



FOCUS DYNAMICS GROUP BERHAD (582924-P)
(formerly known as Focus Dynamics Technologies Berhad)
(Incorporated in Malaysia under the Companies Act, 1965)

NOTICE TO WARRANT HOLDERS IN RELATION TO THE EXPIRY AND LAST DATE FOR THE EXERCISE OF THE WARRANTS 2011/2016 ("NOTICE")

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions as stipulated in the Deed Poll dated 15 April 2011, the Exercise Rights of the Warrants 2011/2016 ("**Warrants B**") will expire at 5.00 p.m. on Monday, 6 June 2016 ("**Expiry Date**").

As such, holders of Warrants B intending to exercise their Warrants B are advised to deliver the documents referred to in Section 3(i) of this Notice to the Share Registrar of Focus Dynamics Group Berhad ("**Focus**") not later than 5.00 p.m. on the Expiry Date.

The total number of Warrants B unexercised as at 20 April 2016, being the latest practicable date prior to the printing of this Notice, is 85,927,346.

Warrants B not exercised by 5.00 p.m. on the Expiry Date will lapse and become null and void and ceases to be exercisable thereafter.

Accordingly, the Warrants B will be removed from the Official List of Bursa Malaysia Securities Berhad ("Bursa Securities**") with effect from 9.00 a.m. on Tuesday, 7 June 2016.**

Holders of Warrants B are therefore advised to carefully read the procedures set out below:-

1. SUSPENSION OF TRADING AND LAST DATE FOR TRADING

To facilitate the exercise of the Exercise Rights of the Warrants B, the trading of the Warrants B on Bursa Securities will be suspended with effect from 9.00 a.m. on Friday, 20 May 2016 until the Expiry Date. Hence, the last trading day of the Warrants B will be up to 5.00 p.m. on Thursday, 19 May 2016.

2. EXERCISE PRICE AND PAYMENT OF EXERCISE PRICE

The Exercise Price of the Warrants B is RM0.05 for each new Focus Share. Accordingly, for illustration purposes, if you subscribe for 100 Focus Shares, the Exercise Price shall be RM5.00.

The Exercise Price of RM0.05 shall be made in full and payable in Ringgit Malaysia by banker's draft or cashier's order drawn on a bank operating in Malaysia or a money order or postal order issued by a post office in Malaysia, made out in favor of "**FOCUS WARRANTS 2011/2016 ACCOUNT**" and crossed "**A/C Payee Only**" and endorsed on the reverse side with the name and address, NRIC/passport number/company registration number whichever applicable and CDS Account number of the Warrant Holders.

3. EXERCISE OF EXERCISE RIGHTS

If you are a Warrant Holder and wish to exercise your Exercise Rights, you should:-

- (i) Complete and execute the Exercise Form, a copy of which is attached to this Notice. Additional copies of the Exercise Form can be obtained from the Share Registrar of Focus, **Tricor Investor & Issuing House Services Sdn Bhd** of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan Malaysia; and
- (ii) Deliver and reach the Share Registrar of Focus the following documents and remittances not later than 5.00 p.m. on the Expiry Date:-
 - (a) the Exercise Form duly completed and executed by you;
 - (b) remittance for the full Exercise Price as mentioned in Section 2 above; and
 - (c) remittance of a processing fee of RM21.20 per CDS Account, payable by banker's draft, bank's demand draft, cashier's order, money order or postal order made out in favour of "**Tricor Investor & Issuing House Services Sdn Bhd**".

In respect of the new Focus Shares to be issued to Warrant Holders pursuant to the exercise of the Warrants B:-

- (a) the Company shall allot and issue the new Focus Shares, despatch the notices of allotment to the holders of Warrants B and make an application to Bursa Securities for the quotation of the new Focus Shares within eight (8) market days of the receipt of a duly completed Exercise Form together with the requisite payment or such other period as may be prescribed by Bursa Securities;
- (b) such new Focus Shares shall be credited into the CDS Account specified by the holders of the Warrants B after the allotment of the new Focus Shares. No physical share certificates shall be issued; and
- (c) such new Focus Shares shall rank *pari passu* in all respects with the existing ordinary shares in the capital of the Company except that they shall not rank for any dividends, rights, allotment and/or distributions on the entitlement date of which is on or before the date of allotment of such new Focus Shares.

4. BOOK CLOSURE DATE IN RELATION TO THE WARRANTS B

FURTHER NOTICE IS HEREBY GIVEN THAT:-

- (a) Bursa Malaysia Depository Sdn Bhd will not be accepting any request for the transfer of Warrants for the period commencing 4.00 p.m. on Monday, 30 May 2016 up to the Expiry Date.
- (b) Warrant Holders will qualify for entitlement to subscribe for new Focus Shares in respect of the following:-
 - (i) Warrants B transferred into the Depositor's CDS Account before 4.00 p.m. on Monday, 30 May 2016 in respect of ordinary transfer; and
 - (ii) Warrants B bought on Bursa Securities on or before Thursday, 19 May 2016, being the last day of trading of the Warrants B.

5. EXPIRY OF WARRANTS B

Warrant Holders should note that:-

- (i) If their Exercise Rights are not exercised and the relevant Exercise Form together with remittances 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; and
- (ii) All unexercised Warrants B remaining in a Depositor's CDS Account as at the Expiry Date will be debited from the respective Depositor's CDS Account on Tuesday, 7 June 2016.

6. CONTACT DETAILS FOR ENQUIRIES

All enquiries concerning the above should be addressed to the Share Registrar of Focus:-

Tricor Investor & Issuing House Services Sdn Bhd (11324-H)
Unit 32-01, Level 32, Tower A, Vertical Business Suite
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia
Tel: 03 -27839299, Fax: 03 -27839222

Yours sincerely

For and on behalf of the Board of
FOCUS DYNAMICS GROUP BERHAD
(formerly known as Focus Dynamics Technologies Berhad)

Datuk Manan Bin Haji Md. Said

Executive Chairman

Date: 3 May 2016

Kuala Lumpur