

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you have sold or transferred all your Offer Shares (as defined herein), you should at once hand this Notice to the purchaser or stockbroker or agent through whom you effected the sale or transfer for onward transmission to the purchaser or transferee.

If you are in any doubt as to the action to be taken or may require advice in relation to the Offer (as defined herein), please consult your stockbroker, solicitor, accountant, bank manager or other professional advisers immediately.

Neither Securities Commission Malaysia ("SC") nor Bursa Malaysia Securities Berhad ("**Bursa Securities**") has perused the contents of this Notice prior to its issuance and hence, the SC and Bursa Securities take no responsibility for the contents of this Notice, make 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.

**NOTICE TO THE SHAREHOLDERS OF
BOUSTEAD PLANTATIONS BERHAD
PURSUANT TO
SUBSECTION 223(2) OF THE CAPITAL MARKETS AND SERVICES ACT 2007
IN RESPECT OF THE
UNCONDITIONAL MANDATORY TAKE-OVER OFFER**

BY



LEMBAGA TABUNG ANGKATAN TENTERA
(Established under the Tabung Angkatan Tentera Act 1973 (Act 101))

("OFFEROR")

THROUGH

Joint Principal Advisers

UOBKayHian

AND



Maybank

Investment Bank

UOB KAY HIAN SECURITIES (M) SDN BHD
(Registration No. 199001003423 (194990-K))
(A Participating Organisation of Bursa Malaysia Securities Berhad)

MAYBANK INVESTMENT BANK BERHAD
(Company Registration No. 197301002412)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

TO ACQUIRE

ALL THE REMAINING ORDINARY SHARES IN BOUSTEAD PLANTATIONS BERHAD NOT ALREADY HELD BY THE OFFEROR ("OFFER SHARE(S)") FOR A CASH OFFER PRICE OF RM1.55 PER OFFER SHARE ("OFFER")

This Notice is dated 17 January 2024



LEMBAGA TABUNG ANGKATAN TENTERA
(Established under the Tabung Angkatan Tentera Act 1973 (Act 101))

Principal place of business of
LEMBAGA TABUNG ANGKATAN TENTERA
Ground Floor, Chulan Tower
No. 3, Jalan Conlay
50450 Kuala Lumpur

17 January 2024

To: The shareholders of Boustead Plantations Berhad ("BPlant") ("Shareholders") who have not accepted the Offer (as defined below)

Dear Sir/Madam,

NOTICE PURSUANT TO SUBSECTION 223(2) OF THE CAPITAL MARKETS AND SERVICES ACT 2007 ("CMSA") IN RESPECT OF THE UNCONDITIONAL MANDATORY TAKE-OVER OFFER BY THE OFFEROR THROUGH UOB KAY HIAN SECURITIES (M) SDN BHD AND MAYBANK INVESTMENT BANK BERHAD (COLLECTIVELY, "JOINT PRINCIPAL ADVISERS") TO ACQUIRE ALL THE OFFER SHARES FOR A CASH OFFER PRICE OF RM1.55 PER OFFER SHARE

We refer to the following:-

- (i) the offer document dated 1 December 2023 which sets out the details, terms and conditions of the Offer ("**Offer Document**");
- (ii) the press notice dated 5 January 2024 on the closing of the Offer at 5.00 p.m. (Malaysian time) on Friday, 5 January 2024 ("**Closing Date**"); and
- (iii) the enclosed notice to the Shareholders who have not accepted the Offer dated 17 January 2024 issued by the Offeror pursuant to subsection 223(2) of the CMSA ("**Section 223 Notice**").

We wish to inform you that as set out in the Section 223 Notice, you may exercise your rights under section 223 of the CMSA, by serving a notice on the Offeror to require the Offeror to acquire your ordinary shares in BPlant ("**Share(s)**") on the same terms as set out in the Offer Document or such other terms as may be agreed or as the High Court, on application made to it by you or by the Offeror, thinks fit to order.

In this regard, if you wish to exercise your rights in accordance with subsection 223(1) of the CMSA, you can serve a notice on the Offeror to require the Offeror to acquire your Shares, whereby such acquisition shall be done on the same terms as the Offer (including at the same offer price of RM1.55 for each Share) as set out in the Offer Document.

To give the Offeror notice to acquire your Shares on the same terms of the Offer set out in the Offer Document, please complete, sign and return the form of notice enclosed with this letter ("**Shareholder's Notice**") and despatch by ordinary or registered post or courier at your own risk or deliver by hand to the share registrar for the Offer, Boardroom Share Registrars Sdn Bhd ("**Registrar for the Offer**"), so as to arrive **no later than 5.00 p.m. (Malaysian time) on Friday, 5 April 2024**, being a date not less than 3 months from the Closing Date.

