

THIS NOTICE IS FOR THE INFORMATION OF THE HOLDERS OF 5-YEAR REDEEMABLE PREFERENCE SHARES OF INSAS BERHAD ONLY. NO ACTION IS REQUIRED TO BE TAKEN.

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INSAS BERHAD

(Company Registration No. 196101000026 (4081-M))
(Incorporated in Malaysia under the Companies Act, 1965)

**NOTICE TO HOLDERS OF
5-YEAR REDEEMABLE PREFERENCE SHARES ("RPS 2015/2020")
IN RELATION TO
THE FULL REDEMPTION UPON MATURITY AND CANCELLATION OF THE ENTIRE RPS
2015/2020
AND
LAST DIVIDEND PAYMENT OF THE RPS 2015/2020**

(Stock Name: INSAS-PA)
(Stock Code: 3379PA)

Prepared by



M&A SECURITIES SDN BHD

(Company Registration No. 197301001503 (15017-H))
(A Wholly-Owned Subsidiary of Insas Berhad)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

IMPORTANT RELEVANT DATES AND TIME:

Last date and time for trading of RPS 2015/2020	: Friday, 7 February 2020 at 5.00 p.m.
Date and time of suspension of trading of RPS 2015/2020	: Monday, 10 February 2020 at 9.00 a.m.
Book closure date and time	: Tuesday, 18 February 2020 at 5.00 p.m.
Redemption date / Payment date / Maturity date	: Tuesday, 25 February 2020
Date and time for delisting of RPS 2015/2020	: Wednesday, 26 February 2020 at 9.00 a.m.

This Notice is dated 17 January 2020

DEFINITIONS

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

"Book Closure Date"	:	18 February 2020, at 5.00 p.m. being the book closure date to determine the entitlements of the RPS Holders to the full redemption and last dividend payment
"Bursa Depository"	:	Bursa Malaysia Depository Sdn Bhd
"Bursa Securities"	:	Bursa Malaysia Securities Berhad
"CDS Account"	:	An account established by Bursa Depository for the recording of deposits or withdrawals of securities and for dealings in such securities by the depositor
"Insas" or "Company"	:	Insas Berhad
"Maturity Date"	:	Tuesday, 25 February 2020 at 5.00 p.m.
"Notice"	:	This notice to holders of RPS 2015/2020 dated 17 January 2020
"Record of Depositors"	:	A record of securities holders established and maintained by Bursa Depository
"RM"	:	Ringgit Malaysia
"RPS Holders" or "Holders"	:	Persons whose names appear in the Record of Depositors for the RPS 2015/2020
"RPS 2015/2020"	:	5-year redeemable preference shares in Insas

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 a time of day in this Notice shall be a reference to Malaysian time.

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INSAS BERHAD

(Company Registration No. 196101000026 (4081-M))
(Incorporated in Malaysia under the Companies Act, 1965)

Registered Office:

No. 47-5, The Boulevard
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur

17 January 2020

Board of Directors:-

Y.A.M. Tengku Puteri Seri Kemala Tengku Hajjah Aishah Binti Al-Marhum Sultan Haji Ahmad Shah,
DK(II), SIMP (*Chairperson, Independent Non-Executive Director*)
Dato' Wong Gian Kui (*Chief Executive Officer/ Executive Director*)
Dato' Dr Tan Seng Chuan (*Executive Director*)
Soon Li Yen (*Non-Independent Non-Executive Director*)
Oh Seong Lye (*Independent Non-Executive Director*)

To: RPS Holders of Insas

Dear Sir/Madam,

NOTICE TO RPS HOLDERS IN RELATION TO THE FULL REDEMPTION UPON MATURITY AND CANCELLATION OF THE ENTIRE RPS 2015/2020 AND LAST DIVIDEND PAYMENT OF THE RPS 2015/2020

NOTICE IS HEREBY GIVEN THAT pursuant to the terms of the RPS 2015/2020 as stipulated in Clause 14 of the Constitution of the Company, the RPS 2015/2020 will mature at 5.00 p.m. on **Tuesday, 25 February 2020**, being the Maturity Date. Accordingly, all outstanding RPS 2015/2020 shall be redeemed on the Maturity Date ("**Redemption**").

On 26 February 2015, the Company issued 132,601,268 RPS 2015/2020 at RM1.00 each. As at 2 January 2020, being the latest practicable date prior to the printing and despatch of the Notice, the Company has 132,601,268 outstanding RPS 2015/2020.

