

NOTICE OF PROVISIONAL ALLOTMENT

TERMS USED IN THE ABRIDGED PROSPECTUS DATED 2 OCTOBER 2018 ("ABRIDGED PROSPECTUS") SHALL HAVE THE SAME MEANINGS WHEN USED IN THIS NOTICE OF PROVISIONAL ALLOTMENT ("NPA"), UNLESS OTHERWISE STATED. THE PROVISIONAL RIGHTS SHARES (AS DEFINED BELOW) ARE PRESCRIBED SECURITIES PURSUANT TO SECTION 14(5) OF THE SECURITIES INDUSTRY (CENTRAL DEPOSITORIES) ACT, 1991, AS AMENDED FROM TIME TO TIME ("SICDA") AND THEREFORE, THE SICDA AND THE RULES OF BURSA MALAYSIA DEPOSITORY SDN BHD ("BURSA DEPOSITORY") SHALL APPLY IN RESPECT OF DEALINGS IN THE PROVISIONAL RIGHTS SHARES.



(Company No. 13487-A)
(Incorporated in Malaysia under the Companies Act 1965 and deemed registered under the Companies Act 2016)

RENOUNCEABLE RIGHTS ISSUE OF 447,445,870 NEW ORDINARY SHARES IN MNRB HOLDINGS BERHAD ("MNRB" OR "COMPANY") ("MNRB SHARE(S)") ("RIGHTS SHARE(S)") ON THE BASIS OF 7 RIGHTS SHARES FOR EVERY 5 EXISTING MNRB SHARES HELD BY THE ENTITLED SHAREHOLDERS AS AT 5.00 P.M. ON 2 OCTOBER 2018 AT AN ISSUE PRICE OF RM0.90 PER RIGHTS SHARE ("RIGHTS ISSUE")

Principal Adviser, Managing Underwriter and Joint Underwriter



AmInvestment Bank

AmInvestment Bank Berhad
(Company No. 23742-V)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

Joint Underwriter

RHB InvestmentBank

RHB Investment Bank Berhad
(Company No. 19663-P)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

To: Our Shareholders

Dear Sir/ Madam,

Our Board of Directors ("Board") has provisionally allotted to you the number of Rights Shares as indicated below ("Provisional Rights Shares"), in accordance with the approval of Bursa Securities vide its letter dated 2 August 2018 and the resolution passed by our shareholders at the extraordinary general meeting ("EGM") held on 13 September 2018 in relation to the Rights Issue.

The following Provisional Rights Shares made to you in respect of the Rights Issue have been confirmed by Bursa Depository and upon acceptance will be credited into your Central Depository System ("CDS") account stated below subject to the terms and conditions stated in the Abridged Prospectus and Rights Subscription Form ("RSF") issued by our Company.

Bursa Securities has prescribed the securities of our Company 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 entry 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 ACCOUNT OF THE ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S)/TRANSFeree(S)(IF APPLICABLE)

NO PHYSICAL SHARE CERTIFICATES WILL BE ISSUED.

Our Board intends to allocate the Excess Rights Shares, if any, in a fair and equitable manner 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, calculated based on their respective shareholdings as per their CDS Accounts 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, calculated based on the quantum of Excess Rights Shares applied for; and
- (iv) fourthly, for allocation to renouncee(s) and/or transferee(s), where applicable, who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, calculated based on the quantum of Excess Rights Shares applied for.

In the event of any balance of Excess Rights Shares after steps (i), (ii), (iii) and (iv) are carried out, steps (ii), (iii) and (iv) will be repeated in the same sequence again to allocate the balance Excess Rights Shares until such balance is exhausted.

