

The Provisional Allotment Letter is a prescribed securities pursuant to Section 14(5) of the Securities Industry (Central Depositories) Act, 1991 and therefore, the Securities Industry (Central Depositories) Act, 1991, the Securities Industry (Central Depositories) Amendment Act, 1998 and the Rules of Malaysian Central Depository Sdn. Bhd. shall apply in respect of dealings in the Provisional Allotment Letter.



MITHRIL BERHAD

(Company No.: 577765-U)

(Incorporated in Malaysia under the Companies Act, 1965)

RENOUNCEABLE RIGHTS ISSUE

OF

15,816,080 NEW ORDINARY SHARES OF RM1.00 EACH IN MITHRIL BERHAD AT AN ISSUE PRICE OF RM1.00 PER NEW ORDINARY SHARE ("RIGHTS SHARES"), PAYABLE IN FULL UPON ACCEPTANCE, ON THE BASIS OF FORTY (40) NEW ORDINARY SHARES FOR EVERY ONE (1) EXISTING ORDINARY SHARE OF RM1.00 EACH HELD IN MITHRIL BERHAD AT 5.00 P.M. ON 11 MARCH 2004, TOGETHER WITH 5,272,027 FREE DETACHABLE WARRANTS TO BE ISSUED ON THE BASIS OF ONE (1) NEW WARRANT FOR EVERY THREE (3) RIGHTS SHARE SUBSCRIBED

Adviser



PUBLIC MERCHANT BANK BERHAD

(14328-V)

(Wholly-Owned Subsidiary of Public Bank Berhad)

To: Shareholders of **MITHRIL BERHAD (577765-U)** ("MITHRIL" or "Company")

Dear Sir/Madam,

The Directors of MITHRIL have provisionally allotted to you, in accordance with the Ordinary Resolution passed by the Company at the Extraordinary General Meeting convened on 26 December 2003 and the approval of the Securities Commission on 24 December 2002 and 25 August 2003, the number of Rights Shares and Warrants as indicated below ("Provisional Allotment").

We wish to advise that the following Rights Shares and Warrants provisionally allotted to you in respect of the above exercise have been confirmed by Malaysian Central Depository Sdn. Bhd. ("MCD") and will be credited into your Central Depository System ("CDS") account.

However, the rights issue can still be transferred in accordance with the Rules of MCD.

This Provisional Allotment is made subject to the provisions of the Prospectus dated 16 March 2004 issued by the Company. Malaysian Securities Exchange Berhad ("MSEB") has already prescribed the Rights Shares and Warrants of MITHRIL to be deposited with the MCD. Accordingly, the Rights Shares and Warrants arising from this Rights Issue with Warrants are prescribed securities and as such, the Securities Industry (Central Depositories) Act, 1991, the Securities Industry (Central Depositories) Amendment Act, 1998 and the Rules of MCD shall apply in respect of the dealings in the said Rights Shares and Warrants.

With effect from 1 September 1998, all new issue of securities must be made by way of crediting the securities into the CDS accounts of the securities holders maintained with MCD. Furthermore, all listed companies are not permitted to issue certificates to the securities holders in respect of any new issue of securities.

ALL OF THE RIGHTS SHARES AND WARRANTS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WITH WARRANTS WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS SHARES AND WARRANTS INTO THE CDS ACCOUNTS OF THE ENTITLED SHAREHOLDERS.

Your Directors reserve the right to allot Rights Shares and Warrants applied for under the Excess Rights Shares Application in such manner as they deem fit. IT IS THE INTENTION OF THE DIRECTORS TO ALLOT EXCESS RIGHTS SHARES AND WARRANTS IN SUCH MANNER THAT THE INCIDENCE OF ODD LOTS WILL BE MINIMISED. The Directors of MITHRIL will ensure that all Excess Rights Shares and Warrants will be allocated on a fair and equitable manner. Any Rights Shares and Warrants not taken up shall be dealt with in such manner as the Directors in their absolute discretion think expedient in the interest of the Company.

NAME, ADDRESS AND CENTRAL DEPOSITORY SYSTEM ACCOUNT NUMBER OF SHAREHOLDER

NUMBER OF MITHRIL SHARES HELD AT 5.00 P.M. ON 11 MARCH 2004	NUMBER OF RIGHTS SHARES AND WARRANTS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE OF ALL RIGHTS SHARES AND WARRANTS (AT RM1.00 PER RIGHTS SHARE)

IMPORTANT RELEVANT DATES

LAST DAY AND TIME FOR:-

Acceptance and Payment : 26 MARCH 2004 AT 5.00 P.M.*

Excess Share Application and Payment : 26 MARCH 2004 AT 5.00 P.M.*

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

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT.

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 the Share Registrar of MITHRIL, Crest Corporate Services Sdn Bhd (183556-D), Suite 17.05(B), 17th Floor, Menara MAA, No. 12, Jalan Dewan Bahasa, 50460 Kuala Lumpur ("Share Registrar"). **INVESTORS SHOULD READ AND UNDERSTAND THE CONTENTS OF THE PROSPECTUS DATED 16 MARCH 2004 ("PROSPECTUS") BEFORE COMPLETING THIS RSF.**

Approvals have been obtained from the Securities Commission ("SC") on 24 December 2002 and 25 August 2003 and from the shareholders of MITHRIL at an Extraordinary General Meeting held on 26 December 2003. Approval in-principle has been obtained from Malaysian Securities Exchange Berhad ("MSEB") on 11 December 2003 for the dealing in and quotation for the Rights Shares and Warrants to be issued pursuant to the Rights Issue with Warrants. Official quotation for the Rights Shares and Warrants will commence after receipt of confirmation from Malaysian Central Depository Sdn. Bhd. ("MCD") that all the Central Depository System ("CDS") accounts of the successful applications have been duly credited and Notices of Allotment have been despatched to them.

