

FORM OF ACCEPTANCE AND TRANSFER FOR OFFER SECURITIES ("FORM")

TO BE COMPLETED BY PERSONS WHO WISH TO ACCEPT THE OFFER

THIS FORM IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION AND IS TO BE READ IN CONJUNCTION WITH THE OFFER DOCUMENT DATED 4 OCTOBER 2021 ("OFFER DOCUMENT") ISSUED BY UOB KAY HIAN SECURITIES (M) SDN BHD ("UOBKH") ON BEHALF OF SCIENTEX BERHAD ("OFFEROR").

Pursuant to Section 14(1) of the Securities Industry (Central Depositories) Act 1991 ("SICDA"), Bursa Malaysia Securities Berhad ("Bursa Securities") has prescribed the ordinary shares in Daibochi ("Daibochi Share(s)") and the warrants 2017/2022 in Daibochi ("Daibochi Warrant(s)" or "Warrant(s)") as securities which are required to be deposited into the Central Depository System ("CDS") account. Therefore, all dealings in Daibochi Shares and/ or Warrants that have been deposited into the CDS account will be carried out in accordance with the SICDA and the Rules of Bursa Malaysia Depository Sdn. Bhd. ("Bursa Depository").

If you intend to accept the Offer (as defined in the Offer Document), made by UOBKH on behalf of the Offeror, you should complete and sign this Form in accordance with the instructions contained in this Form and the Offer Document. **YOU DO NOT NEED TO TAKE ANY ACTION IF YOU DECIDE NOT TO ACCEPT THE OFFER.**

You should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately if you have any doubt about the Offer. If you have sold or transferred all your Daibochi Shares and/ or Warrants, you should immediately hand this Form and the accompanying Offer Document immediately to the agent through whom you effected the sale or transfer for transmission to the purchaser or transferee. Unless the context otherwise requires or otherwise defined in this Form, the definitions contained in the Offer Document shall apply in this Form.

UNCONDITIONAL VOLUNTARY TAKE-OVER OFFER

BY



SCIENTEX BERHAD

(Registration No. 196801000264 (7867-P))
(Incorporated in Malaysia)

THROUGH

UOBKayHian

UOB KAY HIAN SECURITIES (M) SDN BHD

(Registration No.: 199001003423 (194990-K))
(A Participating Organisation of Bursa Malaysia Securities Berhad)

TO ACQUIRE:-

- I. ALL THE REMAINING ORDINARY SHARES IN DAIBOCHI BERHAD ("DAIBOCHI") ("DAIBOCHI SHARE(S)") NOT ALREADY HELD BY SCIENTEX BERHAD ("SCIENTEX" OR THE "OFFEROR"), AS WELL AS SUCH NUMBER OF NEW DAIBOCHI SHARES THAT MAY BE ISSUED PRIOR TO THE CLOSING DATE OF THE OFFER (AS DEFINED HEREIN) ARISING FROM THE EXERCISE OF THE OUTSTANDING DAIBOCHI WARRANTS (AS DEFINED HEREIN) (COLLECTIVELY, THE "OFFER SHARE(S)") FOR A CASH OFFER PRICE OF RM2.70 PER OFFER SHARE; AND
- II. ALL THE REMAINING WARRANTS 2017/ 2022 IN DAIBOCHI ("DAIBOCHI WARRANT(S)") NOT ALREADY HELD BY THE OFFEROR ("OFFER WARRANT(S)"), FOR A CASH OFFER PRICE OF RM0.32 PER OFFER WARRANT.

(COLLECTIVELY REFERRED TO AS THE "OFFER")

For Holders whose Offer Shares and/ or Offer Warrants are deposited into the CDS, if you wish to accept the Offer, please refer to Note 1(A) of this Form.

For Holders who have purchased the Offer Shares and/ or Offer Warrants on or before the Closing Date but the Offer Shares and/ or Offer Warrants have not been credited into your CDS account, if you wish to accept the Offer, please refer to Note 1(D) of this Form.

For Non-Resident Holders, if you wish to accept the Offer, please refer to Note 1(E) of this Form.

Acceptances must be received by 5.00 p.m. (Malaysian time) on Monday, 25 October 2021, being the closing date of the Offer ("First Closing Date"), or such later date(s) as UOBKH may announce on behalf of the Offeror no later than 2 days before the closing date. Notice of such extension will be posted to you accordingly.

This Form consists of nine (9) printed pages only.

