- vi. hereby confirm that the securities specified below intended for the exercise of rights are or have been designated as "**free securities**" in my/our Central Depository Account(s);

- vii. where I/we am/are entitled to receive New Shares upon the exercise of my/our rights herein, I/we hereby authorise you to instruct Central Depository to credit the quantity(ies) of New Shares specified below into my/our Central Depository 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;

Source account for debiting of Warrants and targeted account for crediting of New Shares													
Securities Code	Type of securities	Quantity	CDS Account Number										
			ADA & Branch Code / Account Number										

- viii. hereby confirm that after the submission of this form to the Registrar, I shall not dispose, transfer or charge the Warrants intended for the exercise of rights herein, until the exercise is completed by the debiting of the Warrants from my Central Depository Account(s) or the exercise is rejected by the Company, whichever shall be applicable;
- ix. hereby undertake to fully indemnify the Company and Registrar against any losses, damage, liability, cost or expenses (including legal cost on a solicitor and client basis) demand, actions or proceedings made in respect of or arising from the debiting of the Warrants from my/our Central Depository Account(s), in reliance by you on this Exercise Form; and
- x. hereby declare and agree that I/we have complied with all exchange control provisions, the provisions of the Securities Industry (Central Depositories) Act, 1991 and all other legal requirements applicable to the exercise of the Exercise Rights.

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 20 \_\_\_\_

Signature: \_\_\_\_\_

Notes:

- No scrip will be issued to the Depositor as the result of any exercise of rights herein.
- No Depositor shall be allowed to instruct crediting of New Shares into a Central Depository Account other than one of those from which the Warrants are to be debited.
- In exercising the Exercise Rights, compliance must be made with any exchange control or other statutory requirement for the time being applicable.
- A corporation completing this Exercise Form is required to affix its Common Seal in accordance with its Constitution and a certified true copy of which must be lodged or registered with the Registrar.
- Terms and expressions used in this Exercise Form shall have the same meaning as defined in the Deed Poll constituting the issue of the Warrants.
- Subject to these Conditions, the Exercise Rights can be exercised by the Depositor at any time during the Exercise Period.
- The Exercise Price shall, during the Exercise Period, be Ringgit Malaysia Sen Sixty (RM0.60) only payable in respect of each New Share or such price as may be adjusted in accordance with the terms of the Deed Poll constituting the Warrants.
- For avoidance of doubt, if no Central Depository Account(s) number is provided, any exercise or purported exercise of the Exercise Right shall be deemed invalid.
- Any Exercise Right which has not been exercised at the close of business at 5.00 p.m. in Malaysia on the Expiry Date will lapse and every Warrant will cease thereafter to be valid for any purpose.
- The Warrantholder shall pay a fee of Ringgit Malaysia Twenty One and Sen Sixty Only (inclusive of 8% service tax) (RM21.60) to Boardroom Share Registrars Sdn Bhd for debiting your Warrants and crediting the New Shares.
- The attention of Warrantholders is drawn to Rule 4 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions and Section 217 of the Capital Markets and Services Act 2007 as amended from time to time. In general terms, these provisions regulate the acquisition of effective control of public

companies. Warrantheolders should consider the implications of these provisions before they exercise their respective Exercise Rights. In particular, a Warrantheolder should consult the SC, if:-

- (i) such Warrantheolder intends to acquire, by exercise of the Exercise Rights represented by Warrants, whether at one (1) time or different times, New Shares which (together with the Shares owned or acquired by such Warrantheolder or persons acting in concert with such Warrantheolder) carry more than thirty three per cent (33%) (or such other percentage as may be determined by the relevant regulatory authorities at any time) of the voting rights of the Company; or
- (ii) such Warrantheolder, together with persons acting in concert, holds more than thirty three percent (33%) (or such other percentage as may be determined by the relevant regulatory authorities at any time) but less than fifty percent (50%) (or such other percentage as may be determined by the relevant regulatory authorities at any time) of the voting rights of the Company, and such Warrantheolder together with persons acting in concert, intends to acquire, by exercise of Exercise Rights represented by Warrants in any period of six (6) months, additional New Shares increasing such percentage of the voting rights by more than two percent (2%) (or such other percentage as may be determined by the relevant regulatory authorities at any time); or
- (iii) such Warrantheolder, together with persons acting in concert, holds more than thirty three percent (33%) (or such other percentage as may be determined by the relevant regulatory authorities at any time) of the voting rights of the Company and:
  - (a) such Warrantheolder intends to acquire, by exercise of the Exercise Rights represented by Warrants, whether at one (1) time or different times, New Shares which (together with the Shares owned and acquired by such Warrantheolder) carry more than thirty three per cent (33%) (or such other percentage as may be determined by the relevant regulatory authorities at any time) of the voting rights of the Company; or
  - (b) such Warrantheolder holds more than thirty three percent (33%) (or such other percentage as may be determined by the relevant regulatory authorities at any time) but less than fifty percent (50%) (or such other percentage as may be determined by the relevant regulatory authorities at any time) of the voting rights of the Company, and such Warrantheolder intends to acquire, by exercise of Exercise Rights represented by Warrants in any period of six (6) months, additional New Shares increasing such percentage of the voting rights by more than two percent (2%) (or such other percentage as may be determined by the relevant regulatory authorities at any time).

REGISTRAR:

**Boardroom Share Registrars Sdn Bhd**

11<sup>th</sup> Floor, Menara Symphony,  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan  
Tel No: 03 – 7890 4700  
Fax No: 03 –7890 4670