Nevertheless, our Board reserves the right to allocate any Excess Rights Shares applied for under Part I(B) of the RSF in such manner as our Board deems fit and expedient in the best interest of our Company, subject always to such allocation being made on a fair and equitable basis, and that the intention of our Board set out in steps (i) to (iv) above is achieved.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER

NUMBER OF MNRB SHARES HELD AS AT 5.00 P.M.ON 2 OCTOBER 2018	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.90 PER RIGHTS SHARE (RM)

IMPORTANT RELEVANT DATES AND TIME:	
Entitlement Date	Tuesday, 2 October 2018 at 5.00 p.m.
Last date and time for the:	
Sale of Provisional Rights Shares	Tuesday, 9 October 2018 at 5.00 p.m.
Transfer of Provisional Rights Shares	Friday, 12 October 2018 at 4.00 p.m.
Acceptance and payment for the Provisional Rights Shares	Wednesday, 17 October 2018 at 5.00 p.m.
Excess Application and payment	Wednesday, 17 October 2018 at 5.00 p.m.

By order of the Board
LENA BINTI ABD LATIF (LS 8766)
Company Secretary

Share Registrar
Symphony Share Registrars Sdn Bhd (378993-D)
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya,
Selangor Darul Ehsan
Telephone. no. : 03-7849 0777
Facsimile. no. : 03-7841 8151/8152

RIGHTS SUBSCRIPTION FORM

TERMS USED IN THE ABRIDGED PROSPECTUS DATED 2 OCTOBER 2018 ("ABRIDGED PROSPECTUS") SHALL HAVE THE SAME MEANINGS WHEN USED IN THIS RIGHTS SUBSCRIPTION FORM ("RSF") AND THE NOTES AND INSTRUCTIONS FOR COMPLETING THIS RSF UNLESS OTHERWISE STATED. THIS RSF IS ISSUED FOR THE PURPOSE OF ACCEPTING THE RIGHTS SHARES (AS DEFINED BELOW) PROVISIONALLY ALLOTTED AND APPLYING FOR EXCESS RIGHTS SHARES PURSUANT TO THE RIGHTS ISSUE (AS DEFINED BELOW) OF MNRB HOLDINGS BERHAD ("MNRB" OR THE "COMPANY"). THIS RSF IS ONLY APPLICABLE TO PERSONS WHO HAVE PROVISIONAL RIGHTS SHARES STANDING TO THE CREDIT OF THEIR CENTRAL DEPOSITORY SYSTEM ("CDS") ACCOUNTS. ENTITLED SHAREHOLDERS AND/OR RENOUNCEE(S) AND/OR TRANSFEREE(S), WHERE APPLICABLE, SHOULD READ AND UNDERSTAND THE NOTES AND INSTRUCTIONS FOR COMPLETING THIS RSF AND THE CONTENTS OF THE ABRIDGED PROSPECTUS BEFORE COMPLETING AND SIGNING THIS RSF.



(Company No. 13487-A)
(Incorporated in Malaysia under the Companies Act 1965 and deemed registered under the Companies Act 2016)

RENOUNCEABLE RIGHTS ISSUE OF 447,445,870 NEW ORDINARY SHARES IN MNRB ("MNRB SHARE(S)") ("RIGHTS SHARE(S)") ON THE BASIS OF 7 RIGHTS SHARES FOR EVERY 5 EXISTING MNRB SHARES HELD BY THE ENTITLED SHAREHOLDERS AS AT 5.00 P.M. ON 2 OCTOBER 2018 AT AN ISSUE PRICE OF RM0.90 PER RIGHTS SHARE ("RIGHTS ISSUE")

To: The Board of Directors of MNRB ("Board")

PART I - ACCEPTANCE OF RIGHTS SHARES AND APPLICATION FOR EXCESS RIGHTS SHARES

In accordance with the terms of this RSF and the Abridged Prospectus, *I / we hereby irrevocably:

- (A) *accept the number of Rights Shares as stated below, which were provisionally allotted / transferred / renounced* to *me / us;
(B) *apply for the number of Excess Rights Shares as stated below in addition to the above;

in accordance with and subject to the Constitution of our Company.

