

NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES

THE PROVISIONAL RIGHTS SHARES (AS DEFINED BELOW) AS CONTAINED IN THIS NOTICE OF PROVISIONAL ALLOTMENT ARE PRESCRIBED SECURITIES PURSUANT TO SECTION 14(5) OF THE SECURITIES INDUSTRY (CENTRAL DEPOSITORIES) ACT 1991 ("SICDA") AND THEREFORE THE SICDA (INCLUDING ALL AMENDMENTS THEREOF) AND THE RULES OF BURSA MALAYSIA DEPOSITORY SDN BHD ("BURSA DEPOSITORY") SHALL APPLY IN RESPECT OF DEALINGS IN THE PROVISIONAL RIGHTS SHARES.



(Incorporated in Malaysia under the Companies Act 1965)

RENOUNCEABLE RIGHTS ISSUE OF 94,749,101 NEW ORDINARY SHARES OF RM1.00 EACH IN HONG LEONG FINANCIAL GROUP BERHAD ("HLFG") ("HLFG SHARES") ("RIGHTS SHARES") ON THE BASIS OF 9 RIGHTS SHARES FOR EVERY 100 EXISTING HLFG SHARES HELD AS AT 5.00 P.M. ON 6 NOVEMBER 2015 ("ENTITLEMENT DATE"), AT AN ISSUE PRICE OF RM11.60 PER RIGHTS SHARE ("RIGHTS ISSUE")

Principal Adviser, Lead Arranger and Joint Global Coordinator



Hong Leong Investment Bank Berhad (10209-W)

(A Participating Organisation of Bursa Malaysia Securities Berhad)
(A Trading Participant of Bursa Malaysia Derivatives Berhad)

Joint Global Coordinator
Nomura Singapore Limited (197201440E)

Joint Global Coordinator and Joint Underwriter
Maybank Investment Bank Berhad (15938-H)

Joint Underwriters
AmInvestment Bank Berhad (23742-V)
CIMB Investment Bank Berhad (18417-M)

To: The entitled shareholders of HLFG

Dear Sir/Madam,

The Board of Directors of HLFG ("Board") has provisionally allotted to you the number of Rights Shares as indicated below, in accordance with the approval of Bursa Malaysia Securities Berhad ("Bursa Securities") via its letter dated 10 September 2015 and the ordinary resolution passed by the shareholders of HLFG at the extraordinary general meeting held on 29 September 2015.

We wish to advise that the Rights Shares provisionally allotted to you ("Provisional Rights Shares") in respect of the Rights Issue have been confirmed by Bursa Depository and will be credited into your Central Depository System ("CDS") account as stated below, subject to the terms and conditions as stated in the abridged prospectus of HLFG dated 6 November 2015 ("Abridged Prospectus") and the accompanying rights subscription form.

The Provisional Rights Shares are made subject to the terms and conditions in the Abridged Prospectus. Bursa Securities has prescribed the securities of HLFG listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Provisional Rights Shares are prescribed securities and as such, all dealings in the Provisional Rights Shares will be by book entries through CDS accounts and will be governed by the SICDA and the Rules of Bursa Depository.

ALL RIGHTS SHARES TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS SHARES INTO THE CDS ACCOUNTS OF THE SHAREHOLDERS WHOSE NAMES APPEAR IN THE RECORD OF DEPOSITORS OF HLFG ON THE ENTITLEMENT DATE ("ENTITLED SHAREHOLDERS") AND/ OR THEIR RENOUNCEE(S) AND/ OR TRANSFEREE(S) (IF APPLICABLE). NO PHYSICAL SHARE CERTIFICATES WILL BE ISSUED.

It is the intention of the Board to allot the Rights Shares which are not taken up or not validly taken up by the Entitled Shareholders and/ or their renounee(s) and/ or transferee(s) (if applicable) ("Excess Rights Shares"), if any, in a fair and equitable manner to the Entitled Shareholders and/ or their renounee(s) and/ or transferee(s) (if applicable) who have applied for Excess Rights Shares in the following priority:

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to Entitled Shareholders who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, computed based on their respective shareholdings in HLFG as at the Entitlement Date;
- (iii) thirdly, for allocation to Entitled Shareholders who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, computed based on the quantum of their respective Excess Rights Shares application; and
- (iv) lastly, for allocation to renounee(s) and/ or transferee(s) (if applicable) who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, computed based on the quantum of their respective Excess Rights Shares application.