The RPS 2015/2020 carries the right to receive cumulative preferential dividend payment at the dividend rate per annum of four (4) sen on the issue price per RPS 2015/2020, payable in arrears every 6 monthly ending 30 June and 31 December of each year.

The Redemption shall be made at a redemption price to be calculated as follows:-

- (a) any unpaid dividends (whether or not declared) commencing from (and including) the issue date (or from the relevant dividend date) and ending on the date immediately preceding the Maturity Date; and
- (b) the redemption price of RM1.00 per RPS 2015/2020 which equals to the issue price for each RPS 2015/2020.

Subsequent to the Redemption, the RPS 2015/2020 held by all the RPS Holders will have been fully redeemed by Insas and shall be cancelled by Bursa Depository.

The RPS 2015/2020 are listed on Bursa Securities with the stock name INSAS-PA and stock code 3379PA.

RPS Holders should note that the outstanding RPS 2015/2020 shall be redeemed by Insas by 5.00 p.m. on the Maturity Date and shall thereafter, be cancelled by Bursa Depository. No action is required from the RPS Holders of the outstanding RPS 2015/2020.

Accordingly, the RPS 2015/2020 will be removed from the Official List of Bursa Securities with effect from 9.00 a.m. on Wednesday, 26 February 2020.

All RPS Holders are advised to carefully read the contents of this Notice and note the procedures set out below:-

1. FINAL DIVIDEND PAYMENT

The final dividend payment on the RPS 2015/2020 for the period from 31 December 2019 to 24 February 2020 (from the last dividend payment date up to the date immediately preceding the Maturity Date) at the rate per annum of four (4) sen on the issue price per RPS 2015/2020 will be paid on Tuesday, 25 February 2020 to the RPS Holders whose names appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on Tuesday, 18 February 2020.

2. PAYMENT OF REDEMPTION AMOUNT

The Redemption will be paid on the Maturity Date to the RPS Holders whose names appear in the Record of Depositors of the Company as at the close of business at 5.00 p.m. on Tuesday, 18 February 2020.

The Redemption will be effected on the Maturity Date by way of direct credit into the respective bank accounts that are maintained in the CDS Accounts of the RPS Holders or by cheque payment, which will be despatched to the RPS Holders at the addresses according to the Record of Depositors of RPS 2015/2020 by ordinary post at the risk of the RPS Holders.

3. SUSPENSION OF TRADING AND LAST DAY OF TRADING

Trading of the RPS 2015/2020 on Bursa Securities will be suspended with effect from 9.00 a.m. on Monday, 10 February 2020 until the Maturity Date to facilitate the redemption of the RPS 2015/2020. Hence the last day for trading of the RPS 2015/2020 will be at 5.00 p.m. on Friday, 7 February 2020.

4. NOTICE OF BOOK CLOSURE

RPS Holders whose names appear in the Record of Depositors of RPS 2015/2020 at the close of business at 5.00 p.m. on Tuesday, 18 February 2020 shall be entitled to the Redemption.

Bursa Depository will not be accepting any request for transfer of RPS 2015/2020 commencing **4.30 p.m. on Tuesday, 18 February 2020.**

The entitlement of RPS Holders to the Redemption (which included the final dividend payment) shall only be in respect of the following:-

- (i) RPS 2015/2020 bought on Bursa Securities on or before Friday, 7 February 2020 at 5.00 p.m. being the last day for trading of the RPS 2015/2020; and
- (ii) RPS 2015/2020 transferred into the depositor's CDS Account before 4.30 p.m. on Tuesday, 18 February 2020.

5. CANCELLATION UPON REDEMPTION AND REMOVAL FROM OFFICIAL LIST

All RPS 2015/2020 as at **5.00 p.m. on Tuesday, 25 February 2020** will be debited from the respective RPS Holders' CDS Accounts with Bursa Depository on the Maturity Date and will forthwith be cancelled.

All RPS 2015/2020 will be removed from the Official List of Bursa Securities with effect from **9.00 a.m. on Wednesday, 26 February 2020**.

6. CONSENT

M&A Securities Sdn Bhd has given and has not subsequently withdrawn its written consent to the inclusion in this Notice of its name and all references thereon in the form and context in which they appear.

7. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice has been seen and approved by the Directors of the Company who 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 false or misleading statements or 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:-

Quadrant Biz Solutions Sdn Bhd

No. 47-5, The Boulevard
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur

Tel No: 03-2391 9309

Fax No: 03-2282 4688

Email Address: insassec@quadrantbiz.co

Yours faithfully,
for and on behalf of the Board of Directors of
INSAS BERHAD

DATO' WONG GIAN KUI
Chief Executive Officer/ Executive Director