

**NOTICE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES WITH WARRANTS**

Terms defined in the Abridged Prospectus dated 20 May 2016 ("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 (as defined herein) as contained in this NPA are prescribed securities 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 (as defined herein).



**PROLEXUS BERHAD**

(Company No. 250857-T)  
(Incorporated in Malaysia under the Companies Act, 1965)

**RENOUNCEABLE RIGHTS ISSUE OF UP TO 62,531,620 NEW ORDINARY SHARES OF RM0.50 EACH IN PROLEXUS BERHAD ("PROLEXUS" OR THE "COMPANY") ("RIGHTS SHARES") AT AN ISSUE PRICE OF RM1.00 PER RIGHTS SHARE TOGETHER WITH UP TO 62,531,620 FREE DETACHABLE WARRANTS ("WARRANTS") ON THE BASIS OF ONE (1) RIGHTS SHARE TOGETHER WITH ONE (1) WARRANT FOR EVERY TWO (2) EXISTING ORDINARY SHARES OF RM0.50 EACH ("PROLEXUS SHARES") HELD AS AT 5.00 P.M. ON 20 MAY 2016 ("RIGHTS ISSUE")**

Principal Adviser and Joint Underwriter



**INVESTMENT BANK BERHAD (20657-W)**

Joint Underwriter



**RHB Investment Bank Berhad**

(Company No. 19663-P)  
(A Participating Organisation of Bursa Malaysia Securities Berhad)

**To: The Entitled Shareholders of Prolexus**

**Dear Sir/Madam,**

Our Board of Directors ("**Board**") has provisionally allotted to you, in accordance with the resolution passed at the Extraordinary General Meeting of our Company convened on 7 April 2016, and the approval of Bursa Malaysia Securities Berhad (635998-W) ("**Bursa Securities**") via its letter dated 24 February 2016, the number of Rights Shares with Warrants as indicated below ("**Provisional Rights Shares with Warrants**").

We wish to advise you that the following Provisional Rights Shares with Warrants have been confirmed by Bursa Depository and upon acceptance, the Rights Shares with Warrants 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 are allotted subject to the terms and conditions stated in the Abridged Prospectus. 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 are prescribed securities and as such, all dealings in the Provisional Rights Shares with Warrants will be by book entries through CDS accounts and will be governed by the SICDA (including all amendments thereof) and the Rules of Bursa Depository.

**ALL RIGHTS SHARES WITH WARRANTS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS SHARES AND THE WARRANTS 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.**

Our Board reserves the right to allot any Excess Rights Shares with Warrants applied for under Part I (B) of the Rights Subscription Form on a fair and equitable basis and in such manner as it deems fit, expedient and in the best interests of our Company. As such, it is the intention of our Board to allot the Excess Rights Shares with Warrants in the following priority:-

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, to the Entitled Shareholders who have applied for Excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on their respective shareholdings in the Company on the Entitlement Date;
- (iii) thirdly, to the Entitled Shareholders who have applied for Excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of Excess Rights Shares with Warrants applied for; and
- (iv) lastly, to the transferee(s)/renounee(s) who have applied for Excess Rights Shares with Warrants, on a pro-rata basis and in board lots, based on the quantum of Excess Rights Shares with Warrants applied for.

Our Board also reserves the right not to accept any application for the Excess Rights Shares with Warrants or to accept any such application in part only, without assigning any reason.

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

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NUMBER OF PROLEXUS SHARES HELD AT 5.00 P.M. ON 20 MAY 2016	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	NUMBER OF WARRANTS ATTACHED TO THE RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM1.00 PER RIGHTS SHARE (RM)

**IMPORTANT RELEVANT DATES AND TIME:-**

Entitlement date .....	: Friday, 20 May 2016 at 5.00 p.m.
<b>Last date and time for:-</b>	
Sale of provisional allotment of rights .....	: Friday, 27 May 2016 at 5.00 p.m.
Transfer of provisional allotment of rights .....	: Wednesday, 1 June 2016 at 4.00 p.m.
Acceptance and payment .....	: Monday, 6 June 2016 at 5.00 p.m.*
Excess application and payment .....	: Monday, 6 June 2016 at 5.00 p.m.*

\* or such later date and time as our Board and the Joint Underwriters may decide and announce not less than two (2) Market Days before the stipulated date and time.

By order of the Board  
**Lee Peng Loon** (MACS 01258)  
**P'ng Chiew Keem** (MAICSA 7026443)  
Company Secretaries

Share Registrar  
**Bina Management (M) Sdn Bhd** (50164-V)  
Lot 10, The Highway Centre  
Jalan 51/205  
46050 Petaling Jaya  
Selangor Darul Ehsan  
Tel : (03) 7784 3922  
Fax : (03) 7784 1988

**THIS NPA IS DATED 20 MAY 2016**



**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 should be addressed to our Share Registrar of the Company, Bina Management (M) Sdn Bhd at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan. **INVESTORS SHOULD READ AND UNDERSTAND THE CONTENTS OF THE ABRIDGED PROSPECTUS TO WHICH THIS RSF RELATES BEFORE COMPLETING THIS RSF. IN ACCORDANCE WITH THE CAPITAL MARKETS AND SERVICES ACT 2007, THIS RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS.**

This RSF, together with the Abridged Prospectus and the Notice of Provisional Allotment (collectively referred to as the "Documents") are only despatched to the Entitled Shareholders who have provided the Share Registrar with a registered address in Malaysia and whose names appear on the Record of Depositors not later than 5.00 p.m. on 20 May 2016. The Documents 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 countries or jurisdictions other than the laws of Malaysia. Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their legal advisers and/or other professional advisers as to whether the acceptance and/or renunciation (as the case may be) of all or any part of their entitlements to the Rights Issue would result in the contravention of any laws of such countries or jurisdictions. Neither the Company, its Directors and officers, KAF IB nor any other professional advisers shall accept any responsibility or liability in the event that any acceptance and/or renunciation (as the case may be) of the entitlements to the Rights Issue made by the Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) is or shall become illegal, unenforceable, voidable or void in any such countries or jurisdictions.