Information on the relevant procedures for the transfer of your Shares and method of settlement are enclosed herewith.

You do not need to take any action should you wish to retain your Shares. You should only give the Offeror the Shareholder's Notice if you require the Offeror to acquire your Shares in accordance with the terms above.

The information above is not intended to be comprehensive in regard to your rights and options under section 223 of the CMSA and/or any other related provisions of the CMSA.

If you are not certain of any matter arising from this letter or the Section 223 Notice, or of your rights or options arising from section 223 of the CMSA and/or any other related provisions of the CMSA, or otherwise in relation to any legal, regulatory or other matters which may affect you, please consult your stockbroker, bank manager, accountant, solicitor or other professional advisers.

Should you have any question on the above, please do not hesitate to contact the Registrar for the Offer, whose normal business hours are from 9.00 a.m. to 5.00 p.m. (Malaysian time) on Monday to Friday (excluding public holidays in Malaysia), at the following address:-

**Boardroom Share Registrars Sdn Bhd
(Registration No. 199601006647 (378993-D))**
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13
46200 Petaling Jaya, Selangor
Malaysia

Helpdesk Telephone No. : 603 7890 4700
Facsimile No. : 603 7890 4670
Email address : bousteadGO@boardroomlimited.com

Yours faithfully,
For and on behalf of
LEMBAGA TABUNG ANGKATAN TENTERA

DATO' AHMAD NAZIM BIN ABD RAHMAN
Chief Executive

**NOTICE TO SHAREHOLDER WHO HAS NOT ACCEPTED THE OFFER
("SECTION 223 NOTICE")**

(Subsection 223(2) of the Capital Markets and Services Act 2007)

In this notice:-

Boustead Plantations Berhad (Registration No. 194601000012 (1245-M)) is referred to as the "**Offeree**" and Lembaga Tabung Angkatan Tentera (Established under the Tabung Angkatan Tentera Act 1973 (Act 101)) is referred to as the "**Offeror**".

An unconditional mandatory take-over offer was extended by the Offeror through UOB Kay Hian Securities (M) Sdn Bhd and Maybank Investment Bank Berhad to acquire all the remaining ordinary shares in the Offeree not already held by the Offeror ("**Offer Share(s)**") for a cash offer price of RM1.55 per Offer Share ("**Offer**") in accordance with the terms and conditions of the offer document dated 1 December 2023 in relation to the Offer ("**Offer Document**").

In pursuance of the Offer, the Offeror has acquired a total of 49,384,900 Offer Shares from the open market and has, by virtue of the acceptances of the Offer, acquired 449,099,618 Offer Shares (including 3,594,360 Offer Shares from a person acting in concert with the Offeror) up to 22 December 2023 to which the Offer relates.

The Offeror hereby gives you notice, in pursuance of the provisions of subsection 223(1) of the Capital Markets and Services Act 2007 ("**CMSA**"), that those Offer Shares together with such other ordinary shares in the Offeree ("**Share(s)**") as were held by the Offeror at the period mentioned in subsection 223(1) of the CMSA comprise or include not less than nine-tenths (9/10) in the value of all the Shares.

In pursuance of those provisions, you may, by **5.00 p.m. (Malaysian time) on Friday, 5 April 2024**, being a date not less than 3 months from the close of the offer, give notice that you require the Offeror to acquire the Shares held by you, and if you give that notice, the Offeror will be entitled and bound to acquire those Shares on the terms of the Offer as set out in the Offer Document or such other terms as may be agreed or as the High Court, on application made to it by you or by the Offeror, thinks fit to order.

Dated this 17 January 2024.

Yours faithfully,
For and on behalf of
LEMBAGA TABUNG ANGKATAN TENTERA

DATO' AHMAD NAZIM BIN ABD RAHMAN
Chief Executive

PROCEDURES FOR TRANSFER AND METHOD OF SETTLEMENT

If you are an individual, you must, except as mentioned below, personally sign the Shareholder's Notice. If you are a corporation, you must execute the Shareholder's Notice under your common seal, the common seal being affixed and witnessed in accordance with your Constitution or other applicable regulations and signed on your behalf by an authorised officer or attorney.

