



**KLK SAWIT NUSANTARA BERHAD**  
198501000955 (133399-A)  
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[www.klk.com.my](http://www.klk.com.my)

**FOR IMMEDIATE RELEASE**

20 March 2024

<b>To:</b>	<b>Attention:</b>	<b>Email address:</b>
Securities Commission Malaysia Bursa Malaysia Securities Berhad	Take-overs and Mergers Listing Division	tomannouncement@seccom.com.my Listing1@bursamalaysia.com
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Sin Chew Jit Poh	The Editor, Business Section	business@sinchew.com.my

**KLK SAWIT NUSANTARA BERHAD (“KSN”)**

**UNCONDITIONAL VOLUNTARY TAKE-OVER OFFER BY KUALA LUMPUR KEPONG BERHAD (“OFFEROR”) THROUGH RHB INVESTMENT BANK BERHAD TO ACQUIRE ALL THE REMAINING ORDINARY SHARES IN KSN NOT ALREADY HELD BY THE OFFEROR (“OFFER SHARES”) FOR A CASH CONSIDERATION OF RM3.42 PER OFFER SHARE (“OFFER”)**

We refer to the offer document dated 26 February 2024 in relation to the Offer (“**Offer Document**”). Unless otherwise defined in this press notice, capitalised terms used in this press notice have the same meaning as those given to them in the Offer Document.

We wish to inform the SC that the Offeror has announced that the compulsory acquisition notice under subsection 222(1) of the CMSA (“**Compulsory Acquisition Notice**”) has been despatched on 20 March 2024, to all the Dissenting Shareholders (whose names appear in the Record of Depositors of KSN as at 5.00 p.m. (Malaysian time) on Monday, 18 March 2024), notifying them of the Offeror’s intention to compulsorily acquire all the remaining Offer Shares held by the Dissenting Shareholders.

Subject to the provisions of the CMSA, the Offeror shall be registered as the holder of the remaining Offer Shares not already owned by the Offeror:

- (i) after the expiration of 1 month from the date of the Compulsory Acquisition Notice; or
- (ii) if applicable, after 14 days from the date of posting of the statement of the names and addresses of all other Dissenting Shareholders, as shown in the Register of Members and/or Record of Depositors of KSN, to the Dissenting Shareholder upon his/her request,

whichever is later.

The statutory declaration by the Offeror, stating that the conditions for the despatch of the Compulsory Acquisition Notice have been satisfied, was also despatched together with the Compulsory Acquisition Notice.

A copy of the Compulsory Acquisition Notice is attached.

Yours faithfully,  
For and on behalf of


**KLK SAWIT NUSANTARA BERHAD**

**CHANG POOI YEE**  
Company Secretary

**KUALA LUMPUR KEPONG BERHAD**  
(Registration No. 197301001526 (15043-V))  
(Incorporated in Malaysia)

**NOTICE TO DISSENTING SHAREHOLDER**  
(Subsection 222(1) of the *Capital Markets and Services Act 2007*)

To:



In this notice—

KLK Sawit Nusantara Berhad (Registration No. 198501000955 (133399-A)) is referred to as the “**Offeree**”, and Kuala Lumpur Kepong Berhad (Registration No. 197301001526 (15043-V)) is referred to as the “**Offeror**”.

On 26 February 2024, the Offeror through RHB Investment Bank Berhad, made an unconditional voluntary take-over offer to acquire all the remaining ordinary shares in the Offeree (“**Shares**”) not already held by the Offeror (“**Offer Shares**”) for a cash consideration of RM3.42 per Offer Share (“**Offer**”) in accordance with the terms and conditions set out in the offer document in relation to the Offer dated 26 February 2024.

Up to 26 February 2024, being a date within four months after the making of the Offer by the Offeror, the Offer was accepted by the holders of not less than nine-tenths in nominal value of the Offer Shares (other than those already held at the date of the Offer by the Offeror, or by a nominee for or for a related corporation of the Offeror).

The Offeror hereby gives you notice, in pursuance of the provisions of section 222 of the *Capital Markets and Services Act 2007*, that it desires to acquire all the Offer Shares held by you in the Offeree.