NOTES REGARDING THE COMPLETION AND LODGMENT OF THIS FORM

- Please complete PART A of this Form if you wish to accept the Offer for your Offer Shares only
- Please complete PART B of this Form if you wish to accept the Offer for your Offer Warrants only
- Please complete both PART A and PART B of this Form if you wish to accept the Offer for both your Offer Shares and Offer Warrants

Any reference to "**Offer Securities**" in this Form shall mean the Offer Share(s) and/ or Offer Warrants, as the case may be.

If you are an individual, you must, except as mentioned below, personally sign this Form. If you are a corporation, you must either affix your common seal which must be witnessed in accordance with your Constitution, or by your duly authorised officer(s) or attorney(s) in accordance with your Constitution or other regulations.

In order to avoid inconvenience and delay to yourself, the following points may assist you:-

1. (A) If your Offer Securities are deposited into your CDS account

To accept the Offer, you are required to:-

- (i) Complete and sign this Form;
- (ii) Complete and execute the Bursa Depository Transfer of Securities Request Form (FTF010) ("**Bursa Depository Transfer Form**"), which can be obtained from your Authorised Depository Agent ("**ADA**")/ Authorised Direct Member ("**ADM**"), in accordance with the instructions printed on the reverse side of the Bursa Depository Transfer Form;
- (iii) Complete in full the following particulars as contained in the Bursa Depository Transfer Form:-
 - (a) Particulars of the securities;
 - (b) Particulars of the depositor;
 - (c) Particulars of the witness;
 - (d) Particulars of the transferee as shown below; and
 - (e) Category and approved reason for transfer as shown below.

In respect of (d) and (e) above, you are requested to complete the particulars as set out below:-

CDS account no.	: 012-001-012193884
Name of transferee	: SCIENTEX BERHAD
Category of transfer	: To cross (X) on category B only (change in beneficial ownership)
Reason for transfer	: To cross (X) on category B1 only (take-over offer)

- (iv) Proceed to lodge the completed and signed Bursa Depository Transfer Form with your ADA/ ADM for the transfer of the Offer Securities under the CDS on any Market Day prior to the Closing Date (as defined below).

The transfer of securities shall be executed on the same Market Day provided that the request for transfer is submitted by 3.30 p.m. (Malaysian time) in compliance with the directions and Rules of Bursa Depository; and

- (v) **Enclose the Depositor's Copy of your Bursa Depository Transfer Form** (with the details of the reference number to be issued by Bursa Depository for the transfer, as evidence that the transfer has been effected) duly verified and acknowledged by your ADA/ ADM together with this completed and signed Form and an acknowledgement of transfer issued by your ADA/ ADM, and where applicable, other document(s) of title or the relevant contract note(s) and dispatch by ordinary or registered post or courier at your own risk or deliver by hand to the Registrar at the following address, so as to arrive **not later than 5.00 p.m. (Malaysian time) on Monday, 25 October 2021**, or such later date(s) as may be announced by UOBKH on behalf of the Offeror, no later than 2 days before the closing date ("**Closing Date**"):-

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

or alternatively at

Tricor Customer Service Centre

Unit G-3, Ground Floor, Vertical Podium
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia

Telephone: (603) 2783 9299
Facsimile: (603) 2783 9222
E-mail: is.enquiry@my.tricorglobal.com

The Registrar will not issue any acknowledgment of the receipt of this Form and the accompanying documents in respect of the Offer. Proof of time of postage shall not constitute proof of time of receipt by the Registrar.

A return envelope is hereby enclosed for your convenience.

Electronic Submission via TIIH Online

You can submit the acceptance via the Registrar's TIIH Online website at <https://tiih.online> by 5.00 p.m. (Malaysian time) on or before the Closing Date, in which case you are not required to submit the physical Form to the Registrar.

Instructions on electronic submission are stated in **Step 3A of Appendix II** of the Offer Document.

- (B) If the holder of the Offer Securities is away from his/ her registered address and this Form is received by the agent of the holder of the Offer Securities**

The agent of the holder of the Offer Securities should send this Form by the quickest means (e.g. courier or express post) to the holder of the Offer Securities for execution or, if he/ she has executed a Power of Attorney, have this Form signed by the Attorney and accompanied by a statement reading "signed under Power of Attorney which is still in force, no notice of revocation having been received". In the latter case, the Power of Attorney which should be valid in accordance with the laws of the jurisdiction in which it was created and is exercised and recognised as valid in Malaysia, should be enclosed with this Form for noting and lodged with the Registrar at the address as set out in Note 1(A)(v) above.

