

NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES WITH WARRANTS C

Terms defined in the Abridged Prospectus dated 27 October 2014 ("Abridged Prospectus") shall have the same meanings when used in this Notice of Provisional Allotment ("NPA") unless otherwise stated. The Provisional Rights Shares with Warrants C (as defined herein) as contained in this NPA is a prescribed security pursuant to Section 14(5) of the Securities Industry (Central Depositories) Act, 1991 ("SICDA") and amendments or any re-enactment made thereto from time to time, and therefore, the SICDA (including all amendments thereof) and the Rules of Bursa Malaysia Depository Sdn Bhd (165570-W) ("Bursa Depository") shall apply in respect of dealings in the provisional Rights Shares with Warrants C.

SMPC

SMPC CORPORATION BHD.

(Company No. 79082-V)

(Incorporated in Malaysia under the Companies Act, 1965)

RENONCEABLE TWO-CALL RIGHTS ISSUE OF UP TO 300,410,014 NEW ORDINARY SHARES OF RM1.00 EACH IN SMPC CORPORATION BHD. ("SMPC") ("SMPC SHARE(S)") ("RIGHTS SHARE(S)") TOGETHER WITH UP TO 150,205,007 FREE NEW DETACHABLE WARRANTS ("WARRANTS C") AT AN ISSUE PRICE OF RM1.00 PER RIGHTS SHARE ON THE BASIS OF TWO (2) RIGHTS SHARES TOGETHER WITH ONE (1) WARRANT C FOR EVERY TWO (2) EXISTING SMPC SHARES HELD AT 5.00 P.M. ON 27 OCTOBER 2014, OF WHICH THE FIRST CALL OF RM0.90 WILL BE PAYABLE IN CASH ON APPLICATION AND THE SECOND CALL OF RM0.10 IS TO BE CAPITALISED FROM SMPC'S RESERVES, BASED ON A MINIMUM SUBSCRIPTION LEVEL OF 20,000,000 RIGHTS SHARES TOGETHER WITH 10,000,000 WARRANTS C ("RIGHTS ISSUE WITH WARRANTS")

Adviser



PUBLIC INVESTMENT BANK BERHAD (20027-W)

A Participating Organisation Of Bursa Malaysia Securities Berhad
(Wholly-owned Subsidiary Of Public Bank Berhad)

To: Our Entitled Shareholders

Dear Sir/Madam,

Our Board of Directors ("**Board**") has provisionally allotted to you the number of Rights Shares with Warrants C as indicated below ("**Provisional Rights Shares with Warrants C**"), in accordance with the approval of Bursa Malaysia Securities Berhad ("**Bursa Securities**") via its letter dated 12 August 2014 and the ordinary resolutions passed by the shareholders of SMPC at the Extraordinary General Meeting held on 26 September 2014 in relation to the Rights Issue with Warrants.

We wish to advise you that the following Provisional Rights Shares with Warrants C has been confirmed by Bursa Depository and upon acceptance will be credited into your Central Depository System ("**CDS**") account(s), subject to the terms and conditions stated in the Abridged Prospectus and the Rights Subscription Form ("**RSF**") issued by our Company.

The Provisional Rights Shares with Warrants C is made subject to the terms and conditions stated in the Abridged Prospectus issued by our Company. Bursa Securities has already prescribed our securities listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Provisional Rights Shares with Warrants C are prescribed securities and as such, all dealings in the Provisional Rights Shares with Warrants C will be by way of book entry through CDS accounts and will be governed by the SICDA (including all amendments thereof) and the Rules of Bursa Depository.

ALL RIGHTS SHARES AND WARRANTS C TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WITH WARRANTS WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS SHARES AND WARRANTS C INTO THE CDS ACCOUNTS OF THE ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S)/TRANSFeree(S) (IF APPLICABLE). NO PHYSICAL SHARE AND WARRANT CERTIFICATES WILL BE ISSUED BUT NOTICES OF ALLOTMENT SHALL BE DESPATCHED.