Nevertheless, the Board reserves the right to allot any Excess Rights Shares applied for in such manner as the Board deems fit or expedient and in the best interest of HLFG, subject always to such allocation being made on a fair and equitable basis and that the intention of the Board set out in (i) to (iv) above is achieved. The Board also reserves the right not to accept any application for Excess Rights Shares, in full or in part, without assigning any reason thereof.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER		
NUMBER OF HLFG SHARES HELD AS AT 5.00 P.M. ON 6 NOVEMBER 2015	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM11.60 PER RIGHTS SHARE (RM)

IMPORTANT RELEVANT DATES AND TIME:	
Entitlement Date	: Friday, 6 November 2015 at 5.00 p.m.
Last date and time for:	
Sale of Provisional Rights Shares	: Monday, 16 November 2015 at 5.00 p.m.
Transfer of Provisional Rights Shares	: Thursday, 19 November 2015 at 4.00 p.m.
Acceptance and payment	: Tuesday, 24 November 2015 at 5.00 p.m.*
Excess application and payment	: Tuesday, 24 November 2015 at 5.00 p.m.*
* or such later date and time as the Board may decide and announce not less than 2 Market Days (as defined in the Abridged Prospectus) before the stipulated date and time.	

By Order of the Board

CHRISTINE MOH SUAT MOI (MAICSA 7005095)
Company Secretary

Share Registrar:
HONG LEONG SHARE REGISTRATION SERVICES SDN BHD
Level 5, Wisma Hong Leong
18 Jalan Perak, 50450 Kuala Lumpur
Tel: 603 2164 1818
Fax: 603 2164 3703

RIGHTS SUBSCRIPTION FORM

THIS RIGHTS SUBSCRIPTION FORM ("RSF") IS ISSUED FOR THE PURPOSE OF ACCEPTING THE PROVISIONAL RIGHTS SHARES (AS DEFINED BELOW) AND APPLYING FOR EXCESS RIGHTS SHARES (AS DEFINED BELOW) PURSUANT TO THE RIGHTS ISSUE (AS DEFINED BELOW) OF HONG LEONG FINANCIAL GROUP BERHAD ("HLFG"). THE LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT AS WELL AS EXCESS APPLICATION AND PAYMENT IS 5.00 P.M. ON 24 NOVEMBER 2015 OR SUCH LATER DATE AND TIME AS THE BOARD OF DIRECTORS OF HLFG ("BOARD") MAY DECIDE AND ANNOUNCE NOT LESS THAN 2 MARKET DAYS BEFORE THE STIPULATED DATE AND TIME. THIS RSF IS ONLY APPLICABLE TO PERSONS WHO HAVE PROVISIONAL RIGHTS SHARES STANDING TO THE CREDIT OF THEIR CENTRAL DEPOSITORY SYSTEM ("CDS") ACCOUNTS.



(Incorporated in Malaysia under the Companies Act 1965)

RENOUNCEABLE RIGHTS ISSUE OF 94,749,101 NEW ORDINARY SHARES OF RM1.00 EACH IN HLFG ("HLFG SHARES") ("RIGHTS SHARES") ON THE BASIS OF 9 RIGHTS SHARES FOR EVERY 100 EXISTING HLFG SHARES HELD AS AT 5.00 P.M. ON 6 NOVEMBER 2015 ("ENTITLEMENT DATE"), AT AN ISSUE PRICE OF RM11.60 PER RIGHTS SHARE ("RIGHTS ISSUE")

NAME AND ADDRESS
(in block letters as per the record of Bursa Malaysia Depository Sdn Bhd ("Bursa Depository"))

NRIC NO./ PASSPORT NO.
(state country)/
COMPANY NO.#

CDS ACCOUNT NO.

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To: The Board

PART I – ACCEPTANCE OF RIGHTS SHARES

In accordance with the terms of this RSF and the abridged prospectus of HLFG dated 6 November 2015 ("**Abridged Prospectus**"), I/ we# hereby irrevocably:

(a) #accept the number of Rights Shares provisionally allotted to me/ us# ("**Provisional Rights Shares**") as stated below, which were provisionally allotted/ renounced/ transferred to me/ us#; and/ or

(b) #apply for the number of excess Rights Shares ("**Excess Rights Shares**") as stated below in addition to my/ our# acceptance stated below,

in accordance with and subject to the Memorandum and Articles of Association of HLFG.

I/ We# enclose herewith the appropriate remittance(s) as stated below, being the full and exact amount payable for the Rights Shares accepted and/ or Excess Rights Shares applied for, and hereby request for the said Rights Shares and/ or Excess Rights Shares applied for to be credited into my/ our# CDS account as stated above.