The holder of the Offer Securities should then proceed to perform the procedures set out in Note 1(A) above. No other signature is acceptable.

(C) If the holder of the Offer Securities is deceased

In order to accept the Offer, the duly completed Form of Notification of Death of Depositor ("**Form of Notification**") as prescribed by the Rules of Bursa Depository must be submitted to Bursa Depository and the transfer of the Offer Securities from the CDS account of the deceased to the CDS account of the executor or administrator of the deceased's estate must be effected by Bursa Depository. This Form must be signed by the executor or administrator of the deceased's estate, named in the Form of Notification to whom the Offer Securities have been effectively transferred by Bursa Depository and who is registered as the holder of the Offer Securities and the procedures set out in Note 1(A) above shall be applicable.

(D) If your Offer Securities are not credited into your CDS account

If you have purchased the Offer Securities on or before the Closing Date but the Offer Securities have yet to be credited into your CDS account, you should forward this completed Form together with the relevant contract notes as evidence of your beneficial ownership of the Offer Securities to the Registrar at the address set out in Note 1A(v) so as to arrive not later than 5.00 p.m. (Malaysian time) on the Closing Date. You must then perform the procedures as set out in Note 1A(ii) to (iii) above. Once your Offer Securities have been credited into your CDS account, you must perform the procedure as set out in Note 1A(iv) above and then forward the Depositor's copy of your Bursa Depository Transfer Form, duly verified and acknowledged by your ADA/ ADM to the Registrar at the address as set out in Note 1(A)(v) above within seven (7) days from the Closing Date.

(E) If you are a Non-Resident Holder

To accept the Offer, the procedures set out below and in Note 1(A) are applicable to Non-Resident Holders. Non-Resident Holders should also refer to **Section 3 of Appendix II** of the Offer Document.

If you wish to accept the Offer, you are solely responsible to satisfy yourself as to the full observance of the laws of your relevant jurisdiction and in Malaysia in connection with the Offer, including without limitation the following:-

- (i) receipt of cash payments in Ringgit Malaysia by you;
- (ii) repatriation of any monies by you out of Malaysia;
- (iii) obtaining any governmental, exchange control or other consents which may be required;
- (iv) compliance with the necessary formalities including legal and regulatory requirements to be observed; and
- (v) payment of any costs relating to the transfer or taxes or duties due in such jurisdiction.

You will be solely responsible for the payment of any transfer fees or taxes or other requisite payments due in such jurisdiction. The Offeror, the Ultimate Offerors, the Registrar and UOBKH shall be entitled to be fully indemnified and held harmless by you for any transfer fees or taxes or other requisite payments which you may be required to pay.

You should consult your professional advisers in the relevant jurisdiction on compliance with legal and other applicable requirements. In accepting the Offer, you represent and warrant to the Offeror, the Ultimate Offerors, the Registrar and us on the following:-

- (i) that you are in full observance of the laws of your relevant jurisdiction and Malaysia;

- (ii) that you have not received copies or originals of this Offer Document, the Form of Acceptance and Transfer or any other Offer related documentation in, into or from any jurisdiction where the extension or acceptance of the Offer or where sending or making available information concerning the Offer to the holders in such jurisdiction would or might be in contravention of local laws or regulations in that jurisdiction ("**Restricted Jurisdiction**");
 - (iii) that you have not, in connection with the Offer or the execution or delivery of the Form of Acceptance and Transfer, utilised, directly or indirectly, the mails or any means or instrumentality of interstate or foreign commerce of, or any facilities of a national securities exchange of, any Restricted Jurisdiction;
 - (iv) that you are accepting the Offer from outside a Restricted Jurisdiction and are in full compliance with all necessary formalities and legal requirements of your relevant jurisdiction; and
 - (v) that you would not cause the Offeror, the Ultimate Offerors, the Registrar and us to be in breach of the laws of your relevant jurisdiction.
2. This Form must be completed in English or Bahasa Malaysia and submitted to the Registrar at the address stated in Note 1(A)(v) above in its entirety.
 3. Please type or write clearly in ink using **BLOCK LETTERS**. Forms defaced by erasures or any kind of correcting fluid may be rejected at the absolute discretion of the Offeror. Amendments must be clearly legible and should be countersigned by you.
 4. Additional copies of this Form may be obtained from the office of the Registrar at the address set out in Note 1(A)(v) above during normal business hours, i.e. from 9.00 a.m. to 5.00 p.m., or downloaded from the website of Bursa Securities at https://www.bursamalaysia.com/market_information/announcements/company_announcement?keyword=&cat=TECO&sub_type=&company=8125&mkt=&alph=&sec=&subsec=&dt ht=&dt lt= from the date of posting of the Offer Document up to the Closing Date.
 5. Further instructions are contained in **Appendix II** of the Offer Document.
 6. If you fail to comply with any of the terms and conditions pertaining to the acceptances as set out in this Form and in the Offer Document, the Offeror may, at its discretion, consider that you have not accepted the Offer. The decision of the Offeror is final and binding.