Please refer to the following procedures to facilitate your completion of the Shareholder's Notice:-

1. TRANSFER OF SHARES

(A) If your Shares are deposited into your Central Depository System ("CDS") account

To require the Offeror to acquire your Shares on the same terms of the Offer as set out in the Offer Document, you are required to:-

- (i) complete and sign the Shareholder's Notice;
- (ii) complete and execute the Bursa Malaysia Depository Sdn Bhd ("**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.	: 219-001-003317161
Name of transferee*	: LEMBAGA TABUNG ANGKATAN TENTERA
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)

Note:-

* *All the Offer Shares accepted under the Offer will be registered in the name of the Offeror and/or its appointed nominee(s), if any. The Offeror may also at its discretion, transfer or credit its Shares into the account of its appointed nominee(s) for the purpose of streamlining its shareholdings in BPlant during the offer period or after the completion of the Offer, if required, subject to the provisions of the Rules on Takeovers, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia or any applicable act/law.*

- (iv) proceed to lodge the completed and signed Bursa Depository Transfer Form with your ADA/ADM for the transfer of the Shares under the CDS on any market day prior to the Expiry 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 as issued under the Securities Industry (Central Depository) Act 1991 ("**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 the completed and signed Shareholder's Notice 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 despatch by ordinary or registered post or courier at your own risk or deliver by hand to the Registrar for the Offer at the following address, so as to arrive **not later than 5.00 p.m. (Malaysian time) on Friday, 5 April 2024 ("Expiry Date")**, being a date not less than 3 months from the close of the Offer:-

Boardroom Share Registrars Sdn Bhd
(Registration No. 199601006647 (378993-D))
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13
46200 Petaling Jaya, Selangor
Malaysia

Helpdesk Telephone No. : 603 7890 4700
Facsimile No. : 603 7890 4670
Email address : bousteadGO@boardroomlimited.com

The Registrar for the Offer will not issue any acknowledgment of the receipt of the Shareholder's Notice and the requisite supporting documents. Proof of time of postage shall not constitute proof of time of receipt by the Registrar for the Offer.

A return envelope is hereby enclosed for your convenience.

(B) If the holder of the Shares ("Shareholder(s)") is away from his/her/its registered address and the Shareholder's Notice is received by the agent of the Shareholder

The agent of the Shareholder should send the Shareholder's Notice by the quickest means (e.g. courier or express post) to the Shareholder for execution or, if he/she/it has executed a Power of Attorney, have the Shareholder's Notice 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 the Shareholder's Notice for noting and lodged with the Registrar for the Offer at the address as set out in Note 1(A)(v) above.

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

(C) If the Shareholder is deceased

In order to transfer the Shares of the deceased, 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 Shares 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. The Shareholder's Notice must be signed by the executor or administrator of the deceased's estate, named in the Form of Notification to whom the Shares have been effectively transferred by Bursa Depository and who is registered as the Shareholder and the procedures set out in Note 1(A) above shall be applicable.

(D) If you have purchased the Shares on or before the Expiry Date but the Shares have yet to be credited into your CDS account

If you have purchased the Shares on or before the Expiry Date but the Shares have yet to be credited into your CDS account, you should forward the completed and signed Shareholder's Notice together with the relevant contract notes as evidence of your beneficial ownership of the Shares to the Registrar for the Offer at the address set out in Note 1A(v) so as to arrive no later than 5.00 p.m. (Malaysian time) on the Expiry Date. You must then perform the procedures as set out in Note 1A(ii) to (iii) above. Once your Shares 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 for the Offer at the address as set out in Note 1(A)(v) above within seven (7) days from the Expiry Date.

(E) If you are a Shareholder (including without limitation, any custodian, nominee and trustee) who is a citizen or national of, or resident in, or has registered addresses in jurisdictions outside Malaysia, or is incorporated or registered with, or approved by any authority outside Malaysia, or non-resident within the definition prescribed under the Financial Services Act 2013 ("Non-Resident Shareholder").

To require the Offeror to acquire your Shares on the same terms of the Offer as set out in the Offer Document, the procedures set out below and in Note 1(A) are applicable to Non-Resident Shareholders.

If you wish to sell your shares to the Offeror, 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 sale, 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 of any governmental, exchange control or other consents which may be required;
- (iv) compliance with the necessary formalities required to be observed; and
- (v) payment of any costs relating to the transfer or other 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 Registrar for the Offer, UOB Kay Hian Securities (M) Sdn Bhd and Maybank Investment Bank Berhad (collectively, the "**Joint Principal Advisers**") 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. If you receive a copy of the Section 223 Notice and/or the Shareholder's Notice, you may not:-

- (i) treat the same as constituting an invitation or offer to sell your shares;
- (ii) use the Shareholder's Notice unlawfully by contravening any relevant registration or other legal requirements; or
- (iii) use the Shareholder's Notice, if in the relevant jurisdiction, the Section 223 Notice or the Shareholder's Notice be received or used by you.