NO. OF PROVISIONAL RIGHTS SHARES ACCEPTED/ EXCESS RIGHTS SHARES APPLIED FOR	AMOUNT PAYABLE AT RM11.60 PER RIGHTS SHARE (RM)	BANKER'S DRAFT/ CASHIER'S ORDER/ MONEY ORDER/ POSTAL ORDER NO.	PAYABLE TO
(a) ACCEPTANCE			HLFG RIGHTS SHARES ACCOUNT
(b) EXCESS			HLFG EXCESS RIGHTS SHARES ACCOUNT

Note: If you have subsequently purchased additional Provisional Rights Shares from the open market, you should indicate your acceptance of the total Provisional Rights Shares that you have standing to the credit of your CDS account under Part I(a).

PART II – DECLARATION

I/ We# hereby confirm and declare that:

(i) all information provided by me/ us# is true and correct;
 (ii) all information is identical with the information in the records of Bursa Depository and further agree and confirm that in the event the said information differs from Bursa Depository's record, the exercise of my/ our# rights may be rejected; and

- * I am 18 years of age or over and am not an undischarged bankrupt.
- * I am/ we are# resident(s) of Malaysia.
- * I am/ we are# resident(s) of (country) and having citizenship.
- * I am/ we are# nominee(s) of a person who is a Bumiputera/ non-Bumiputera/ non-citizen# resident in (country) and having citizenship.

I/ We# consent to HLFG and the Share Registrar of HLFG collecting the information and personal data (collectively "**Data**") required herein, to process and disclose such Data to any person for the purposes of implementing the Rights Issue and storing such Data in any servers located in Malaysia or outside Malaysia in accordance with the relevant laws and regulations.

I/ We# hereby accept all the terms and conditions set out in this RSF and the Abridged Prospectus and further confirm compliance with all requirements for acceptance of and payment for the Provisional Rights Shares and/ or application and payment for the Excess Rights Shares as set out therein.

Signature/ Authorised Signatory(ies)
(Corporate bodies must affix their Common Seal)

**AFFIX
MALYSIAN
REVENUE STAMP
OF RM10.00
HERE**

Date

Contact telephone number during office hours

LAST DATE AND TIME FOR:	
Acceptance and payment	: Tuesday, 24 November 2015 at 5.00 p.m.*
Excess application and payment	: Tuesday, 24 November 2015 at 5.00 p.m.*
	* or such later date and time as the Board may decide and announce not less than 2 Market Days (as defined in the Abridged Prospectus) before the stipulated date and time.

Please delete whichever is not applicable.

NOTES AND INSTRUCTIONS FOR COMPLETING THIS RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT. IN ACCORDANCE WITH THE REQUIREMENTS OF THE CAPITAL MARKETS AND SERVICES ACT 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS.

IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY. All enquiries concerning the Rights Issue should be addressed to the Share Registrar of HLFG, Hong Leong Share Registration Services Sdn Bhd, at Level 5, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur. **YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES BEFORE COMPLETING THIS RSF.**

Approval for the Rights Issue has been obtained from the shareholders of HLFG at the Extraordinary General Meeting held on 29 September 2015. Approval has been obtained from Bursa Malaysia Securities Berhad ("Bursa Securities") via its letter dated 10 September 2015 for the listing of and quotation for the Rights Shares on the Main Market of Bursa Securities. The listing of and quotation for the Rights Shares will commence after, amongst others, receipt of confirmation from Bursa Depository that all the CDS accounts of the shareholders whose names appear in the Record of Depositors of HLFG on the Entitlement Date ("Entitled Shareholders") and/ or their renounee(s) and/ or transferee(s) (if applicable) have been duly credited with the Rights Shares allotted to them and notices of allotment have been despatched to them.

