

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

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Hume Cement Industries Berhad

A Member of the Hong Leong Group

Registration No. 198001008443 (62227-X)

**NOTICE TO THE HOLDERS OF THE 5-YEAR 5% REDEEMABLE CONVERTIBLE
UNSECURED LOAN STOCKS 2019/2024 (“RCULS”)**

IN RELATION TO

THE FINAL COUPON PAYMENT AND MATURITY OF THE RCULS

**STOCK NAME : HUMEIND-LA
STOCK CODE : 5000LA**

IMPORTANT RELEVANT DATES AND TIME:

Last date and time for trading of the RCULS	:	Friday, 10 May 2024 at 5.00 p.m.
Date and time of suspension of trading of the RCULS	:	Monday, 13 May 2024 at 9.00 a.m.
Last date and time for the transfer of the RCULS	:	Tuesday, 21 May 2024 before 4.30 p.m.
Last date and time for conversion of the RCULS	:	Wednesday, 29 May 2024 at 5.00 p.m.
Date and time of maturity of the RCULS	:	Wednesday, 29 May 2024 at 5.00 p.m.
Date and time for delisting of the RCULS	:	Thursday, 30 May 2024 at 9.00 a.m.

This Notice is dated 23 April 2024

DEFINITIONS

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

“Board” or “Directors”	:	Board of Directors of HCIB
“Bursa Depository”	:	Bursa Malaysia Depository Sdn Bhd
“Bursa Securities”	:	Bursa Malaysia Securities Berhad
“CDS”	:	Central Depository System
“Consolidated Trust Account”	:	The consolidated trust account maintained pursuant to paragraph (c) of Section 7 of the Financial Procedure Act 1957 (Revised 1972)
“Conversion Notice”	:	The notice for exercising the right of the RCULS Holders under the RCULS held by them to convert all or any amount of their RCULS into fully paid new HCIB Shares at the Conversion Price at any time up to 5.00 p.m. on 29 May 2024
“Conversion Price”	:	RM0.70, being the conversion price of the RCULS for every 1 new HCIB Share
“Paying Agent”	:	Hong Leong Share Registration Services Sdn Bhd
“Record of Depositors”	:	A record of securities holders established by Bursa Depository under the rules of Bursa Depository, as amended from time to time
“RCULS”	:	The 5-year 5% redeemable convertible unsecured loan stocks 2019/2024 issued by HCIB
“RCULS Holders”	:	Holders of the RCULS
“HCIB Share(s)”	:	Ordinary share(s) in HCIB
“HCIB” or “Company”	:	Hume Cement Industries Berhad
“Trust Deed”	:	Trust Deed dated 16 April 2019 constituting the RCULS entered into between HCIB and the Trustee
“Trustee”	:	AmanahRaya Trustees Berhad

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FORM OF CONVERSION NOTICE

ENCLOSED

Registered Office:
Level 31, Menara Hong Leong
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur

23 April 2024

DIRECTORS:

YBhg Datuk Kwek Leng San (Chairman; Non-Executive/Non-Independent)
Ms Tai Sook Yee (Non-Executive Director/Independent)
YBhg Datuk Ir. Ahmad 'Asri bin Abdul Hamid (Non-Executive Director/Independent)
YBhg Dato' Mohamad Kamarudin bin Hassan (Non-Executive Director/Independent)

To: The RCULS Holders

Dear Sir/Madam

NOTICE TO THE RCULS HOLDERS IN RELATION TO THE FINAL COUPON PAYMENT AND MATURITY OF THE RCULS

NOTICE IS HEREBY GIVEN THAT pursuant to the terms and conditions stipulated in the Trust Deed constituting RM172,473,768 nominal value of the RCULS issued at 100% of its nominal value of RM1.00, the RCULS will mature on **Wednesday, 29 May 2024 at 5.00 p.m. ("Maturity Date")**.

