

**NOTICE OF PROVISIONAL ALLOTMENT OF WARRANTS**

All abbreviations used herein shall have the same meaning as those defined in the "Definitions" page of the abridged prospectus dated 3 December 2013 ("Abridged Prospectus") unless stated otherwise. The provisional allotment of Warrants (as defined herein) are prescribed securities pursuant to Section 14(5) of the SICDA and therefore, the SICDA and the Rules of Bursa Depository shall apply in respect of dealings in the provisional allotment of Warrants.



**Tiong Nam Logistics Holdings Berhad**

(Company No. 182485-V)

(Incorporated in Malaysia under the Companies Act, 1965)

**RENOUNCEABLE RIGHTS ISSUE OF 210,258,500 FIVE (5)-YEAR WARRANTS ("WARRANTS") ON THE BASIS OF ONE (1) WARRANT FOR EVERY TWO (2) ORDINARY SHARES OF RM0.20 EACH HELD IN TIONG NAM LOGITCIS HOLDINGS BERHAD ("TNLH") AFTER THE SUBDIVISION OF EVERY ONE (1) EXISTING ORDINARY SHARE OF RM1.00 EACH IN TNLH INTO FIVE (5) NEW ORDINARY SHARES OF RM0.20 EACH AT 5.00 P.M. ON 3 DECEMBER 2013 AT AN ISSUE PRICE OF RM0.20 PER WARRANT ("RIGHTS ISSUE OF WARRANTS")**

Principal Adviser



**RHB Investment Bank Berhad**

(Company No. 19663-P)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

To: Shareholders of TNLH

Dear Sir/ Madam,

The Board of TNLH has provisionally allotted to you, in accordance with the approval of Bursa Malaysia Securities Berhad ("Bursa Securities") dated 14 October 2013 and the ordinary resolution passed by the Company at the Extraordinary General Meeting convened on 16 November 2013, the number of new Warrants as indicated below ("Provisional Allotment").

We wish to advise you that the following number of Warrants provisionally allotted to you in respect of the Rights Issue of Warrants have been confirmed by Bursa Depository and upon acceptance will be credited into your CDS account(s) subject to the terms and conditions stated in the Abridged Prospectus dated 3 December 2013 and the Rights Subscription Form issued by the our Company.

The Provisional Allotment is made subject to the provisions in the Abridged Prospectus dated 3 December 2013 issued by the Company. Bursa Securities has already prescribed the securities of TNLH listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Provisional Allotment arising from the Rights Issue of Warrants are prescribed securities and, as such, all dealings in the Provisional Allotment will be by way of book entry through CDS accounts and will be governed by the SICDA and the Rules of Bursa Depository.

**ALL THE WARRANTS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE OF WARRANTS WILL BE ALLOTTED BY WAY OF CREDITING THE WARRANTS INTO THE CDS ACCOUNTS OF THE ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S) (IF APPLICABLE). NO PHYSICAL WARRANT CERTIFICATES WILL BE ISSUED.**

It is the intention of the Board to allot the Excess Warrants, if any, in a fair and equitable manner to the entitled shareholders and/or their renouncee(s) and/or transferee(s) who have applied for the Excess Warrants 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 Warrants on a pro-rata basis and in board lots, calculated based on their respective shareholdings as at the Entitlement Date;
- (iii) thirdly, for allocation to Entitled Shareholders who have applied for Excess Warrants on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess Warrants application; and
- (iv) fourthly, for allocation to the transferee(s) and/or renouncee(s) who have applied for the Excess Warrants on a pro-rata basis and in board lots, calculated based on the quantum of their respective Excess Warrants application.

Nevertheless, the Board reserves the right to allot the Excess Warrants applied for under Part I(b) of the RSF in such manner as they deem fit and expedient and in the best interest of the Company subject always to such allocation being made on a fair and equitable basis, and that the intention of the Board as set out in (i) to (iv) above is achieved.

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

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NUMBER OF TNLH SHARES HELD AT 5.00 P.M. ON 3 DECEMBER 2013	NUMBER OF WARRANTS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM0.20 PER WARRANTS (RM)

**IMPORTANT DATES AND TIMES:**

Entitlement Date : Tuesday, 3 December 2013 at 5.00 p.m.

**LAST DATE AND TIME FOR:**

Sale of provisional allotment of rights : Tuesday, 10 December 2013 at 5.00 p.m.

Transfer of provisional allotment of rights : Friday, 13 December 2013 at 4.00 p.m.

