

# UOB KAY HIAN (M) SDN BHD

(formerly known as UOB Kay Hian Securities (M) Sdn. Bhd.)

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## FOR IMMEDIATE PRESS RELEASE

7 August 2025

### BURSA MALAYSIA SECURITIES BERHAD

9th Floor, Exchange Square

Bukit Kewangan

50200 Kuala Lumpur

**Attention: Team 2**  
Listing Division  
Regulation

Dear Sir/Madam,

### FACB INDUSTRIES INCORPORATED BERHAD ("FACB" OR THE "OFFEREE")

### VOLUNTARY TAKE-OVER OFFER FROM UOB KAY HIAN (M) SDN BHD (FORMERLY KNOWN AS UOB KAY HIAN SECURITIES (M) SDN BHD) ON BEHALF OF MAGNI VANTAGE LIMITED ("OFFEROR")

Unless otherwise stated, all abbreviations used herein shall have the same meaning as defined in the notice of the Offer dated 21 July 2025 ("Offer Notice").

We refer to the Offer Notice dated 21 July 2025.

#### 1. CLARIFICATION AND UPDATE ON PERSON(S) ACTING IN CONCERT FOR PURPOSES OF THE OFFER

As set out in Section 1 of the Notice:

Pursuant to subsection 216(3) of the Capital Markets and Services Act, 2007 ("**CMSA**"), the persons acting in concert with the Offeror and the Ultimate Offeror ("**PACs**") in relation to the Offer that hold FACB Shares as at the date of this Notice are as follows:-

No.	Name	Description of relationship
(i)	Puan Sri Lee Chou Sarn	<ul style="list-style-type: none"> <li>Mother of Chen YF</li> <li>Non-Independent Executive Director of FACB</li> </ul>
(ii)	The Late Tan Sri Dr Chen Lip Keong (" <b>Late Tan Sri Dr Chen</b> ")	<ul style="list-style-type: none"> <li>Late father of Chen YF</li> </ul>

As at the date hereof, the late Tan Sri Dr Chen's shareholding in FACB is as follows:-

Name	Direct		Indirect	
	No. of Shares	%*	No. of Shares	%*
Late Tan Sri Dr Chen	16,925,000 <sup>*1</sup>	20.18	8,374,389 <sup>*2</sup>	9.98

#### Notes:-

\* Computed based on 83,882,800 FACB Shares (excluding treasury shares).

<sup>\*1</sup> Held by Cartaban Nominees (Tempatan) Sdn Bhd, Exempt AN for LGT Bank AG (Local).

<sup>\*2</sup> Indirect interest by virtue of his interest in Blue Velvet Property Corp pursuant to section 8 of the Act.

In light of the passing away of the late Tan Sri Dr Chen on 8 December 2023, and upon further consideration of the subsections 216(2) and 216(3) of the CMSA and after consultation with the SC, it has been determined that **the late Tan Sri Dr Chen will not be regarded as a PAC for the purposes of the Offer.**

Accordingly, the PAC for purposes of the Offer shall comprise only Puan Sri Lee Chou Sarn.

We wish to emphasize that the Offer remains **conditional** upon the fulfilment of the Acceptance Condition, wherein the Offeror having received, on or before the Closing Date, valid acceptances in respect of the Offer Shares (provided that such acceptances are not, where permitted, subsequently withdrawn), which would result in the Offeror and the Ultimate Offeror holding more than 50% of the voting shares in FACB (excluding treasury shares) (including Shares that are already acquired, held or entitled to be acquired or held by the Offeror and the Ultimate Offeror). As at 6 August 2025, the Offeror and the Ultimate Offeror collectively hold 7,873,400 FACB Shares, representing 9.39% of the total issued shares of FACB (excluding treasury shares). Consequently, the Offeror and the Ultimate Offeror are required to receive valid acceptance of 34,068,000 Offer Shares, representing 40.61% of the total issued shares of FACB (excluding treasury shares), in order to fulfil the Acceptance Condition.

The Acceptance Condition shall be fulfilled on or before the Closing Date, failing which the Offer will cease to be capable of further acceptance and all acceptances shall be returned to the relevant Holders, and the Offeror will thereafter cease to be bound by any such prior acceptances of the Offer.

As stated in the Notice:-

**(a) *the Offeror and the Ultimate Offeror do not intend to maintain the listing status of FACB.***

The ability to delist FACB from the Main Market of Bursa Securities is subject to the Offeror and the Ultimate Offeror having received valid acceptance resulting in them and their person(s) acting in concert holding 90% or more of the listed shares in FACB. In the event that the Offeror and the Ultimate Offeror are unable to achieve the required level of acceptances under the Offer to delist FACB, FACB will remain listed on the Main Market of Bursa Securities. Consequently, FACB will continue to be subject to the ongoing listing requirements and compliance obligations applicable to listed issuers, including the need to maintain a Public Spread Requirement and other corporate governance requirements.

**(b) *the Offeror and the Ultimate Offeror intend to invoke the provisions of subsection 222(1) of the CMSA to compulsorily acquire any remaining Offer Shares from the Dissenting Holders for which acceptances have not been received.***

The ability to compulsorily acquire the remaining Offer Shares is subject to the Offeror having received valid acceptances of not less than nine-tenths (9/10) in the nominal value of the Offer Shares (excluding shares already held by the Offeror, the Ultimate Offeror and person(s) acting in concert with them as at the date of the Offer) on or before the Closing Date. In the event that the Offeror and the Ultimate Offeror are unable to achieve the required level of acceptances under the Offer to compulsorily acquire the remaining Offer Shares, FACB may not be privatised and in turn limits the Offeror's and the Ultimate Offeror's flexibility in implementing certain strategic, structural, and operational changes to FACB Group, if the need arises.

Save as disclosed below, this clarification and update do not affect the terms of the Offer outlined in the Notice, which remain as previously stated and continue to apply to all Holders.

Further details of the Offer will be set out in the Offer Document, which will be despatched to the Holders on 11 August 2025.

Yours faithfully,  
For and behalf of

**UOB KAY HIAN (M) SDN BHD**

(formerly known as UOB Kay Hian Securities (M) Sdn Bhd)



**NANTHA KUMAR**

Director

Co-Head, Corporate Finance



**WINSTON LOH**

Director

Corporate Finance

Encl.

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