Settlement of the consideration under the Offer cannot be made until all relevant documents have been properly completed, signed and lodged with the Registrar, Tricor Investor & Issuing House Services Sdn Bhd by the stipulated time and date. All documents sent to the Registrar by post or by hand or via its website at <https://tiih.online> will be at your own risk.

The latest time and date for the lodgement of this completed Form (together with the Depositor's Copy of the Bursa Depository Transfer Form duly verified and acknowledged by your ADA/ ADM, and an acknowledgement of transfer issued by your ADA/ ADM, and where applicable, other document(s) of title or the relevant contract notes) is at 5.00 p.m. (Malaysian time) on the Closing Date, subject to Note 1(D) of this Form if your Offer Securities are not credited into your CDS account.

PART A - OFFER SHARE(S) ONLY

FORM OF ACCEPTANCE AND TRANSFER FOR OFFER SHARE(S)

TO: THE OFFEROR

Dear Sir/ Madam,

In accordance with the terms and conditions of the Offer Document dated 4 October 2021, I/ we hereby accept the Offer made by UOB Kay Hian Securities (M) Sdn Bhd on behalf of the Offeror in respect of _____ (number of units) of my/ our ordinary shares in Daibochi Berhad in consideration of the cash payment of RM2.70⁽¹⁾ for every one (1) Offer Share hereby transferred by me/us. I/ We hereby agree that the total consideration to be paid for my/ our Offer Share(s) will be calculated based on the figure rounded down to the nearest sen, where applicable.

I/ We enclose herewith the Depositor's Copy of the Bursa Malaysia Depository Sdn. Bhd. Transfer of Securities Request Form (FTF010):-

Transfer Reference No. - - -

duly verified and acknowledged by my/ our ADA/ ADM together with Contract Note(s) No(s).⁽²⁾ / the Power of Attorney⁽³⁾/ transfer notice issued by Bursa Depository evidencing the transfer of the Offer Share(s) from the deceased's CDS account to my/ our CDS account, as the personal representative⁽⁴⁾ and/ or other relevant document(s) which is/ are required to effect the transfer of the Offer Share(s).

I/ We confirm that I am/ we are not Non-Resident Holder(s) or that I am/ we are Non-Resident Holder(s) who are ABLE to give the representations and warranties set out in Section 3.1(f) of Appendix II of the Offer Document.⁽⁵⁾

PLEASE ENSURE THAT THE INFORMATION PROVIDED IN THIS FORM IS THE SAME STATED IN THE BURSA DEPOSITORY TRANSFER FORM (FTF010) AND THE RECORDS OF BURSA DEPOSITORY

Name of Depositor (Holder) : _____

CDS Account No. : - -

NRIC No. : Old :
New :

Passport No./Registration No. :

Correspondence Address : _____

Telephone / Contact No. : Office : -
House : -
Mobile : -
Email :

Facsimile No. : -

Date : - -

If holder is an individual If holder is a corporation⁽⁶⁾

Signature of holder Director Director/ Secretary



Notes:-

- (1) *If Daibochi Berhad declares and/ or pays any dividend and/ or other distribution of any nature ("**Distributions**") for its shareholders whereby the entitlement date for such Distributions is on or after the date of the notice of the Offer but prior to the Closing Date, the Offeror will reduce the amount of the Share Offer Price by the quantum of the Distributions per Offer Share that such Holder is entitled to retain. In addition, no adjustment shall be made to the Share Offer Price in the event that the entitlement date for the Distributions is after the Closing Date.*
- (2) *Where Note 1(D) of this Form is applicable.*
- (3) *Where Note 1(B) of this Form is applicable.*
- (4) *Where Note 1(C) of this Form is applicable.*
- (5) *Delete as applicable. Your acceptance may be invalid and disregarded unless you are able to give the confirmation required.*
- (6) *A corporation must affix its common seal which must be witnessed in accordance with its Constitution or other regulations, or signed on its behalf by an authorised officer or attorney in accordance with its Constitution or other regulations.*