Acceptance and payment : Wednesday, 18 December 2013 at 5.00 p.m. \*

Excess Warrants application and payment : Wednesday, 18 December 2013 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

**ANG MUI KIOW (LS 0001886)**  
Company Secretary

Share Registrar  
**Tricor Investor Services Sdn Bhd (118401-V)**  
Level 17, The Gardens North Tower  
Mid Valley City, Lingkaran Syed Putra  
59200 Kuala Lumpur

Tel. No.: (603) 2264 3883

Fax No.: (603) 2282 1886



## NOTES AND INSTRUCTIONS FOR COMPLETION OF 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 DATED 3 DECEMBER 2013 ("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 of Warrants should be addressed to the Share Registrar of the Company, Tricor Investor Services Sdn Bhd (118401-V) ("Share Registrar") at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur. 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 Abridged Prospectus and Notice of Provisional Allotment ("NPA") for the Rights Issue of Warrants, is 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 of Warrants complies with the laws of any countries or jurisdictions other than the laws of Malaysia. Entitled shareholders and/or their renounees (if applicable) who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their advisers as to whether the acceptance or renunciation (as the case may be) of their entitlements to the Rights Issue of Warrants would result in the contravention of any laws of such countries or jurisdictions. TNLH and RHB Investment Bank Berhad ("RHB Investment Bank") shall not accept any responsibility or liability in the event that any acceptance or renunciation made by entitled shareholders and/or their renounees (if applicable) is or shall become illegal, unenforceable, voidable or void in such countries or jurisdictions in which the entitled shareholders and/or renounees (if applicable) are residents.

A copy of this Abridged Prospectus has been registered with the Securities Commission Malaysia ("SC"). A copy of the same, together with the NPA and RSF, have also been lodged with the Companies Commission of Malaysia, who takes no responsibility for the contents of these documents.

Approvals has been obtained from Bursa Malaysia Securities Berhad ("Bursa Securities") via its letter dated 14 October 2013 for the admission of Warrants on the Official List of Bursa Securities and for the listing of and quotation for the Warrants and the new TNLH Shares to be issued upon exercise of Warrants on the Main Market of Bursa Securities and from the shareholders of TNLH through the ordinary resolutions passed at the Extraordinary General Meeting held on 16 November 2013. The official listing and quotation for Warrants will commence after, among others, receipt of confirmation from Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") that all the Central Depository System ("CDS") accounts of entitled shareholders and/or their renounees (if applicable) have been duly credited and notices of allotment have been despatched to the successful applicants.

Neither Bursa Securities nor the SC takes any responsibility for the correctness or accuracy of any statements made or opinions expressed herein. Admission to the Official List and quotation of the said securities on the Bursa Securities are in no way reflective of the merits of the Rights Issue of Warrants.

This RSF, together with the Abridged Prospectus and NPA, have been seen and approved by our Board of Directors 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 Warrants 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 Warrants.

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 documents, 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 18 December 2013, or such extended date and time as our Board of Directors ("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 original closing date. If acceptance of the Provisional Allotments (either in full or in part, as the case may be) are not received by the Share Registrar, **Tricor Investor Services Sdn Bhd at Level 17, The Gardens North Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur by Wednesday, 18 December 2013 at 5.00 p.m.** (or such later date and time as our Board may determine and announce not less than two (2) Market Days before the stipulated date and time) such Provisional Allotments shall be deemed to have been declined and will be rendered void. The Board will then have the right to allot such Warrants not taken up to applicants applying for excess Warrants in the manner as set out in item (iii) below.

#### (ii) FULL OR PART ACCEPTANCE OF THE WARRANTS

If you wish to accept all or any part of the Warrants 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 " **TNLH RIGHTS ISSUE ACCOUNT**" and crossed "**ACCOUNT PAYEE ONLY**" and endorsed on the reverse side with your name and CDS account number in block letters, for the full amount payable for the Warrants accepted, to be received by the Share Registrar, before 5.00 p.m. on 18 December 2013 (or such extended date and time as our Board may decide at their absolute discretion). Cheques or any other mode of payments are not acceptable.

If acceptance and payment for the Warrants provisionally allotted to you is not received by the Share Registrar by 5.00 p.m. on 18 December 2013, being the last time and date for acceptance and payment (or such extended time and date as may be determined and announced by our Board), such provisional allotment of rights will be deemed to have been declined and will be cancelled. Our Directors will then have the right to allot such Warrants not taken up to applicants applying for excess Warrants in a fair and equitable manner and in the interest of the Company.