Copies of the PROSPECTUS have been registered by the SC and lodged with the Registrar of Companies who take no responsibility for the contents of the documents. The expiry date of the PROSPECTUS is 16 March 2004.

Neither MSEB nor the SC takes any responsibility for the correctness of statements made or opinions expressed herein. The listing of and quotation for the said Rights Shares and Warrants on the MSEB are in no way reflective of the merits of the Rights Shares and Warrants of the Rights Issue with Warrants.

This RSF, together with the PROSPECTUS, have been seen and approved by the Directors of MITHRIL and they collectively and individually 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 the omission of which would make any statement in these documents false or misleading.

This RSF, together with the PROSPECTUS, are not intended to 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 with Warrants complies with the laws of any countries or jurisdictions other than the laws of Malaysia. Entitled persons who are resident in countries other than Malaysia should therefore immediately consult their legal advisers as to whether the acceptance of the new ordinary shares would result in the contravention of any laws of such countries or jurisdictions. MITHRIL and Public Merchant Bank Berhad shall not accept any responsibility or liability in the event that any acceptance made by entitled persons shall become illegal, unenforceable, voidable or void in such countries or jurisdictions.

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

INSTRUCTIONS:

(i) CLOSING DATE FOR ACCEPTANCE

This RSF is valid for acceptance until 5.00 p.m. on 26 March 2004, or any such later time and day as may be decided and announced by the Directors of MITHRIL.

If acceptance and payment(s) in the manner specified herein are not received by the Share Registrar, latest by 5.00 p.m. on 26 March 2004 (or such later time and day as may be decided and announced) for any part of the Rights Shares and Warrants provisionally allotted to you, such allotment will be deemed to have been declined and will be cancelled. The Directors will then have the right to allot the Rights Shares and Warrants not so taken up in such manner as they deem fit in the interest of the Company. Where the Rights Shares and Warrants are allotted to excess Rights Shares and Warrants applications, the rounding up of odd lots would be the main criterion for the allotment of such Rights Shares and Warrants. Such Rights Shares and Warrants would be allotted in a non-discriminatory manner.

(ii) ACCEPTANCE OF RIGHTS SHARES AND WARRANTS

If you wish to accept the Rights Shares and Warrants provisionally allotted to you, please complete Part I and Part III of this RSF and forward this RSF together with the appropriate remittance made in Ringgit Malaysia by Banker's Draft/Cashier's Order/Money Order /Postal Order drawn on a bank or post office in Malaysia and made payable to "**MITHRIL RIGHTS ISSUE ACCOUNT**" and should be crossed "**A/C PAYEE ONLY**" and endorsed on the reverse side with your name, CDS Account No. and address in block letters, for the full amount payable for the Rights Shares and Warrants accepted, to be received by the Share Registrar at **Suite 17.05(B), 17th Floor, Menara MAA, No. 12, Jalan Dewan Bahasa, 50460 Kuala Lumpur** latest by 5.00 p.m. on 26 March 2004 (or such later time and day as may be decided and announced). All acceptance and payment(s) are to be either despatched personally to the Share Registrar or to be sent via ordinary post at your own risk.

The remittance must be made for the exact amount payable for the Rights Shares and Warrants accepted (rounded up to the nearest sen). No acknowledgement will be issued, but a Notice of Allotment will be despatched to you by ordinary post within fifteen (15) market days from the last date of acceptance and payment for the Rights Shares and Warrants.

(iii) APPLICATION FOR EXCESS RIGHTS SHARES AND WARRANTS

If you wish to apply for Rights Shares and Warrants in addition to those provisionally allotted to you, please complete Part II of this RSF (in addition to Parts I and III) and forward this RSF, with a separate remittance made in Ringgit Malaysia by Banker's Draft/Cashier's Order/Money Order/Postal Order drawn on a bank or post office in Malaysia and made payable to "**MITHRIL EXCESS RIGHTS ISSUE ACCOUNT**" and should be crossed "**A/C PAYEE ONLY**" and endorsed on the reverse side with your name, CDS Account No. and address in block letters, for the full amount payable for the excess Rights Shares and Warrants applied for, to be received by the Share Registrar, at **Suite 17.05(B), 17th Floor, Menara MAA, No. 12, Jalan Dewan Bahasa, 50460 Kuala Lumpur** latest by 5.00 p.m. on 26 March 2004. The remittance must be made for the exact amount payable for the excess Rights Shares and Warrants accepted. No acknowledgement will be issued, but a Notice of Allotment will be despatched to you within fifteen (15) market days from the last date for application for the excess Rights Shares and Warrants. Personal cheque(s) or any other mode of payments are not acceptable.

If no excess Rights Shares and Warrants are allotted to you, the amount paid on application therefore will be returned in full without interest by ordinary post at your own risk within fifteen (15) market days from the last date for application for the excess Rights Shares and Warrants and payment. If the amount of excess Rights Shares and Warrants allotted to you is less than that applied for, the surplus application monies will be refunded to you without interest by ordinary post at the applicant's own risk within fifteen (15) market days from last date of application and payment for the excess Rights Shares and Warrants.

The Directors of MITHRIL reserve the right to accept any application or accept any application in part only, without assigning any reason thereof.

(iv) GENERAL INSTRUCTIONS

- (1) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (2) Malaysian revenue stamp (not postage stamp) RM10 must be affixed on this RSF.
- (3) 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.
- (4) The contract arising from the acceptance of the provisional allotment of rights 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.
- (5) The Company reserves the right to reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to.