As at 9 April 2024, being the latest practicable date prior to the printing of this Notice, the total number of RCULS outstanding is 68,169,515 at RM1.00 nominal value each.

On the Maturity Date, all outstanding RCULS shall be automatically converted into new HCIB Shares at the Conversion Price. The conversion of the RCULS will not require any cash payment by the RCULS Holders. Upon conversion, the RCULS shall be cancelled and cease to bear coupon.

Accordingly, the RCULS will be removed from the Official List of Bursa Securities with effect from 9.00 a.m. on Thursday, 30 May 2024.

RCULS Holders are advised to read carefully the notes set out below.

RCULS Holders have the right to convert all or any amount of the RCULS held by them into fully paid new HCIB Shares at the Conversion Price at any time up to the Maturity Date.

The new HCIB Shares to be issued and allotted arising from the conversion of the RCULS will be credited into the CDS accounts of the respective RCULS Holders. No physical share certificate will be issued to the RCULS Holders.

The Company shall within 8 market days from the date of receipt of a valid Conversion Notice or the Maturity Date:

- (a) issue and allot the new HCIB Shares arising from the conversion of the RCULS;
- (b) despatch notices of allotment to the RCULS Holders; and
- (c) make an application to Bursa Securities for the quotation and listing of such new HCIB Shares.

The new HCIB Shares to be issued upon conversion of the RCULS will, upon allotment and issue, rank equally in all respects with the then existing HCIB Shares, except that they will not be entitled to any dividends, rights, allotments and/or any other distributions in respect of which the entitlement date is before the date of allotment of such new HCIB Shares.

Any fractional new HCIB Shares arising from the conversion of the RCULS shall be disregarded.

1. FINAL COUPON PAYMENT

The final coupon payment of the RCULS at the rate of 5% per annum for the period from 30 November 2023 to 29 May 2024 will be paid on the Maturity Date to all RCULS Holders whose names appear in the Company's Record of Depositors of RCULS as at the close of business at 5.00 p.m. on Tuesday, 21 May 2024.

2. SUSPENSION OF TRADING AND LAST DAY FOR TRADING

Trading of the RCULS on Bursa Securities will be suspended with effect from 9.00 a.m. on Monday, 13 May 2024 up to the Maturity Date. Hence, the last day and time for trading of the RCULS will be on Friday, 10 May 2024 at 5.00 p.m.

3. MANDATORY CONVERSION

On the Maturity Date, all the outstanding RCULS shall be automatically converted into new HCIB Shares, each credited as fully paid, at the Conversion Price.

Any fractional new HCIB Shares arising from the conversion of the RCULS shall be disregarded.

The new HCIB Shares will be credited into the CDS accounts of the RCULS Holders whose names appear in the Company's Record of Depositors of RCULS as at the Maturity Date. No share certificates will be issued to the RCULS Holders as a result of the mandatory conversion of the RCULS into fully paid new HCIB Shares on the Maturity Date.

4. BOOKS CLOSURE FOR PAYMENT OF FINAL COUPON AND MATURITY OF THE RCULS

4.1 RCULS Holders should note that apart from the provisions contained in the Trust Deed, the following provisions of Bursa Depository will apply to the RCULS:

- (a) Bursa Depository will not be accepting any request for transfer of RCULS for the period commencing 4.30 p.m. on Tuesday, 21 May 2024 until the Maturity Date; and
- (b) all deposited RCULS remaining in the depositor's CDS account as at the Maturity Date will be debited from the respective depositor's CDS account on Thursday, 30 May 2024.

4.2 A depositor shall qualify for entitlement to the final coupon payment only in respect of:

- (a) RCULS transferred into the depositor's CDS account before 4.30 p.m. on Tuesday, 21 May 2024 in respect of transfers; and
- (b) RCULS bought on Bursa Securities on or before 5.00 p.m. on Friday, 10 May 2024, being the last day of trading of the RCULS.