The Abridged Prospectus together with the notice of provisional allotment ("NPA") and this RSF (collectively referred to as the "Documents") are not intended to be (and will not be) issued, circulated or distributed, and the Rights Issue is not intended to be (and will not be) made or offered or deemed to be made or offered for purchase or subscription, in any country or jurisdiction other than Malaysia or to persons who are or may be subject to the laws of any country or jurisdiction other than the laws of Malaysia. No action has been or will be taken to ensure that the Rights Issue complies with the laws of any country or jurisdiction other than the laws of Malaysia. The Rights Issue to which the Documents relate is only available to the persons receiving the Documents within Malaysia. Accordingly, the Documents will not be despatched to the Entitled Shareholders who do not have a registered address in Malaysia or who have not provided the Share Registrar of HLFG with an address in Malaysia for the despatch of the Documents by the Entitlement Date. Persons receiving the Documents (including without limitation, custodians, nominees and trustees), must not, in connection with the Rights Issue, distribute or send the Documents outside of Malaysia. It shall be the sole responsibility of the Entitled Shareholders who are or may be subject to the laws of country or jurisdiction other than Malaysia to consult their legal advisers and/ or other professional advisers as to whether the acceptance/ renunciation in any manner whatsoever of the Rights Issue would result in the contravention of any law of such country or jurisdiction. The Documents do not constitute an offer, solicitation or invitation to subscribe for the Rights Issue in any country or jurisdiction other than Malaysia or to any person to whom it would be unlawful to make such an offer, solicitation or invitation. Neither the Company, its Directors, Hong Leong Investment Bank Berhad ("HLIB") nor any other advisers for the Rights Issue shall accept any responsibility or liability in the event that any acceptance or sale/ transfer of the Provisional Rights Shares made by the Entitled Shareholders and/ or their renounee(s) and/ or transferee(s) (if applicable) is or shall become illegal, unenforceable, voidable or void in any such country or jurisdiction.

A copy of the Abridged Prospectus has been registered with the Securities Commission Malaysia ("SC"). The registration of the Abridged Prospectus should not be taken to indicate that the SC recommends the Rights Issue or assumes responsibility for the correctness of any statement made or opinion or report expressed in the Abridged Prospectus. The SC has not, in any way, considered the merits of the securities being offered for investment. A copy of the Documents has also been lodged with the Registrar of Companies, who takes no responsibility for their contents.

The Board has seen and approved all the documentation relating to the Rights Issue including the Documents. The Board collectively and individually accepts full responsibility for the accuracy of the information given and confirms that, after having made all reasonable inquiries and to the best of the Board's knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make any statement in the Documents false or misleading.

Unless otherwise stated, the unit of currency used in this RSF is Ringgit Malaysia (or "RM" in abbreviation). Terms defined in the Abridged Prospectus shall have the same meanings when used in this RSF, unless they are otherwise defined here or the context otherwise requires.

INSTRUCTIONS:

(I) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until 5.00 p.m. on Tuesday, 24 November 2015 (or such later date and time as the Board may decide and announce not less than 2 Market Days before the stipulated date and time) ("Closing Date").

If acceptance of and payment for the Provisional Rights Shares in the manner specified in this RSF are not received (whether in full or in part) by the Share Registrar of HLFG, **Hong Leong Share Registration Services Sdn Bhd at Level 5, Wisma Hong Leong, 18 Jalan Perak, 50450 Kuala Lumpur** by 5.00 p.m. on the Closing Date, your and/ or your renounee(s) and/ or transferee(s) (if applicable) Provisional Rights Shares will be deemed to have been declined and will be cancelled. Such Provisional Rights Shares not taken up will be allotted to the applicants applying for the Excess Rights Shares and, subsequently, to the Joint Underwriters if the Rights Shares are not fully taken up in the manner as set out below.

(II) ACCEPTANCE OF RIGHTS SHARES

If you wish to accept all or part of your Provisional Rights Shares, please complete Parts I(a) and II of this RSF. Each completed RSF must be accompanied by remittance in RM for the full and exact amount payable in respect of the Provisional Rights Shares accepted, in the form of banker's draft(s), cashier's order(s), money order(s) or postal order(s) drawn on a bank or post office in Malaysia and made payable to "HLFG RIGHTS SHARES ACCOUNT", crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side with your name in block letters, your contact number and your CDS account number, to be received by the Share Registrar of HLFG, Hong Leong Share Registration Services Sdn Bhd at the address set out above before the Closing Date.

The remittance must be made for the exact amount payable for the Provisional Rights Shares accepted. Any acceptance accompanied by excess or insufficient remittances or remittances in the manner other than stated above may be rejected at the absolute discretion of the Board. No acknowledgement will be issued for the receipt of this RSF or the accompanying subscription monies in respect of the Rights Issue. However, if your subscription is successful, a notice of allotment will be despatched to you by ordinary post to the address shown in Bursa Depository's record at your own risk within 8 Market Days from the Closing Date or such other period as may be prescribed by Bursa Securities.

(III) APPLICATION FOR EXCESS RIGHTS SHARES

If you wish to apply for Excess Rights Shares in addition to your Provisional Rights Shares, please complete Part I(b) of this RSF (in addition to Parts I(a) and II). Each completed RSF must be accompanied by a separate remittance in RM for the full and exact amount payable in respect of the Excess Rights Shares applied for in the form of banker's draft(s), cashier's order(s), money order(s) or postal order(s) drawn on a bank or post office in Malaysia and made payable to "HLFG EXCESS RIGHTS SHARES ACCOUNT", crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side with your name in block letters, your contact number and your CDS account number, to be received by the Share Registrar of HLFG, Hong Leong Share Registration Services Sdn Bhd at the address set out above before the Closing Date.