You are entitled within a month from the date on which this notice is given, to require the Offeror, by demand in writing served on the Offeror to supply you with a statement of the names and addresses of all other dissenting shareholders as shown in the register of members and/or record of depositors of the Offeree, and the Offeror will not be entitled or bound to acquire the Offer Shares held by those dissenting shareholders until 14 days after the posting to you of the statement of those names and addresses.

Unless upon an application made to the High Court by you on or before 19 April 2024, being one month from the date of this notice, the High Court orders otherwise, the Offeror will, in pursuance of those provisions, be entitled and bound to acquire all the Offer Shares held by you in the Offeree on the same terms and conditions of the abovementioned Offer.

Dated this 20 March 2024

Yours faithfully,  
For and on behalf of  
**KUALA LUMPUR KEPONG BERHAD**

**TAN SRI DATO’ SERI LEE OI HIAN**  
Executive Chairman

**STATUTORY DECLARATION BY DIRECTOR OF  
KUALA LUMPUR KEPONG BERHAD**  
(Registration No. 197301001526 (15043-V))  
(Incorporated in Malaysia)

**PURSUANT TO SUBSECTION 222(1) OF THE CAPITAL MARKETS AND SERVICES ACT 2007  
("CMSA")**

In connection with the compulsory acquisition of the ordinary shares in KLK Sawit Nusantara Berhad (Registration No. 198501000955 (133399-A)) ("Offeree") ("Shares") which are not already held by Kuala Lumpur Kepong Berhad (Registration No. 197301001526 (15043-V)) ("Offeror"), I, Tan Sri Dato' Seri Lee Oi Hian (NRIC No. 510207-08-5743), being a Director of the Offeror, a company incorporated in Malaysia and having its registered address at Wisma Taiko, No. 1, Jalan S.P. Seenivasagam, 30000 Ipoh Perak Darul Ridzuan, Malaysia, do solemnly and sincerely declare that:

- (i) I am a Director of the Offeror and I am duly authorised by the Board of Directors of the Offeror to make this declaration on behalf of the Offeror.
- (ii) On 26 February 2024, the Offeror through RHB Investment Bank Berhad, made an unconditional voluntary take-over offer to acquire all the remaining Shares not already held by the Offeror ("Offer Shares") for a cash consideration of RM3.42 per Offer Share ("Offer") in accordance with the terms and conditions set out in the offer document in relation to the Offer dated 26 February 2024.
- (iii) On 26 February 2024, RHB Investment Bank Berhad on behalf of the Offeror, announced that the Offeror has received valid acceptances under the Offer of not less than nine-tenths in the nominal value of the Shares (excluding Shares already held by the Offeror as at the date of the Offer). Accordingly, the Offeror is entitled to, and will, invoke the provisions of subsection 222(1) of the CMSA, subject to Section 224 of the CMSA, to compulsorily acquire any remaining Offer Shares for which valid acceptances have not been received under the Offer.
- (iv) On behalf of the Offeror, I hereby confirm and declare that all conditions for the giving of the accompanying notice to the dissenting shareholders of the Offeree as stipulated in subsection 222(1) of the CMSA have been satisfied.

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by  
the abovenamed Tan Sri Dato' Seri Lee Oi Hian  
at Ipoh, Perak Darul Ridzuan  
on 19 March 2024

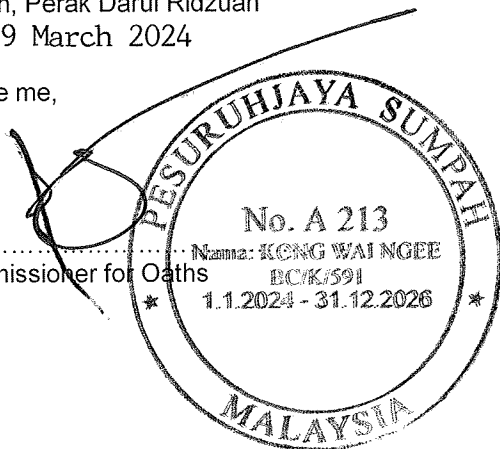
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TAN SRI DATO' SERI LEE OI HIAN  
(NRIC No. 510207-08-5743)

Before me,

.....  
Commissioner for Oaths



NO. 20A, JALAN HORLEY,  
80300 IPOH, PERAK DARUL RIDZUAN.