Our Board reserves the right to accept any excess Rights Shares with Warrants C application, in full or in part, without assigning any reason thereto. It is the intention of our Board to allot the excess Rights Shares with Warrants C, if any, applied for under Part II of the RSF on a fair and equitable basis as they deem fit and expedient and in the best interest of our Company and in the following indicative basis of allotment:

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, after the occurrence of (i) above, for allocation to our Entitled Shareholders who have applied for the excess Rights Shares with Warrants C on a pro-rata basis and in board lot, calculated based on their respective shareholdings as at the Entitlement Date;
- (iii) thirdly, after the occurrence of (i) and (ii) above, for allocation to our Entitled Shareholders who have applied for the excess Rights Shares with Warrants C on a pro-rata basis and in board lot, calculated based on the quantum of their respective excess Rights Shares with Warrants C application; and
- (iv) lastly, after the occurrence of (i), (ii) and (iii) above, for allocation to the renounee(s)/transferee(s) who have applied for the excess Rights Shares with Warrants C on a pro-rata basis and in board lot, calculated based on the quantum of their respective excess Rights Shares with Warrants C application.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER

NUMBER OF SHARES HELD AT 5.00 P.M. ON 27 OCTOBER 2014	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	NUMBER OF WARRANTS C ATTACHED TO 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:	Monday, 27 October 2014 at 5.00 p.m.
Last date and time for:	
Sale of provisional allotment of rights	Monday, 3 November 2014 at 5.00 p.m.
Transfer of provisional allotment of rights	Thursday, 6 November 2014 at 4.00 p.m.
Acceptance and payment	Tuesday, 11 November 2014 at 5.00 p.m. ^
Excess application and payment	Tuesday, 11 November 2014 at 5.00 p.m. ^
^ or such later date and time as our Board may decide and announce not less than two (2) market days before the stipulated date and time.	

By order of the Board
CHAN YOKE YIN (MAICSA 7043743)
CHAN EOI LENG (MAICSA 7030866)
Company Secretaries

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
Helpdesk Tel: 03-7849 0777
Fax: 03-7841 8151/52

THIS NPA IS DATED 27 OCTOBER 2014

NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT. IN ACCORDANCE WITH THE CAPITAL MARKETS AND SERVICES ACT, 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS DATED 27 October 2014 ("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 adviser immediately. All enquiries concerning the Rights Issue with Warrants should be addressed to our Share Registrar, Symphony Share Registrars Sdn Bhd (378993-D) at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor. **INVESTORS SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES BEFORE COMPLETING THIS RSF.**

This RSF, together with the AP and NPA (collectively referred to as "Documents"), are not intended to be (and will not be) issued, circulated or distributed, and the Rights Issue with Warrants will not be made or offered or deemed to be made or offered for purchase or subscription, in any countries or jurisdictions other than Malaysia or to persons who are or may be subject to the laws of any countries or jurisdictions other than the laws of Malaysia. No action has been or will be taken to ensure that the Rights Issue with Warrants and the Documents comply with the laws of any countries or jurisdiction other than the laws of Malaysia. It shall be the sole responsibility of the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) who are or may be subject to the laws of any countries or jurisdictions other than the laws of Malaysia to consult their legal or other professional advisers as to whether the acceptance or renunciation of all or any part of the Rights Shares with Warrants C to be issued under the Rights Issue with Warrants would result in the contravention of any laws of such countries or jurisdictions. Such shareholders should note the additional terms and restrictions as set out in Section 11 of the Abridged Prospectus. Neither SMPC, Public Investment Bank Berhad nor any other advisers to the Rights Issue with Warrants shall accept any responsibility or liability in the event that any acceptance or sale/transfer of the provisional allotment of the Rights Shares with Warrants C made by the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) shall become illegal, unenforceable, voidable or void in any countries or jurisdictions in which the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) are resident.

A copy of the Abridged Prospectus has been registered with the Securities Commission Malaysia ("SC"). A copy of the Documents has also been lodged with the Registrar of Companies who takes no responsibility for its contents.

Our shareholders have approved the Rights Issue with Warrants at the Extraordinary General Meeting held on 26 September 2014. Bursa Malaysia Securities Berhad ("Bursa Securities") has also granted its approval for, amongst others, the admission of the Warrants C to the Official List of Bursa Securities and the listing of and quotation for the Rights Shares, Warrants C and the new ordinary shares arising from the full exercise of the Warrants C on the Main Market of Bursa Securities on 12 August 2014. However, this is not an indication that Bursa Securities recommends the Rights Issue with Warrants. The official listing and quotation for the said securities will commence after, amongst others, receipt of confirmation from Bursa Depository that all the CDS accounts of the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) have been duly credited and notices of allotment have been despatched to them.

The registration of the Abridged Prospectus should not be taken to indicate that the SC recommends the Rights Issue with Warrants 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. Admission to the Official List of Bursa Securities and the listing of and quotation for the Rights Shares, Warrants C and the new ordinary shares arising from the full exercise of the Warrants C on the Main Market of Bursa Securities are in no way reflective of the merits of the Rights Issue with Warrants.

Our Directors have seen and approved all the documentation relating to the Rights Issue with Warrants. They collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable inquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make the statements in the Documents false or misleading.