The remittance must be made for the exact amount payable for the Excess Rights Shares applied for. Any application accompanied by excess or insufficient remittances or remittances in the manner other than stated above may be rejected at the absolute discretion of the Board. No acknowledgement will be issued for the receipt of this RSF or the accompanying application monies in respect of the Rights Issue. However, if your application for Excess Rights Shares is successful, a notice of allotment will be despatched to you by ordinary post to the address shown in Bursa Depository's record at your own risk within 8 Market Days from the Closing Date or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially successful Excess Rights Shares applications, the full amount or the surplus of the application monies, as the case may be, will be refunded without interest and shall be despatched to you by ordinary post to the address shown in Bursa Depository's record at your own risk within 15 Market Days from the Closing Date.

It is the intention of the Board to allot the Excess Rights Shares, if any, in a fair and equitable manner to the Entitled Shareholders and/ or their renounee(s) and/ or transferee(s) (if applicable) who have applied for Excess Rights Shares in the following priority:

- (a) firstly, to minimise the incidence of odd lots;
- (b) secondly, for allocation to Entitled Shareholders who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, computed based on their respective shareholdings in HLFG as at the Entitlement Date;
- (c) thirdly, for allocation to Entitled Shareholders who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, computed based on the quantum of their respective Excess Rights Shares application; and
- (d) lastly, for allocation to renounee(s) and/ or transferee(s) (if applicable) who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, computed based on the quantum of their respective Excess Rights Shares application.

Nevertheless, the Board reserves the right to allot any Excess Rights Shares applied for under Part I(b) of this RSF in such manner as the Board deems fit or expedient and in the best interest of HLFG, subject always to such allocation being made on a fair and equitable basis and that the intention of the Board set out in (a) to (d) above is achieved. The Board also reserves the right not to accept any application for Excess Rights Shares, in full or in part, without assigning any reason thereof.

(IV) SALE OR TRANSFER OF THE PROVISIONAL RIGHTS SHARES

If you wish to sell or transfer all or part of your Provisional Rights Shares to 1 or more persons, you may do so through your stockbroker for the period up to the last date and time for the sale or transfer of Provisional Rights Shares (in accordance with the Rules of Bursa Depository) without first having to request for a split of the Provisional Rights Shares standing to the credit of your CDS account(s). To sell or transfer all or part of your Provisional Rights Shares, you may sell such entitlement on the open market or transfer such Provisional Rights Shares to such person(s) as may be allowed under the Rules of Bursa Depository.

In selling or transferring all or part of your Provisional Rights Shares, you need not deliver any document (including this RSF) to your stockbroker. However, you must ensure that you have sufficient Provisional Rights Shares standing to the credit of your CDS account(s) before such sale or transfer.

Renounee(s) and/ or transferee(s) (if applicable) of the Provisional Rights Shares may obtain a copy of the Abridged Prospectus and this RSF from their stockbrokers, the Share Registrar of HLFG, the Registered Office of HLFG or Bursa Securities' website at <http://www.bursamalaysia.com>.

If you have sold or transfer only part of your Provisional Rights Shares, you may still accept the balance of your Provisional Rights Shares by completing Parts I(a) and II of this RSF.

(V) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (b) A Malaysian Revenue Stamp (not postage stamp) of Ringgit Malaysia Ten (RM10.00) must be affixed on this RSF.
- (c) Any interest or other benefit accruing on or arising from or in connection with any subscription and/ or application monies shall be for the benefit of HLFG and HLFG shall not be under any obligation to account for such interest or other benefit to you.
- (d) The contract arising from your acceptance of the Provisional Rights Shares shall be governed by and construed in accordance with the laws of Malaysia and you shall be deemed to have irrevocably and unconditionally submitted to the exclusive jurisdiction of the courts of Malaysia in respect of any matter in connection with this RSF and the contract arising therefrom.
- (e) HLFG reserves the right to accept or reject any acceptance and/ or application if the instructions stated above are not strictly adhered to or which are illegible.
- (f) The Rights Shares subscribed by the Entitled Shareholders and/ or their renounee(s) and/ or transferee(s) (if applicable) will be credited into their respective CDS accounts as stated in this RSF or exact CDS accounts appearing on Bursa Depository's records.