5. DEPOSIT OF UNCLAIMED MONEYS PURSUANT TO CLAUSE 19 OF THE TRUST DEED

In the event any of the RCULS Holders which the Company is ready to pay or satisfy or pay coupon thereon fail to claim or accept any moneys due to those RCULS Holders within 6 months after the due date for payment of the whole or part of such RCULS, the Company shall be at liberty to procure the Paying Agent or if so requested by the Trustee deposit with a licensed bank or licensed investment bank in an account in the name of the Trustee an amount equal to the amount due to such RCULS Holder and upon such deposit or payment being made, the RCULS which the Company is ready to pay or satisfy shall be deemed to have been duly paid or satisfied in accordance with the provisions under the Trust Deed. After provision for payment or satisfaction of such RCULS is made by such deposit required for the purpose, the Trustee shall not be responsible for the safe custody of such moneys or for income thereon the distribution or compensation thereon except for such interest (if any) as the said monies may earn whilst on deposit less any costs, charges and expenses reasonably incurred or levied and charges made by the Trustee in connection therewith.

6. FORFEITURE OF UNCLAIMED MONEYS PURSUANT TO CLAUSE 20 OF THE TRUST DEED

Any money deposited or paid in accordance with Clause 19 of the Trust Deed and any coupon not claimed after the date upon which such moneys shall have become due and payable shall be paid by the Trustee to the Consolidated Trust Account in accordance with the provisions of the Unclaimed Moneys Act 1965 (Revised, 1989) and notwithstanding the provisions of the Trust Deed, all liabilities of the Trustee and the Company with respect to such moneys shall thereupon cease.

7. DIRECTORS' RESPONSIBILITY STATEMENT

This Notice had been seen and approved by the Directors who collectively and individually accept full responsibility for the accuracy of the information given and confirm that, having made all reasonable enquiries and to the best of their knowledge and belief, there are no other material facts, the omission of which would make any statement herein misleading.

8. CONTACT FOR ENQUIRIES

Any enquiries concerning this Notice may be addressed to the Company's Share Registrar at:

Hong Leong Share Registration Services Sdn Bhd
Level 25, Menara Hong Leong
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur

Telephone No. : 603-2088 8818
Facsimile No. : 603-2088 8990

Yours faithfully
For and on behalf of the Board

DATUK KWEK LENG SAN
Chairman



Hume Cement Industries Berhad

A Member of the Hong Leong Group

Registration No. 198001008443 (62227-X)

MATURITY DATE

29 MAY 2024

CONVERSION PERIOD

31 MAY 2019 TO 29 MAY 2024

CONVERSION PRICE

**RM0.70 FOR EVERY ONE (1)
NEW HCIB SHARE**

CONVERSION NOTICE

RM172,473,768 NOMINAL VALUE OF 5-YEAR 5% REDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS ("RCULS")

PARTICULARS OF DEPOSITOR

* Name of Depositor (RCULS Holder) : _____

* Old/New NRIC : Old : _____ New : _____

* Passport/Armed Forces/Police
Personnel/Registration No. : _____

Correspondence Address of Depositor : _____

Telephone Number : Handphone : _____ House / Office: _____

Email Address : _____

[All information given must be as per information in the records of Bursa Malaysia Depository Sdn Bhd ("Bursa Depository")]

Name and Address of Share Registrar : HONG LEONG SHARE REGISTRATION SERVICES SDN BHD,
LEVEL 25 MENARA HONG LEONG,
NO 6 JALAN DAMANLELA, BUKIT DAMANSARA
50490 KUALA LUMPUR.

