

**NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES**

Terms defined in the Abridged Prospectus dated 16 May 2014 ("Abridged Prospectus") shall have the same meanings when used in this Notice of Provisional Allotment ("NPA") unless stated otherwise.

The provisional allotted Rights Shares as contained in this NPA are prescribed securities pursuant to Section 14(5) of the Securities Industry (Central Depositories) Act, 1991 as amended from time to time ("SICDA"). Therefore, all dealings in the provisional allotted Rights Shares will be subject to the SICDA and the Rules of Bursa Malaysia Depository Sdn Bhd ("Bursa Depository").



**YINSON HOLDINGS BERHAD**

(Company No. 259147-A)  
(Incorporated in Malaysia under the Companies Act, 1965)

**RENOUCEABLE RIGHTS ISSUE OF 258,199,610 NEW ORDINARY SHARES OF RM1.00 EACH IN YINSON HOLDINGS BERHAD ("YHB" OR "COMPANY") ("YHB SHARES") ("RIGHTS SHARES") ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING YHB SHARE HELD BY THE ENTITLED SHAREHOLDERS AT 5.00 P.M. ON 16 MAY 2014 AT AN ISSUE PRICE OF RM2.20 PER RIGHTS SHARE ("RIGHTS ISSUE")**

Principal Adviser, Joint Managing Underwriter and Joint Underwriter

Financial Adviser, Joint Managing Underwriter and Joint Underwriter



**AmInvestment Bank**

**AmlInvestment Bank Berhad**  
(Company No. 23742-V)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

**kenanga**

**Kenanga Investment Bank Berhad (15678-H)**

(A Participating Organisation of Bursa Malaysia Securities Berhad)

**AFFIN INVESTMENT BANK**

**AFFIN INVESTMENT BANK BERHAD (9999-V)**

(A Participating Organisation of Bursa Malaysia Securities Berhad)

**To: The Shareholders of YHB**

Dear Sir/ Madam,

The Board of Directors of YHB ("Board") has provisionally allotted to you the number of Rights Shares as indicated below ("Provisional Rights Shares"), in accordance with the approval by Bursa Malaysia Securities Berhad ("Bursa Securities") vide its letter dated 1 April 2014 in relation to the listing and quotation of the Rights Shares and the ordinary resolution passed by the shareholders of YHB at the Extraordinary General Meeting convened on 29 April 2014 in relation to the Rights Issue.

We wish to advise that the following number of Provisional Rights Shares provisionally allotted 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, subject to the terms and conditions stated in the Abridged Prospectus and the Rights Subscription Form ("RSF") issued by the Company.

The Provisional Rights Shares is made subject to the provisions stated in the Abridged Prospectus issued by the Company. Bursa Securities has already prescribed the securities of the 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 ACCOUNTS OF THE ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S) (IF APPLICABLE). NO PHYSICAL SHARE CERTIFICATES WILL BE ISSUED.**

It is the intention of the Board to allot the excess Rights Shares, if any, in the following priority:-

- (i) Firstly, to minimise the incidence of odd lots subject always that the allocation to round up odd lots shall be applicable to the Entitled Shareholders holding at least 1,000 YHB Shares as at the Entitlement Date;
- (ii) Secondly, for allocation to the Entitled Shareholders, who have applied for excess Rights Shares on a pro-rata basis and in board lot based on their respective shareholdings as at the Entitlement Date until the excess Rights Shares have been fully allocated to the Entitled Shareholders who have applied for excess Rights Shares; and
- (iii) Thirdly, in the event there is any balance of excess Rights Shares unallocated, for the allocation to the renouncee(s) and/or transferee(s) who have applied for excess Rights Shares on a pro-rata basis and in board lot based on the quantum of their respective excess Rights Shares applications.

Nevertheless, the Board reserves the right to allot any excess Rights Shares applied under Part I(b) of the RSF in such manner as the Board deems fit and expedient in the best interest of the Company subject always that such allocation, in the Board's opinion, is being made on a fair and equitable basis.

**NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER**

<p>NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER</p>		
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NUMBER OF YHB SHARES HELD AT 5.00 P.M. ON 16 MAY 2014	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM2.20 PER RIGHTS SHARE (RM)

**IMPORTANT RELEVANT DATES AND TIMES:**

Entitlement Date ..... : Friday, 16 May 2014 at 5.00 p.m.  
**Last date and time for the:**  
 Sale of Provisional Allotment of Rights Shares ..... : Friday, 23 May 2014 at 5.00 p.m.  
 Transfer of Provisional Allotment of Rights Shares ..... : Wednesday, 28 May 2014 at 4.00 p.m.  
 Acceptance and Payment ..... : Monday, 2 June 2014 at 5.00 p.m.\*  
 Excess Application and Payment ..... : Monday, 2 June 2014 at 5.00 p.m.\*

\* or such later date and time as the Board may decide and announce not less than two (2) market days before the stipulated date and time.

