THIS NOTICE (AS DEFINED HEREIN) IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers 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.

OMESTI BERHAD
(Registration No. 200001028094 (530701-T))
(Incorporated in Malaysia)

NOTICE TO HOLDERS OF REDEEMABLE PREFERENCE SHARES 2021/2026 ("RPS")

IN RELATION TO THE

EARLY REDEMPTION OF ALL OUTSTANDING RPS THROUGH THE ISSUANCE OF 1,064,413,670 NEW ORDINARY SHARES IN OUR COMPANY ("SHARES") AT AN ISSUE PRICE OF RM0.10 EACH

STOCK NAME: OMESTI-PB
STOCK CODE: 9008PB

Adviser

TA SECURITIES HOLDINGS BERHAD
(Registration No.: 197301001467 (14948-M))
(A Participating Organisation of Bursa Malaysia Securities Berhad)

IMPORTANT RELEVANT DATES AND/OR TIMES:

Last date and time for trading of RPS	:	Friday, 10 October 2025 at 5:00 p.m.
Date and time of suspension of trading of RPS	:	Monday, 13 October 2025 at 9:00 a.m.
Book closure date and time	:	Tuesday, 21 October 2025 at 5:00 p.m.
Redemption date	:	Wednesday, 29 October 2025
Date and time for delisting of RPS and listing of Shares	:	Friday, 31 October 2025 at 9:00 a.m.

This Notice is dated 29 September 2025

DEFINITIONS

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

"Act"	:	Companies Act 2016
"Board"	:	Board of Directors of our Company
"Book Closure Date"	:	Tuesday, 21 October 2025 at 5:00 p.m., being the day, date and time on which the names of RPS Holders must appear in the Record of Depositors in order to be entitled to the Redemption
"Bursa Depository"	:	Bursa Malaysia Depository Sdn Bhd
"Bursa Securities"	:	Bursa Malaysia Securities Berhad
"CDS"	:	Central Depository System
"Constitution"	:	Amended constitution of our Company, which took effect on 28 December 2020
"Director"	:	A natural person who holds a directorship in a company, whether in an executive or non-executive capacity, and shall have the meaning given in Section 2(1) of the Companies Act, 2016 and subsection 2(1) of the Capital Markets and Services Act, 2007
"LPD"	:	17 September 2025, being the latest practicable date prior to the date of this Notice
"Market Day"	:	A day on which the stock market of Bursa Securities is open for trading in securities, which may include a Surprise Holiday
"Notice"	:	This notice to RPS Holders dated 29 September 2025 in relation to the early redemption of all outstanding RPS through the issuance of 1,064,413,670 Redemption Shares at an issue price of RM0.10 each
"Omesti" or "Company"	:	Omesti Berhad
"Omesti Shares" or "Shares"	:	Ordinary shares in our Company
"Record of Depositors"	:	Record of securities holders established by Bursa Depository under the rules of Bursa Depository pursuant to the Securities Industry (Central Depositories) Act, 1991
"Redemption Date"	:	Wednesday, 29 October 2025, being the date on which the Redemption shall take effect
"RM" and "sen"	:	Ringgit Malaysia and sen, respectively, the lawful currency of Malaysia
"RPS"	:	Redeemable preference shares 2021/2026 in our Company, maturing on 31 March 2026
"RPS Holders"	:	Holders of our RPS
"RPS Settlement" or "Redemption"	:	Settlement / redemption of all 106,441,367 outstanding RPS amounting to RM106,441,367 owing by our Company to our RPS Holders through the issuance of 1,064,413,670 RPS Settlement Shares at an issue price of RM0.10 each
"RPS Settlement Shares" or "Redemption Shares"	:	1,064,413,670 new Shares to be issued by our Company pursuant to the RPS Settlement / Redemption

"Surprise Holiday"	:	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
"TA Securities" or "Adviser"	:	TA Securities Holdings Berhad

All references to "we", "us", "our" and "ourselves" are to our Company. All references to "you" in this Notice are references to the RPS Holders.

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.

Reference to persons shall include a corporation, unless otherwise specified. Any reference in this Notice to any enactment is a reference to that enactment 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.