In such circumstances, the Section 223 Notice or the Shareholder's Notice are sent for **information only** and any use of the Shareholder's Notice may be invalid and disregarded.

If you wish to receive the Section 223 Notice and/or the Shareholder's Notice, please provide an address in Malaysia by way of a written notice to the Registrar for the Offer at the address set out in Note 1(A)(v) during its business hours from 9.00 a.m. to 5.00 p.m. (Malaysian time) on Mondays to Fridays (excluding public holidays in Malaysia), failing which the office of the Registrar for the Offer shall be deemed to be the registered address for you and the Section 223 Notice and/or the Shareholder's Notice shall be deemed to be well served to you at the same time it was posted.

2. METHOD OF SETTLEMENT

The settlement of the consideration will be effected via:-

- (i) remittance into your bank account, if you have registered your bank account with Bursa Depository for the purposes of cash dividend/distribution; or
- (ii) otherwise, remittance in the form of cheque(s), banker's draft(s) and/or cashier's order(s) which will be posted by ordinary mail to you (or your designated agents, as you may direct) at your registered Malaysian address last maintained with Bursa Depository, at your own risk,

within 10 days from the date of receipt of the Shareholder's Notice and requisite supporting documents.

Settlement of the consideration cannot be made until all relevant documents have been properly completed, signed and lodged with the Registrar for the Offer by the stipulated time and date.

No acknowledgement of receipt of the Shareholder's Notice will be issued. All documents sent to the Registrar for the Offer will be at your own risk.

3. CONSENT

By completing and delivering the Shareholder's Notice:-

- (i) you consent to the collection, use and disclosure of your personal data by the Offeror, the Registrar for the Offer and Bursa Depository (the "**Authorised Persons**") for purposes of facilitating your acceptance of the Offer and in order for the Authorised Persons to comply with any applicable laws, regulations and/or guidelines;
- (ii) you warrant that where you disclose the personal data of another person, such disclosure is in compliance with applicable law; and
- (iii) you agree that you will indemnify the Authorised Persons in respect of any penalties, liabilities, claims, demands, losses and damages as a result of your breach of such warranty.

SHAREHOLDER'S NOTICE

TO : LEMBAGA TABUNG ANGKATAN TENTERA ("OFFEROR")

Dear Sir/Madam,

In pursuance of section 223 of the Capital Markets and Services Act 2007, I/we hereby give notice that I/we require the Offeror to acquire my/our holding of _____ (number of units) ordinary shares in Boustead Plantations Berhad ("**BPlant**") ("**Share(s)**") on the terms of the Offer (as defined in the Section 223 Notice dated 17 January 2024) as set out in the offer document dated 1 December 2023, and by giving this notice, the Offeror will be entitled and bound to acquire my/ our BPlant Shares at a cash offer price of RM1.55 each.

I/ We enclose herewith the Depositor's Copy of Bursa Malaysia Depository Sdn Bhd ("**Bursa Depository**") Transfer Form:

Transfer Reference No. : - - -

duly verified and acknowledged by my/our Authorised Depository Agent ("**ADA**")/Authorised Direct Member ("**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 Share(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 Share(s).

I/We confirm that (a) I am/we are not Non-Resident Shareholder(s); or (b) that I am/we are Non-Resident Shareholder(s) who are ABLE to give the representations and warranties set out in the Procedures for Transfer and Method of Settlement⁽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 (Shareholder) : _____

CDS Account No. : - -

NRIC No. : Old :
New :

Passport No./Registration No. :

Correspondence Address : _____

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

Facsimile No. : -

Date : - -

If shareholder is an individual If shareholder is a corporation⁽⁵⁾



Signature of shareholder

Director

Director/ Secretary

Notes:-

- (1) *Where Note 1(D) of the Procedures for Transfer and Method of Settlement is applicable.*
- (2) *Where Note 1(B) of the Procedures for Transfer and Method of Settlement is applicable.*
- (3) *Where Note 1(C) of the Procedures for Transfer and Method of Settlement is applicable.*
- (4) *Delete (a) or (b) as applicable.*
- (5) *A corporation must execute this Shareholder's Notice under its common seal, which has to be affixed and witnessed in accordance with its constitution or other applicable regulations or signed on its behalf by an authorised officer(s) or attorney(s) in accordance with its constitution or other applicable regulations.*

This completed and signed Shareholder's Notice together with the Depositor's Copy of 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 for the Offer at the following address no later than **5.00 p.m. (Malaysian time) on Friday, 5 April 2024:-**

**Boardroom Share Registrars Sdn Bhd
(Registration No. 199601006647 (378993-D))**

11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13
46200 Petaling Jaya, Selangor
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