*I / We enclose herewith the appropriate remittance for the payment stated below, in favour of the respective account stated below and crossed "A/C PAYEE ONLY", being the full amount payable for the said number of Rights Shares accepted / Excess Rights Shares applied for, and hereby request for the said Rights Shares and Excess Rights Shares to be credited into *my / our valid and subsisting CDS account as stated below:

Table with 4 columns: NUMBER OF RIGHTS SHARES ACCEPTED / EXCESS RIGHTS SHARES APPLIED FOR, AMOUNT PAYABLE BASED ON RM0.90 PER RIGHTS SHARE (RM), BANKER'S DRAFT / CASHIER'S ORDER / MONEY ORDER / POSTAL ORDER NO., PAYABLE TO. Rows for (A) ACCEPTANCE and (B) EXCESS.

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 in your CDS account under Part I(A).

*I / We hereby authorise MNRB to return to *me / us (without interest), the full or the balance of *my / our application money if *my / our application for Excess Rights Shares is unsuccessful or partially successful, by ORDINARY POST at the address as shown in the Record of Depositors of our Company at *my / our own risk.

NRIC NO. / PASSPORT NO. (STATE COUNTRY) / COMPANY NO.

Empty rectangular box for NRIC, passport, or company number.

CDS ACCOUNT NO.

Table with 13 columns for CDS account number, including a hyphen (-) in the 3rd column.

PART II - DECLARATION

Large empty rectangular box for NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER.

- *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 more, 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 our Company and the Share Registrar for the Rights Issue collecting the information and personal data (collectively, the "Data") required, 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 the requirements for acceptance and payment.

Signature / Authorised signatory(ies) (Corporate Bodies must affix their Common Seal)



Date

Contact number (office / mobile)

Table with 2 columns: LAST DATE AND TIME FOR, and corresponding dates: Wednesday, 17 October 2018 at 5.00 p.m.

* Please delete whichever is not applicable.

NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT.

IF YOU ARE IN ANY DOUBT AS TO THE ACTION YOU SHOULD TAKE, CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY. ALL ENQUIRIES CONCERNING THE RIGHTS ISSUE SHOULD BE ADDRESSED TO THE SHARE REGISTRAR FOR THE RIGHTS ISSUE, SYMPHONY SHARE REGISTRARS SDN BHD, AT LEVEL 6, PUSAT DAGANGAN DANA 1, JALAN PJU 1A/46, 47301 PETALING JAYA, SELANGOR DARUL EHSAN. YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES BEFORE COMPLETING AND SIGNING THIS RSF. IN ACCORDANCE WITH THE CAPITAL MARKETS AND SERVICES ACT 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS.

The Abridged Prospectus, together with the Notice of Provisional Allotment ("NPA") and this RSF ("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 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 are only despatched to the shareholders whose names appear in MNRB's Record of Depositors as at 5.00 p.m. on 2 October 2018 who have a registered address in Malaysia or who have provided the Share Registrar for the Rights Issue with a registered address in Malaysia in writing by 5.00 p.m. on 2 October 2018. The Documents are not intended to (and will not be made to) comply with the laws of any country or jurisdiction other than Malaysia, are not intended to be (and will not be) issued, circulated or distributed in countries or jurisdictions other than Malaysia and 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. Entitled Shareholders and/or their renounee(s) and/or transferee(s) (if applicable), who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their legal adviser and other professional advisers as to whether the acceptance or renunciation (as the case may be) of all or any part of their Provisional Rights Shares would result in the contravention of any laws of such countries or jurisdictions. Such Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) should note the additional terms and restrictions as set out in **Section 10.8** of the Abridged Prospectus.