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OMESTI BERHAD
(Registration No. 200001028094 (530701-T))
(Incorporated in Malaysia)

Registered Office:

Ho Hup Tower – Aurora Place
2-07-01, Level 7, Plaza Bukit Jalil
No. 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur
Malaysia

29 September 2025

Board of Directors

YAM Tunku Zain Al-'Abidin Ibni Tuanku Muhriz *(Chairman / Independent Non-Executive Director)*
Dato' Sri Thong Kok Khee *(Deputy Chairman / Non-Independent Non-Executive Director)*
Monteiro Gerard Clair *(Executive Director)*
Mah Xian-Zhen *(Non-Independent Non-Executive Director)*
Tan Wee Hoong *(Independent Non-Executive Director)*
Syed Md Najib Bin Syed Md Noor *(Independent Non-Executive Director)*
Pauline Teh @ Pauline Teh Abdullah *(Independent Non-Executive Director)*

To: Our RPS Holders

Dear Sir/Madam,

NOTICE TO OUR RPS HOLDERS IN RELATION TO THE EARLY REDEMPTION OF ALL OUTSTANDING RPS THROUGH THE ISSUANCE OF 1,064,413,670 REDEMPTION SHARES AT AN ISSUE PRICE OF RM0.10 EACH

NOTICE IS HEREBY GIVEN that pursuant to Clause 10(G) of our Constitution, our Company has elected to, and will make early redemption of all our outstanding RPS on Wednesday, 29 October 2025 via the issuance of Redemption Shares.

Pursuant to Clause 10(H) of our Constitution, our Company may from time to time make modifications to the terms of the RPS which in the opinion of our Company are not materially prejudicial to the interest of the RPS Holders or are to correct a manifest error or to comply with mandatory provisions of the laws of Malaysia and the relevant regulations. Nevertheless, any variation, modification or abrogation of the rights and privileges attached to the RPS shall require the sanction of a special resolution of the RPS Holders holding or representing not less than 75% of the outstanding RPS. Premised on the above, our Company had on 24 September 2025, obtained approvals from our shareholders and RPS Holders for the RPS Settlement, to facilitate the early redemption of all our outstanding RPS via the issuance of Redemption Shares, instead of cash redemption.

Accordingly, our Company shall redeem all the outstanding RPS at a redemption price of RM1.00 per RPS, through the issuance of 1,064,413,670 Redemption Shares at an issue price of RM0.10 each, for each RPS held as at Book Closure Date.

Pursuant to Clause 10(B) of our Constitution, our RPS holders are entitled to receive cumulative gross preferential dividend rate of 5.0% per annum based on the issue price of RM1.00 per RPS, subject to the availability of distributable profits of our Company and the provisions of the Act. No dividend shall be paid on the ordinary shares unless the dividends on the RPS have first been paid. For information purposes, our Company has paid total dividends amounting to approximately RM17.28 million in respect of the RPS since the date of issuance, funded entirely through the internally generated funds of our Group. However, our Company notes that no dividends were declared or paid in respect of the RPS since 29 June 2024 up to the date of this Notice, as our Company did not record any distributable profits including retained earnings for the relevant period. Accordingly, such unpaid dividends, while cumulative in nature, will not be payable under the terms of the RPS as the condition for payment (i.e., the availability of distributable profits) was not met.

RPS Holders are advised to note the following carefully:

1. INTRODUCTION

On 28 December 2020, our Company obtained shareholders' approval for the renounceable rights issue of up to 119,775,814 new RPS in our Company at an issue price of RM1.00 per RPS, together with up to 279,476,894 free detachable warrants. The salient terms of our RPS are set out in our abridged prospectus dated 8 March 2021.

On 1 April 2021, our Company issued 106,441,367 RPS at RM1.00 each, which was listed on Bursa Securities on 7 April 2021.

The tenure of our RPS is 5 years commencing from and inclusive the date of issuance of the RPS, maturing on 31 March 2026 ("**Maturity Date**"). Subject to the provisions of the Act, our Company may at our option and discretion redeem any of our RPS on a pro-rata basis at 100% of the issue price of RM1.00 each at any time during the tenure of the RPS up to the Maturity Date by giving not less than 7 business days' notice of our intention to do so.

On 6 June 2025, TA Securities announced on behalf of our Board that we proposed to undertake, amongst others, the RPS Settlement.

Bursa Securities had, vide its letter dated 12 August 2025, approved, amongst others, the RPS Settlement, subject to conditions as disclosed in our Company's circular to shareholders and RPS Holders dated 2 September 2025.