Unless otherwise stated, the unit of currency used in this RSF is Ringgit Malaysia ("RM") and sen. Terms defined in the Abridged Prospectus shall have the same meanings when used in this RSF, unless they are otherwise defined here and other 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, 11 November 2014 or such later date and time as may be determined and announced by our Board of Directors ("Board"). Where the closing date of acceptance is extended from the original closing date, an announcement of such extension will be made not less than two (2) market days before the stipulated date and time.

(II) FULL ACCEPTANCE OF THE PROVISIONAL RIGHTS SHARES WITH WARRANTS C

If you wish to accept all or part of the Rights Shares with Warrants C provisionally allotted to you ("Provisional Rights Shares with Warrants C"), please complete Part I (A) and Part II of this RSF in accordance with the notes and instructions contained in this RSF and return this RSF together with appropriate remittance made in RM for the full amount payable in the form of Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a bank or post office in Malaysia and should be made payable to "SMPC RIGHTS ISSUE ACCOUNT" for the Provisional Rights Shares with Warrants C crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side with your name and your CDS account number, to be received by our Share Registrar, at the following address (at your own risk):

(a) by ORDINARY POST	OR	(b) by COURIER or DELIVERED BY HAND
Peti Surat 9150		Level 6, Symphony House
Pejabat Pos Kelana Jaya		Pusat Dagangan Dana 1
46785 Petaling Jaya		Jalan PJU 1A/46
Selangor		47301 Petaling Jaya
		Selangor
		Helpdesk Tel : 03-7849 0777
		Fax : 03-7841 8151 / 8152

not later than 5.00 p.m. on Tuesday, 11 November 2014, being the last date and time for acceptance and payment for the Provisional Rights Shares with Warrants C, or such later date and time as our Board may decide and announce not less than two (2) market days before the stipulated date and time. Cheques or any other mode of payments are not acceptable. Details of remittance must be filled in the appropriate boxes provided in this RSF.

If the acceptance and payment for the Provisional Rights Shares with Warrants C are not received by our Share Registrar by 5.00 p.m. on Tuesday, 11 November 2014 or such later date and time as may be determined and announced by our Board, your and/or your renouncee(s)/transferee(s)' (if applicable) provisional entitlement under the Rights Issue with Warrants will be deemed to have been declined and will be cancelled.

NO ACKNOWLEDGEMENT WILL BE ISSUED FOR RECEIPT OF THIS RSF OR SUBSCRIPTION MONIES IN RESPECT OF THE PROVISIONAL RIGHTS SHARES WITH WARRANTS C. NOTICES OF ALLOTMENT WILL BE DESPATCHED TO THE SUCCESSFUL APPLICANTS BY ORDINARY POST AT THE ADDRESS SHOWN IN THE RECORD OF DEPOSITORS OF BURSA DEPOSITORY AT YOUR OWN RISK WITHIN EIGHT (8) MARKET DAYS FROM THE LAST DATE FOR ACCEPTANCE AND PAYMENT FOR THE RIGHTS SHARES WITH WARRANTS C, OR SUCH OTHER PERIOD AS MAY BE PRESCRIBED BY BURSA SECURITIES.

Proof of time of postage shall not constitute proof of time of receipt by our Share Registrar or our Company.

(III) PART ACCEPTANCE OF THE PROVISIONAL RIGHTS SHARES WITH WARRANTS C

If you wish to accept part of your Provisional Rights Shares with Warrants C, please complete Part I (A) of this RSF by specifying the number of Rights Shares with Warrants C to which you are accepting and Part II of this RSF and deliver the completed and signed RSF together with the relevant payment to our Share Registrar by ORDINARY POST or COURIER or DELIVERED BY HAND (at your own risk) at the address as set out in Note (I) above, not later than 5.00 p.m. on Tuesday, 11 November 2014, being the last date and time for acceptance and payment for the Rights Shares with Warrants C, or such later date and time as our Board may decide and announce not less than two (2) market days before the stipulated date and time. Should you wish to secure one (1) free Warrant C from your subscription of your entitlement, the minimum number of Rights Shares with Warrants C that can be accepted is two (2) Rights Shares with one (1) free Warrant C.