The remittance must be made for the exact amount payable for the Warrants accepted (ROUNDED UP TO THE NEAREST SEN). Any excess or insufficient payment may be rejected at the absolute discretion of the Board. No acknowledgement will be issued but a notice of allotment will be despatched to you by ordinary post to the address shown in the Record of Depositors within eight (8) Market Days from the last date for acceptance and payment for the Warrants.

In respect of unsuccessful or partially successful Warrants 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 Warrants by ordinary post to the address shown in the Record of Depositors at the applicant's own risk.

#### (iii) APPLICATION FOR EXCESS WARRANTS

If you and/or your renounee(s) (if applicable) wish to apply for excess Warrants in addition to those provisionally allotted to you and/or your renounee(s) (if applicable), please complete Part I(b) of this RSF (in addition to Parts I(a) and II) and forwarding it (together with a separate remittance for the full amount payable in respect of the excess Warrants applied for) to the Share Registrar. Payment for the excess Warrants applied for should be made in the same manner described in note (ii) 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 made payable to "**TNLH EXCESS RIGHTS ISSUE ACCOUNT**" and crossed "**ACCOUNT PAYEE ONLY**" and endorsed on the reverse side with the name and CDS account number of the applicant in block letters to be received by the Share Registrar not later than 5.00 p.m. on 18 December 2013, being the last time and date for the excess Warrants acceptance and payment (or such extended time and date as may be determined and announced by our Board). No acknowledgement will be issued but a notice of allotment will be despatched to you by ordinary post to the address shown in the Record of Depositors within eight (8) Market Days from the last date for acceptance and payment for the excess Warrants.

It is the intention of the Board to allot the excess Warrants, if any, in a fair and equitable manner to the entitled shareholders and/or their renounee(s) and/or transferee(s) who have applied for the excess Warrants 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 Warrants on a pro-rata basis and in board lots, calculated based on their respective shareholdings as at the entitlement date;
- (iii) thirdly, for allocation to entitled shareholders who have applied for excess Warrants on a pro-rata basis and in board lots, calculated based on the quantum of their respective excess Warrants application; and
- (iv) fourthly, for allocation to the transferee(s) and/or renounee(s) who have applied for the Excess Warrants on a pro-rata basis and in board lots, calculated based on the quantum of their respective excess Warrants application.

Nevertheless, the Board reserves the right to allot the excess Warrants applied for under Part I (b) of the RSF in such manner as they deem fit and expedient and in the best interest of the Company subject always to such allocation being made on a fair and equitable basis, and that the intention of the Board as set out in (i) to (iv) above is achieved.

In respect of unsuccessful or partially successful excess Warrants 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 Warrants by ordinary post to the address shown in the Record of Depositors at the applicant's own risk.

#### (iv) SALE/TRANSFER OF THE PROVISIONAL ALLOTMENT OF WARRANTS

If you wish to sell/ transfer all or part of your provisional allotment of the Warrants to your renounee(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 Warrants standing to the credit of your CDS accounts. To sell/transfer all or part of your provisional allotment of the Warrants, you may sell such provisional allotment of the Warrants on the open market of Bursa Securities or transfer such provisional allotment 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 Warrants, you and/ or your renounee(s) (if applicable) need not deliver any document, including this RSF, to the stockbroker. However, you and/or your renounee(s) (if applicable) must ensure that you have sufficient provisional allotment of the Warrants standing to the credit of your CDS account before trading.

The purchaser(s)/renounee(s)/transferee(s) can collect a copy of this RSF for the acceptance of his/her/their rights from his/her/their stockbroker, all Malaysian stockbroking companies, the Registered Office of the Company, the Share Registrar's office or Bursa Malaysia's website at <http://www.bursamalaysia.com>.

If you have sold only part of the provisional allotment of the Warrants, you may still accept the balance of your provisional allotment of the Warrants by completing Parts I 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) Warrants subscribed by the shareholders and/or their renounee(s) will be credited into their respective CDS accounts as shown in the Bursa Depository's record of depositors.
- (c) 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 and/or your renounee(s) (if applicable).
- (d) The contract arising from the acceptance of the provisional allotment of the Warrants 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.
- (e) Our Company reserves the right to accept or reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to.
- (f) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of Ringgit Malaysia Ten (RM10.00) must be affixed on the RSF.