Our shareholders and RPS Holders had approved, amongst others, the RPS Settlement at our extraordinary general meeting held on 24 September 2025.

On 26 September 2025, TA Securities announced on behalf of our Board the issue price of the RPS Settlement Shares, fixed at RM0.10 per RPS Settlement Shares, represents a discount of RM0.0002 or approximately 0.20% to the theoretical ex-all price of our Shares of RM0.1002 which was derived from the rights issue with warrants undertaken by our Company (refer to the circular to our shareholders and RPS Holders dated 2 September 2025), calculated based on the 5-day volume-weighted average market price of our Shares up to and including 25 September 2025, being the last market day immediately prior to the price-fixing date of RM0.1204 per Share.

As at LPD, our Company has 106,441,367 outstanding RPS.

2. SUSPENSION OF TRADING

To facilitate the orderly Redemption on the Redemption Date, trading of the RPS on Bursa Securities will be suspended with effect from Monday, 13 October 2025 at 9:00 a.m. until the Redemption Date. Hence, the last day and time for trading of the RPS will be on Friday, 10 October 2025 at 5:00 p.m.

3. BOOK CLOSURE DATE

RPS Holders whose names appear in the Record of Depositors of our Company at the close of business on Tuesday, 21 October 2025 at 5:00 p.m. shall be entitled to the Redemption on the Redemption Date.

The Bursa Depository will not be accepting any request for transfer of RPS commencing on Tuesday, 21 October 2025 at 4:30 p.m.

The entitlement of RPS Holders to the Redemption shall only be in respect of the following:

(i) RPS transferred into the depositor's securities account before Tuesday, 21 October 2025 at 4:30 p.m.; and

(ii) RPS bought on Bursa Securities on or before Friday, 10 October 2025 at 5:00 p.m., being the last date and time for trading of RPS.

4. REDEMPTION

On Redemption Date, our Company shall redeem all our outstanding RPS at a redemption price of RM1.00 per RPS, through the allotment and issuance of 1,064,413,670 Redemption Shares at an issue price of RM0.10 each to the respective RPS Holders.

For illustrative purposes, if an RPS Holder holds 1,000 RPS, he or she will be entitled to receive 10,000 Redemption Shares.

The Redemption Shares will be credited directly into the CDS accounts of the respective RPS Holders whose names appear in the Record of Depositors of our Company as at the Book Closure Date on 21 October 2025. The Redemption Shares will be listed on the Main Market of Bursa Securities on Friday, 31 October 2025 at 9:00 a.m.

5. CANCELLATION UPON REDEMPTION AND REMOVAL FROM OFFICIAL LIST

All outstanding RPS as at the Redemption Date will be debited from the respective RPS Holders' CDS accounts with Bursa Depository on Friday, 31 October 2025. The RPS will be delisted from Bursa Securities on Friday, 31 October 2025 at 9:00 a.m.

6. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED WITH THEM

Save as disclosed below, none of our Directors, major shareholders and/or chief executive and/or persons connected with them (as defined in the Main Market Listing Requirements of Bursa Securities) have any interests, direct or indirect, in the Redemption:

(i) Dato' Mah Siew Kwok is the major shareholder of our Company, and he will be issued with the Redemption Shares pursuant to the Redemption;

(ii) Monteiro Gerard Clair ("**Gerard**") is the Executive Director and major shareholder of our Company, and he will be issued with the Redemption Shares pursuant to the Redemption;

(iii) Mah Xian-Zhen is the Non-Independent Non-Executive Director and shareholder of our Company, and she will be issued with the Redemption Shares pursuant to the Redemption;

(iv) Dato' Sri Thong Kok Khee is the Deputy Chairman / Non-Independent Non-Executive Director and substantial shareholder of our Company. He is the major shareholder of Insas Berhad, while Insas Plaza Sdn Bhd ("**IPSB**"), Gryphon Asset Management Sdn Bhd ("**GAMSB**") and Montego Assets Limited ("**MAL**"), wholly-owned subsidiaries of Insas Berhad, as well as Winfields Development Pte Ltd ("**WDPL**"), a 40%-owned associated company of Insas Berhad, will be issued with the Redemption Shares pursuant to the Redemption;

(v) Datin Yap Siew Bee, being the spouse of Dato' Mah Siew Kwok, is a person connected to him, and she will be issued with the Redemption Shares pursuant to the Redemption;