(IV) EXCESS RIGHTS SHARES WITH WARRANTS C APPLICATION

If you wish to apply for excess Rights Shares with Warrants C in excess of your entitlement, please complete Part I (B) application for excess Rights Shares with Warrants C (in addition to Part I (A) and Part II) and forward it together with a separate remittance for the full amount payable in respect of the excess Rights Shares with Warrants C you applied for, to our Share Registrar by ORDINARY POST or COURIER or DELIVERED BY HAND (at your own risk) at the address as set out in Note (I) above. Payment for the excess Rights Shares with Warrants C applied for should be made in the same manner as described in Note (I) above, with remittance in the form of Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a bank or post office in Malaysia and crossed "ACCOUNT PAYEE ONLY" and made payable to "SMPC EXCESS RIGHTS ISSUE ACCOUNT" for the excess Rights Shares with Warrants C and endorsed on the reverse side with your name and your CDS account number to be received by our Share Registrar not later than 5.00 p.m. on Tuesday, 11 November 2014, being the last date and time for acceptance and payment for the excess Rights Shares with Warrants C, or such later date and time as our Board may decide and announce not less than two (2) market days before the stipulated date and time. No acknowledgement will be issued for receipt of this RSF or subscription monies in respect of the excess Rights Shares with Warrants C. Notices of allotment will be despatched to the successful applicants by ordinary post at the address shown in the Record of Depositors of Bursa Depository at your own risk within eight (8) market days from the last date for acceptance and payment for the excess Rights Shares with Warrants C, or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially successful excess Rights Shares with Warrants C applications, the full amount or the surplus monies (as the case may be) will be refunded without interest within fifteen (15) market days from the last date for acceptance and payment for the excess Rights Shares with Warrants C. If you have provided your bank account information to Bursa Depository for purposes of cash dividend/distribution, the refund will be credited into the bank account. If the crediting of the refund is unsuccessful, the refund will then be made by ordinary post to the address shown in the Record of Depositors of Bursa Depository at your own risk.

Our Board reserves the right to accept any excess Rights Shares with Warrants C application, in full or in part, without assigning any reason thereto. It is the intention of our Board to allot the excess Rights Shares with Warrants C, if any, applied for under Part II of the RSF on a fair and equitable basis as they deem fit and expedient and in the best interest of our Company and in the following indicative basis of allotment:

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, after the occurrence of (i) above, for allocation to our Entitled Shareholders who have applied for the excess Rights Shares with Warrants C on a pro-rata basis and in board lot, calculated based on their respective shareholdings as at the Entitlement Date;
- (iii) thirdly, after the occurrence of (i) and (ii) above, for allocation to our Entitled Shareholders who have applied for the excess Rights Shares with Warrants C on a pro-rata basis and in board lot, calculated based on the quantum of their respective excess Rights Shares with Warrants C application; and
- (iv) lastly, after the occurrence of (i), (ii) and (iii) above, for allocation to the renouncee(s)/transferee(s) who have applied for the excess Rights Shares with Warrants C on a pro-rata basis and in board lot, calculated based on the quantum of their respective excess Rights Shares with Warrants C application.

(V) SALE/TRANSFER OF PROVISIONAL RIGHTS SHARES WITH WARRANTS C

The Provisional Rights Shares with Warrants C are renounceable. If you wish to sell or transfer all or part of your Provisional Rights Shares with Warrants C to one (1) or more persons, you may do so through your stockbroker without first having to request for a split of the Provisional Rights Shares with Warrants C standing to the credit of your CDS account(s). To sell or transfer all or part of your entitlement to the Provisional Rights Shares with Warrants C, you may sell such entitlement in the open market or transfer such provisional allotment to such persons as may be allowed pursuant to the Rules of Bursa Depository. In selling or transferring all or part of your Provisional Rights Shares with Warrants C, you need not deliver this RSF or any document to the stockbroker. You are however advised to ensure that there is sufficient Provisional Rights Shares with Warrants C standing to the credit of your CDS account(s) before selling or transferring.

The purchaser(s)/renouncee(s)/transferee(s) of the Provisional Rights Shares with Warrants C can obtain a copy of this RSF from his/her/their stockbroker(s), the Registered Office of our Company, our Share Registrar's office or Bursa Securities' website (<http://www.bursamalaysia.com>).

If you have sold or transferred only part of the Provisional Rights Shares with Warrants C, you may still accept the balance of the Provisional Rights Shares with Warrants C by completing Part I and Part II of this RSF and deliver the completed and signed RSF together with the relevant payment to our Share Registrar in the manner as set out in Note (I) above.

(VI) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seal.
- (b) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of RM10.00 must be affixed on this RSF.
- (c) The Provisional Rights Shares with Warrants C subscribed by the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) will be credited into their respective CDS accounts as stated on this RSF or the exact accounts appearing in Bursa Depository's Record of Depositors.
- (d) Any interest or other benefit accruing on or arising from or in connection with any subscription 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 with Warrants C 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 therefrom.
- (f) Our Company reserves the right to accept or reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to or which are illegible.
- (g) Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) should note that this RSF and remittances so lodged with our Share Registrar shall be irrevocable and shall not be subsequently withdrawn.