This completed and signed Form of Acceptance and Transfer, together with the Depositor's Copy of the Bursa Depository Transfer Form duly verified and acknowledged by your ADA/ ADM and an acknowledgement of transfer issued by your ADA/ ADM, and where applicable, other document(s) of title or the relevant contract note(s) must be submitted to the Registrar at the following address:-

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

or alternatively at

Tricor Customer Service Centre

Unit G-3, Ground Floor, Vertical Podium
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia

Telephone : (603) 2783 9299
Facsimile : (603) 2783 9222
Email address : is.enquiry@my.tricorglobal.com

Alternatively, you may accept the Offer electronically via the Registrar's website at <https://tjih.online> by 5.00 p.m. (Malaysian time) on or before the Closing Date, in which case you are not required to submit physical copies.

PART B - OFFER WARRANT(S) ONLY

FORM OF ACCEPTANCE AND TRANSFER FOR OFFER WARRANT(S)

TO: THE OFFEROR

Dear Sir/ Madam,

In accordance with the terms and conditions of the Offer Document dated 4 October 2021, I/ we hereby accept the Offer made by UOB Kay Hian Securities (M) Sdn Bhd on behalf of the Offeror in respect of _____ (number of units) of my/ our warrants 2017/ 2022 in Daibochi Berhad in consideration of the cash payment of RM0.32 for every one (1) Offer Warrant hereby transferred by me/ us. I/ We hereby agree that the total consideration to be paid for my/ our Offer Warrant(s) will be calculated based on the figure rounded down to the nearest sen, where applicable.

I/ We enclose herewith the Depositor's Copy of the Bursa Malaysia Depository Sdn. Bhd. Transfer of Securities Request Form (FTF010):-

Transfer Reference No. - - -

duly verified and acknowledged by my/ our ADA/ ADM together with Contract Note(s) No(s).⁽¹⁾ / the Power of Attorney⁽²⁾/ transfer notice issued by Bursa Depository evidencing the transfer of the Offer Warrant(s) from the deceased's CDS account to my/ our CDS account, as the personal representative⁽³⁾ and/ or other relevant document(s) which is/ are required to effect the transfer of the Offer Warrant(s).

I/ We confirm that I am/ we are not Non-Resident Holder(s) or that I am/ we are Non-Resident Holder(s) who are ABLE to give the representations and warranties set out in Section 3.1(f) of Appendix II of the Offer Document.⁽⁴⁾

PLEASE ENSURE THAT THE INFORMATION PROVIDED IN THIS FORM IS THE SAME STATED IN THE BURSA DEPOSITORY TRANSFER FORM (FTF010) AND THE RECORDS OF BURSA DEPOSITORY

Name of Depositor (Holder) : _____

CDS Account No. : - -

NRIC No. : Old :
New :

Passport No./Registration No. :

Correspondence Address : _____

Telephone / Contact No. : Office : -
House : -
Mobile : -
Email :

Facsimile No. : -

Date : - -

If holder is an individual

If holder is a corporation⁽⁶⁾

Signature of holder

Director

Director/ Secretary



Notes:-

- (1) Where Note 1(D) of this Form is applicable.
- (2) Where Note 1(B) of this Form is applicable.
- (3) Where Note 1(C) of this Form is applicable.
- (4) Delete as applicable. Your acceptance may be invalid and disregarded unless you are able to give the confirmation required.
- (5) A corporation must affix its common seal which must be witnessed in accordance with its Constitution or other regulations, or signed on its behalf by an authorised officer or attorney in accordance with its Constitution or other regulations.

This completed and signed Form of Acceptance and Transfer, together with the Depositor's Copy of the Bursa Depository Transfer Form duly verified and acknowledged by your ADA/ ADM and an acknowledgement of transfer issued by your ADA/ ADM, and where applicable, other document(s) of title or the relevant contract note(s) must be submitted to the Registrar at the following address:-

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

or alternatively at

Tricor Customer Service Centre

Unit G-3, Ground Floor, Vertical Podium
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia

Telephone : (603) 2783 9299
Facsimile : (603) 2783 9222
Email address : is.enquiry@my.tricorglobal.com

Alternatively, you may accept the Offer electronically via the Registrar's website at <https://tjih.online> by 5.00 p.m. (Malaysian time) on or before the Closing Date, in which case you are not required to submit physical copies.