TO: **HUME CEMENT INDUSTRIES BERHAD ("HCIB" OR THE "COMPANY")**

1. I/We, the undersigned, being the registered holder(s) of the undermentioned RCULS, hereby exercise my/our Conversion Rights to convert RM_____ nominal amount of such aforesaid RCULS into New HCIB Shares in accordance with the Conditions of the RCULS and in accordance with the Trust Deed.
2. I/We also :-
 - (a) hereby confirm and declare that all information provided by me/us are herein true and correct;
 - (b) hereby confirm and declare that my/our particulars indicated above with an asterisk (*) are identical with the information in the records of Bursa Depository with regards to my/our CDS Account and further agree and confirm that in the event the aforesaid particulars differ from the information in Bursa Depository's records, the exercise of my/our Conversion Rights hereunder may at your discretion be rejected;
 - (c) hereby irrevocably authorize you to instruct Bursa Depository to debit the quantities of the RCULS specified above from my/our CDS Account as specified below and credit the New HCIB Shares into my/our CDS Account as specified below in exercise of my/our Conversion Rights;
 - (d) hereby confirm that the RCULS are or have been designated as "free securities" in my/our CDS Account;
 - (e) hereby authorize you to despatch the notice of allotment to me/us within 8 Market Days (or such other period as may be prescribed or allowed under the Listing Requirements) at my/our own risk by ordinary post to the correspondence address mentioned herein;
 - (f) hereby agree to accept all the New HCIB Shares upon the exercise of the Conversion Rights subject to the Constitution of the Company; and
 - (g) hereby confirm that after the lodging of this Conversion Notice to the Company, I/we shall not dispose, transfer, charge or otherwise encumber the RCULS intended for the exercise of the Conversion Rights herein until the exercise is completed by the debiting of the RCULS from my/our CDS Account or the exercise is rejected by the Company, whichever shall be applicable.
3. I/We declare and agree that I/we have complied with all exchange control requirements, and other legal requirements applicable to the exercise of the Conversion Rights. I/We hereby undertake to fully indemnify the Company and the Share Registrar for any cost, loss or damage caused by any breach by me/us of any of the terms and conditions contained in this Conversion Notice.



ACCOUNT FOR DEBITING OF RCULS AND CREDITING OF NEW HCIB SHARES													
Securities Code	Nominal Value of RCULS (RM)	Quantity of New HCIB Shares	CDS ACCOUNT NUMBER										
5000LA													
5000LA													
5000LA													

Dated this ____ day of _____ 20__

If RCULS Holder is an individual

If RCULS Holder is a Corporation

The Common Seal of the RCULS Holder was hereunto affixed in the presence of :-

Signature of RCULS Holder

Director

Director/Secretary

Notes :

1. No Depositor shall be allowed to instruct the crediting of New HCIB Shares into a CDS Account other than those from which the RCULS are to be debited.
2. No physical share certificate will be issued to the Depositor in respect of the New HCIB Shares issued as a result of any exercise of the Conversion Rights.
3. The Conversion Notice shall be taken as an instruction to the Company to convert the RCULS into New HCIB Shares at the Conversion Price disregarding any fractions arising therefrom.
4. In exercising the Conversion Rights represented by the RCULS, compliance must be made with any exchange control or other statutory requirements for the time being applicable and the provision of the Central Depositories Act and the Rules.
5. If any part of this Conversion Notice is not fully and properly completed and/or executed, the Company will be entitled to regard the exercise of the Conversion Rights under the Conversion Notice as invalid.
6. All outstanding RCULS which have not been converted on the Maturity Date in accordance with the provisions of the Trust Deed by 5.00 p.m. on the last day of the Conversion Period shall be mandatorily converted by the Company into New HCIB Shares at the Conversion Price on Maturity Date.
7. Terms defined in the Trust Deed but not specifically defined herein shall, unless the context otherwise requires, have the same meanings when used in this Conversion Notice.
8. A corporation completing this Conversion Notice is required to affix its common seal in accordance with the Companies Act 2016 and/or its constitution or memorandum and articles of association.
9. This Conversion Notice lodged with the Share Registrar is irrevocable and cannot be withdrawn.

Kindly make separate payment of RM20.00 for each CDS account (exclusive of any applicable SST) to HONG LEONG SHARE REGISTRATION SERVICES SDN BHD being processing fee.
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