By order of the Board  
**TAN SOO LEONG (MACS 01516)**  
Company Secretary

Share Registrar  
**SECURITIES SERVICES (HOLDINGS) SDN BHD (36869-T)**  
Level 7, Menara Milenium  
Jalan Damanlela, Pusat Bandar Damansara  
Damansara Heights  
50490 Kuala Lumpur  
Tel: 03 - 2084 9000  
Fax: 03 - 2094 9940/2095 0292



**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 the Company, Securities Services (Holdings) Sdn Bhd (Share Registrar) at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur. INVESTORS SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES TO BEFORE COMPLETING AND SIGNING THIS RSF.**

This RSF, together with the Abridged Prospectus and Notice of Provisional Allotment ("NPA") 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. The Rights Issue to which the Abridged Prospectus relates is only available to the persons receiving the Abridged Prospectus and this RSF electronically or otherwise within Malaysia. Accordingly, the Abridged Prospectus and the accompanying documents relating to the Rights Issue will not be despatched to the Entitled Shareholders who do not have a registered address in Malaysia as stated in the Record of Depositors of YHB on the Entitlement Date. 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 in any manner whatsoever of the Rights Issue would result in the contravention of any law of such country or jurisdiction. Neither YHB, AmlInvestment Bank Berhad, Kenanga Investment Bank Berhad nor any other advisers to the Rights Issue shall accept any responsibility or liability in the event that any acceptance or sale/transfer of the provisional allotment of the Rights Shares made by the Entitled Shareholders and/or their renouneece(s) (if applicable) 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 Abridged Prospectus, together with the NPA and the RSF, has also been lodged with the Registrar of Companies, who takes no responsibility for their contents.

Approval for the Rights Issue has been obtained from the YHB Shareholders at the EGM held on 29 April 2014. Approval has been obtained from Bursa Securities vide its letter dated 1 April 2014 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 Entitled Shareholders and/or their renouneece(s) (if applicable) who have subscribed for the Rights Shares, have been duly credited and notices of allotment have been despatched to them.

Bursa Securities does not take any responsibility for the correctness or accuracy of any statements made or opinions expressed herein. Admission to the Official List and listing of and quotation for the said securities on Bursa Securities are in no way reflective of the merits of the Rights Issue.

This RSF, together with the Abridged Prospectus and NPA, have been seen and approved by the Board of Director ("Board") and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts the omission of which would make any statement in these documents false or misleading.

The provisionally allotted Rights Shares are prescribed securities pursuant to Section 14(5) of the Security Industry (Central Depositories) Act, 1991 and therefore, the Securities Industry (Central Depository) Act, 1991, Security Industry (Central Depositories) (Amendment) Act, 1998 and the Rules of the Bursa Depository shall apply in respect of dealings of the provisionally allotted Rights Shares.

Unless otherwise stated, the unit of currency used in this RSF is Ringgit Malaysia (or "RM" in abbreviation) and sen. Terms defined in the Abridged Prospectus shall have the same meanings when used in this document, unless they are otherwise defined here or 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 Monday, 2 June 2014, or such extended date and time as the Board may decide at their absolute discretion. Where the closing date for acceptance is extended from the original closing date, the announcement of such extension will be made not less than two (2) market days before the stipulated date and time.

##### (II) FULL ACCEPTANCE OR PART ACCEPTANCE OF THE RIGHTS SHARES

If you wish to accept the Rights Shares provisionally allotted to you, please complete Part I(a) and Part II of this RSF and return this RSF, together with the appropriate remittance made in Ringgit Malaysia (RM) for the full amount 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 must be made out in favour of "YINSON RIGHTS ISSUE ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side with your name in block letters and CDS account number, for the full amount payable for the Rights Shares accepted, to be received by the Share Registrar, before 5.00 p.m. on Monday, 2 June 2014 (or such extended time and date as may be determined and announced by the Board not less than two (2) market days before the stipulated date and time). Cheques or any other mode of payments are not acceptable.

If acceptance and payment for the Rights Shares provisionally allotted to you is not received by the Share Registrar by 5.00 p.m. on Monday, 2 June 2014, being the last time and date for acceptance and payment (or such extended time and date as may be determined and announced by the Board not less than two (2) market days before the stipulated date and time), such provisional allotment of Rights Shares will be deemed to have been declined and will be cancelled.

The remittance must be made for the exact amount payable for the Rights Shares accepted. No acknowledgement will be issued but a notice of allotment will be despatched to you by ordinary post to the address stated in this RSF within eight (8) market days from the last date for acceptance and payment for the Rights Shares.