(vi) Low Choon Chong, being the spouse of Mah Xian-Zhen, is a person connected to her, and he will be issued with the Redemption Shares pursuant to the Redemption;

(vii) Insas Berhad, being a person connected to Dato' Sri Thong Kok Khee, who is a major shareholder of Insas Berhad with 0.78% direct interest and 24.26% indirect interest as at the LPD. Its subsidiaries, being GAMSB, IPSB, and MAL, as well as its associated company, being WDPL, will be issued with the Redemption Shares pursuant to the Redemption;

(viii) GAMSB, IPSB, and MAL (wholly-owned subsidiaries of Insas Berhad) as well as WDPL (a 40%-owned associated company of Insas Berhad), are persons connected to Dato' Sri Thong Kok Khee by virtue of his interest in Insas Berhad, will be issued with the Redemption Shares pursuant to the Redemption;

(ix) H2O Holdings Sdn Bhd, being a person connected to Gerard, who holds substantial interest in H2O Holdings Sdn Bhd; and

(x) Thong Weng Sheng and Thong Mei Chuen, being the son and daughter of Dato' Sri Thong Kok Khee, respectively, are persons connected to him.

The direct and indirect holdings of RPS by the Interested Directors (as defined herein), Interested Major Shareholders (as defined herein) and persons connected with them in our Company as at the LPD are as follows:

	Direct		**Indirect**	
	No. of RPS	**%[(1)]**	**No. of RPS**	**%[(1)]**
Interested Major Shareholders (RPS Settlement)				
Dato' Mah Siew Kwok	20,847,200	19.59	508,800[(2)]	0.48
Gerard	1,023,840	0.96	-	-
Interested Directors (RPS Settlement)				
Gerard	1,023,840	0.96	-	-
Mah Xian-Zhen	55,000	0.05	1,929,000[(3)]	1.81
Dato' Sri Thong Kok Khee	-	-	11,234,800[(4)]	10.55
Persons connected with the Interested Major Shareholders (RPS Settlement)				
Datin Yap Siew Bee	508,800	0.48	-	-
H2O Holdings Sdn Bhd	-	-	-	-
Persons connected with the Interested Directors (RPS Settlement)				
Low Choon Chong	1,929,000	1.81	-	-
Insas Berhad	-	-	11,234,800[(5)]	10.55
GAMSB	5,031,900	4.73	-	-
IPSB	3,962,900	3.72	-	-
MAL	1,540,000	1.45	-	-
WDPL	700,000	0.66	-	-
Thong Weng Sheng	-	-	-	-
Thong Mei Chuen	-	-	-	-
H2O Holdings Sdn Bhd	-	-	-	-

Notes:

(1) Based on 106,441,367 RPS as at the LPD.

(2) Deemed interested by virtue of his spouse's interest pursuant to Section 8 of the Act.

(3) Deemed interested by virtue of her spouse's interest pursuant to Section 8 of the Act.

(4) Deemed interested by virtue of his interest in Insas Berhad (deemed interested by virtue of its interests in IPSB, GAMSB, MAL and WDPL pursuant to Section 8 of the Act) pursuant to Section 8 of the Act.

(5) Deemed interested by virtue of its interests held by IPSB, GAMSB, and MAL, which are subsidiaries of Insas Berhad and WDPL, an associated company of Insas Berhad pursuant to Section 8 of the Act.

7. CONSENTS

TA Securities, being the Adviser for the RPS Settlement, has given and has not subsequently withdrawn its written consent to the inclusion in this Notice of its name and all references thereto in the form and context in which they appear in this Notice.

8. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice has been seen and approved by our Board and they collectively and individually accept full responsibility for the accuracy of the information given 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 information contained in this Notice, or other facts and information, the omission of which would make any statement in this Notice false or misleading.

9. ADDITIONAL INFORMATION

All enquiries concerning this Notice should be addressed to our Share Registrar at the following address:

Bina Management (M) Sdn Bhd
(Registration No. 197901005880 (50164–V))
Lot 10, The Highway Centre
Jalan 51/205, 46050 Petaling Jaya
Selangor Darul Ehsan

Tel. No.: 03-7784 3922
Fax No.: 03-7784 1988
Email: binawin@binamg168.com

Yours faithfully,
For and on behalf of our Board
OMESTI BERHAD

YAM TUNKU ZAIN AL-'ABIDIN IBNI TUANKU MUHRIZ
Chairman / Independent Non-Executive Director