Neither our Company, AmlInvestment Bank, our Company's other advisers nor any of their respective directors and officers or affiliates shall accept any responsibility or liability whatsoever to any party in the event that any acceptance and/or renunciation (as the case may be) of the Provisional Rights Shares, the application for the Excess Rights Shares made by any Entitled Shareholder and/or their renounee(s) and/or transferee(s) (if applicable), is or shall become illegal, unenforceable, voidable or void in such countries or jurisdictions in which the said Entitled Shareholder and/or their renounee(s) and/or transferee(s) (if applicable), are residents.

A copy of the Abridged Prospectus has been registered with the Securities Commission of 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 our Registrar of Companies, who takes no responsibility for the contents of the Documents.

The approval from our shareholders for the Rights Issue was obtained at our EGM held on 13 September 2018. The approval from Bursa Securities has also been obtained on 2 August 2018 for the admission of the Rights Shares to the Official List of Bursa Securities and the listing of the Rights Shares on the Main Market of Bursa Securities. The listing and quotation of all the new securities on the Main Market of Bursa Securities are in no way reflective of the merits of the Rights Issue and does not indicate that Bursa Securities recommends the Rights Issue. The admission of the Rights Shares to the Official List of Bursa Securities and the listing and quotation of the Rights Shares will commence after, among others, receipt of confirmation from Bursa Depository that all the CDS accounts of the successful applicants have been duly credited and notices of allotment have been despatched to them.

Our Board has seen and approved the Documents. They individually and collectively accept full responsibility for the accuracy of the information given and confirm that, after making all reasonable enquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make any statements in these Documents false or misleading.

Unless otherwise stated, the unit of currency used in this RSF is Ringgit Malaysia or "RM" in abbreviation.

INSTRUCTIONS:

(I) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until 5.00 p.m. on 17 October 2018 ("**Closing Date**"). If acceptance of and payment for the Rights Shares provisionally allotted to you ("**Provisional Rights Shares**") (whether in full or in part) are not received by the Share Registrar for the Rights Issue, **Symphony Share Registrars Sdn Bhd**, at Level 6, Pusat Perdagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan by the Closing Date, the provisional entitlement to you or balance not taken up (as the case may be) will be deemed to have been declined and will be cancelled. Our Board will then have the right to allot such Rights Shares not taken up to applicants applying for Excess Rights Shares in the manner as set out in item (III) below.

(II) FULL ACCEPTANCE OF THE RIGHTS SHARES

If you wish to accept all or part of your entitlement to the Provisional Rights Shares, please complete Parts I(A) and II of this RSF in accordance with these notes and instructions of the RSF. Submit this RSF, together with the appropriate remittance made in RM for the full and exact amount payable for the Rights Shares accepted in the form of banker's draft(s) / cashier's order(s) / money order(s) / postal order(s) drawn on a bank or post office in Malaysia and made payable to "**MNRB RIGHTS SHARES ACCOUNT**", crossed "**A/C PAYEE ONLY**" and endorsed on the reverse side with your name and address in block letters, contact number and your CDS account number, to the Share Registrar for the Rights Issue, **Symphony Share Registrars Sdn Bhd**, by the Closing Date. Cheques or other modes of payment are not acceptable.

The payment must be made for the exact amount payable for the provisional Rights Shares accepted. Any excess or insufficient payment may be rejected at the absolute discretion of our Board. No acknowledgment will be issued for the receipt of this RSF or subscription monies in respect of the Rights Issue. However, if your application is successful, a notice of allotment will be despatched to you by ordinary post to the address as 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.

If your application is unsuccessful or partially successful, the full amount or the surplus application monies, as the case may be, will be refunded without interest by ordinary post to the address as shown in Bursa Depository's record at your own risk within 15 Market Days from the Closing Date.