If you wish to accept part of your provisional allotment of the Rights Shares, please complete Part I(a) and Part II of this RSF by specifying the number of Rights Shares which you are accepting and deliver the completed RSF together with the relevant payment to the Share Registrar by 5.00 p.m. on Monday, 2 June 2014, being the last time and date for acceptance and payment (or such extended time and date as may be determined and announced by the Board not less than two (2) market days before the stipulated date and time).

##### (III) APPLICATION FOR EXCESS RIGHTS SHARES

If you and/or your renouneece(s) (if applicable) wish to apply for excess Rights Shares in addition to those provisionally allotted to you and/or your renouneece(s) (if applicable), please complete Part I(b) of this RSF (in addition to Parts I(a) and II) and forward this completed and signed RSF together with a separate remittance for the full amount payable in respect of the excess Rights Shares applied for to the Share Registrar. Payment for the excess Rights Shares applied for should be made in the same manner described in note (ii) above, with remittance 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 "YINSON EXCESS RIGHTS ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side with your name in block letters and CDS account number to be received by the Share Registrar not later than 5.00 p.m. on Monday, 2 June 2014, being the last time and date for the excess Rights Shares acceptance and payment (or such extended time and date as may be determined and announced by the Board not less than two (2) market days before the stipulated date and time). No acknowledgement will be issued for the receipt of the excess Rights Shares applications. However, a notice of allotment will be despatched to you by ordinary post to the address stated in this RSF within eight (8) market days from the last date for acceptance and payment for the excess Rights Shares.

In respect of unsuccessful or partially successful excess Rights Shares applications, the full amount or the surplus application monies (as the case may be) will be refunded without interest within fifteen (15) market days from the last date for application and payment for the excess Rights Shares by ordinary post to the address shown in the

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- Secondly, for allocation to the Entitled Shareholders, who have applied for excess Rights Shares on a pro-rata basis and in board lot based on their respective shareholdings as at the Entitlement Date until the excess Rights Shares have been fully allocated to the Entitled Shareholders who have applied for excess Rights Shares; and
- Thirdly, in the event there is any balance of excess Rights Shares unallocated, for the allocation to the renouneece(s) and/or transferee(s) who have applied for excess Rights Shares on a pro-rata basis and in board lot based on the quantum of their respective excess Rights Shares applications.

Nevertheless, the Board reserves the right to allot any excess Rights Shares applied under Part I(b) of the RSF in such manner as the Board deems fit and expedient in the best interest of the Company subject always that such allocation, in the Board's opinion, is being made on a fair and equitable basis.

##### (IV) SALE/TRANSFER OF THE PROVISIONAL ALLOTMENT OF RIGHTS SHARES

If you wish to sell/transfer all or part of your provisional allotment of the Rights Shares to your renouneece(s) (if applicable), you may do so immediately through your stockbroker without first having to request the Company for a splitting of the provisional allotment of the Rights Shares standing to the credit of your CDS accounts. To sell/transfer all or part of your provisional allotment of the Rights Shares, you may sell such entitlement of the Rights Shares on the open market of Bursa Securities or transfer such entitlement to such persons as may be allowed pursuant to the Rules of Bursa Depository.

In selling/transferring all or part of your provisional allotment of the Rights Shares, you and/or your renouneece(s) (if applicable) need not deliver any document, including this RSF, to the stockbroker. However, you and/or your renouneece(s) (if applicable) must ensure that you have sufficient provisional allotment of the Rights Shares standing to the credit of your CDS account before that are available for settlement of the sale/transfers as the case may be.

The purchaser(s)/renouneece(s)/transferee(s) of the provisionally allotted Rights Shares may obtain a copy of the Abridged Prospectus and this RSF for the acceptance of his rights from his stockbroker, the Share Registrar, Registered Office or at Bursa Securities's website at <http://www.bursamalaysia.com>.

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

##### (V) GENERAL INSTRUCTIONS

- All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- Rights Shares subscribed by the shareholders and/or their renouneece(s) will be credited into their respective CDS accounts as shown in the Bursa Depository's Record of Depositors or the exact accounts appearing in Bursa Depository's record.
- Any interest or other benefit accruing on or arising from or in connection with any application monies shall be for the benefit of the Company and the Company shall not be under any obligation to account for such interest or other benefit to you.
- The contract arising from the acceptance of the provisional allotment of the 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 submit to the exclusive jurisdiction of the courts of Malaysia in respect of any matter in connection with this RSF and the contract.
- The Company reserves the right to accept or reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to.
- Malaysian Revenue Stamp (NOT POSTAGE STAMP) of Ringgit Malaysia Ten (RM10.00) must be affixed on this RSF.