(III) EXCESS APPLICATION

If you wish to apply for additional Rights Shares in excess of your entitlement, complete Part I(B) of this RSF (in addition to Parts I(A) and II). Submit it, with a separate remittance made in RM for the full exact amount payable on the Excess Rights Shares applied for in the form of banker's draft(s) / cashier's order(s) / money order(s) / postal order(s) drawn on a bank or post office in Malaysia and made payable to "**MNRB EXCESS RIGHTS SHARES ACCOUNT**", crossed "**A/C PAYEE ONLY**" and endorsed on the reverse side with your name and address in block letters, contact number and your CDS account number, to the Share Registrar for the Rights Issue, **Symphony Share Registrars Sdn Bhd**, by the Closing Date. Cheques or other modes of payment are not acceptable.

The payment must be made for the exact amount payable for the Excess Rights Shares applied for. Any excess or insufficient payment may be rejected at the absolute discretion of our Board. No acknowledgment will be issued for the receipt of the Excess Rights Shares application or application monies in respect thereof. However, if your application is successful, a notice of allotment will be despatched to you by ordinary post to the address as 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.

If your application is unsuccessful or partially successful, the full amount or the surplus application monies, as the case may be, will be refunded without interest by ordinary post to the address as shown in Bursa Depository's record at your own risk within 15 Market Days from the Closing Date.

Our Board intends to allocate the Excess Rights Shares, if any, in a fair and equitable manner 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, calculated based on their respective shareholdings in as per their CDS Accounts 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, calculated based on the quantum of Excess Rights Shares applied for; and
- (iv) fourthly, for allocation to renounee(s) and/or transferee(s), where applicable, who have applied for Excess Rights Shares, on a pro-rata basis and in board lots, calculated based on the quantum of Excess Rights Shares applied for.

In the event of any balance of Excess Rights Shares after steps (i), (ii), (iii) and (iv) are carried out, steps (ii), (iii) and (iv) will be repeated in the same sequence again to allocate the balance Excess Rights Shares until such balance is exhausted.

Nevertheless, our Board reserves the right to allocate any Excess Rights Shares applied for under Part I(B) of the RSF in such manner as our Board deems fit and expedient in the best interest of our Company, subject always to such allocation being made on a fair and equitable basis, and that the intention of the Board set out in steps (i) to (iv) above is achieved.

(IV) SALE OR TRANSFER OF 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 sale or transfer of the Provisional Rights Shares (in accordance with the Rules of Bursa Depository) without first having to request our Company for a split of the Provisional Rights Shares standing to the credit of your CDS account. To sell or transfer all or part of your Provisional Rights Shares, you may sell such entitlement on Bursa Securities or transfer such entitlement to such persons 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 in respect of the portion of the Provisional Rights Shares sold or transferred. However, you must ensure that you have sufficient Provisional Rights Shares standing to the credit of your CDS account before selling or transferring.

Renounee(s) and/or transferee(s) may obtain a copy of this RSF from their stockbroker, the Share Registrar for the Rights Issue, our Company's registered office or Bursa Securities' website at <http://www.bursamalaysia.com>.

If you have sold or transferred only part of the Provisional Rights Shares, you may still accept the balance of the Provisional Rights Shares not sold or transferred 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 may affix their common seal.
- (b) A Malaysian Revenue Stamp (NOT POSTAGE STAMP) of RM10.00 must be affixed on the RSF.
- (c) The Rights Shares subscribed by the Entitled Shareholders and/or their renounee(s) and/or their transferee(s) (if applicable), will be credited into their respective CDS accounts as stated in this RSF or the CDS accounts where the Provisional Rights Shares were credited.
- (d) Any interest or other benefit accruing on or arising from or in connection with any subscription or application monies shall be for the benefit of our Company and our Company shall not be under any obligation to account for such interest or other benefit to you.
- (e) The contract arising from the acceptance of the Provisional Rights Shares by you 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 from it.
- (f) Our Company reserves the right to accept or reject any subscription and/or application which are illegible or if the instructions above are not strictly adhered to.
- (g) Entitled Shareholders and/or their transferee(s) and/or their renounee(s) (if applicable), should note that the RSF and remittances so lodged with MNRB's Share Registrar shall be irrevocable and cannot be subsequently withdrawn.