A copy of the Abridged Prospectus has been registered with the SC. The registration of this 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 this Abridged Prospectus. The SC has not, in any way, considered the merits of the securities being offered for investment. A copy of the Documents have also been lodged with the Registrar of Companies who takes no responsibility for the contents of the Documents.

Approval from Prolexus' shareholders for the Rights Issue was obtained at the EGM held on 7 April 2016. Approval from Bursa Securities has been obtained vide its letter dated 24 February 2016 for the admission of the Warrants to the Official List of Bursa Securities, the listing of and quotation for the Rights Shares, Warrants and the new Prolexus Shares to be issued pursuant to the exercise of the Warrants on the Main Market of Bursa Securities. Admission of the Warrants to the Official List of Bursa Securities and the listing of and quotation for all the new securities on the Main Market of Bursa Securities are in no way reflective of the merits of the Rights Issue.

The Board has seen and approved all the documentation relating to this Rights Issue. 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 these 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 otherwise stated.

**INSTRUCTIONS:****(i) LAST DATE AND TIME FOR ACCEPTANCE, APPLICATION FOR EXCESS RIGHTS SHARES WITH WARRANTS AND PAYMENT**

This RSF is valid for acceptance until 5.00 p.m. on Monday, 6 June 2016 or such later date and time as may be determined and announced by our Board and the Joint Underwriters. Where the closing date for acceptance and payment 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 OR PART ACCEPTANCE OF THE RIGHTS SHARES WITH WARRANTS**

If you and/or your renounee(s)/transferee(s) (if applicable) wish to accept all or part of the Rights Shares with Warrants, please complete Part I(A) and Part II of this RSF in accordance with the notes and instructions contained in this RSF, and despatch the completed and signed RSF together with the relevant remittance 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 must be made payable to "PROLEXUS RIGHTS ISSUE ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side(s) with your name in block letters, contact number together with your CDS account number, to be received by our Share Registrar, Bina Management (M) Sdn Bhd at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan, not later than 5.00 p.m. on Monday, 6 June 2016 (or such later date and time as our Board and the Joint Underwriters may decide and announce not less than two (2) Market Days before the stipulated date and time). The remittance must be made in the exact amount payable for the Rights Shares with Warrants accepted (ROUNDED UP TO THE NEAREST SEN). Cheques or any other mode(s) of payment are not acceptable.

If the acceptance and payment for the Rights Shares with Warrants are not received by our Share Registrar by 5.00 p.m. on Monday, 6 June 2016 (or such later date and time as our Board and the Joint Underwriters may decide and announce not less than two (2) Market Days before the stipulated date and time), the provisional entitlement made to you or the remainder thereof (as the case may be) will be deemed to have been declined and will be cancelled. Our Board will then reserve the right to allot such Rights Shares with Warrants to the applicants who have applied for the Excess Rights Shares with Warrants in the manner as set out in Note (iii) below.

No acknowledgement will be issued for receipt of this RSF or application monies in respect of the acceptance of the Rights Shares with Warrants. 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 their own risk within eight (8) Market Days from the last date for acceptance and payment for the Rights Shares with Warrants, 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) EXCESS RIGHTS SHARES WITH WARRANTS APPLICATION**

If you and/or your renounee(s)/transferee(s) (if applicable) wish to apply for additional Rights Shares with Warrants in excess of those provisionally allotted to you, please complete Part I(B) of this RSF (in addition to both 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 applied for, to our Share Registrar, Bina Management (M) Sdn Bhd at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan. Payment for the Excess Rights Shares with Warrants applied for should be made in the same manner as described in Note (ii) above, with remittance in RM made 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 must be made payable to "PROLEXUS EXCESS RIGHTS ISSUE ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and endorsed on the reverse side(s) with your name in block letters, contact number together with your CDS account number, to be received by our Share Registrar not later than 5.00 p.m. on Monday, 6 June 2016 (or such later date and time as our Board and the Joint Underwriters may determine and announce not less than two (2) Market Days before the stipulated date and time). Cheques or any other mode(s) of payment are not acceptable.

No acknowledgement will be issued for receipt of this RSF or application monies in respect of the Excess Rights Shares with Warrants application. 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 their own risk within eight (8) Market Days from the last date for application and payment for the Excess Rights Shares with Warrants, 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.

Our Board reserves the right to allot any Excess Rights Shares with Warrants applied for under Part I (B) of the RSF on a fair and equitable basis and in such manner as it deems fit, expedient and in the best interests of our Company. As such, it is the intention of our Board to allot the Excess Rights Shares with Warrants in the following priority:-

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, to the Entitled Shareholders who have applied for Excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on their respective shareholdings in the Company on the Entitlement Date;
- (iii) thirdly, to the Entitled Shareholders who have applied for Excess Rights Shares with Warrants, on a pro-rata basis and in board lots, calculated based on the quantum of Excess Rights Shares with Warrants applied for; and
- (iv) lastly, to the transferee(s)/renounee(s) who have applied for Excess Rights Shares with Warrants, on a pro-rata basis and in board lots, based on the quantum of Excess Rights Shares with Warrants applied for.

Our Board also reserves the right not to accept any application for the Excess Rights Shares with Warrants or to accept any such application in part only, without assigning any reason.

**(iv) SALE/TRANSFER OF THE PROVISIONAL RIGHTS SHARES WITH WARRANTS**

The Provisional Rights Shares with Warrants are renouneeable. If you wish to sell or transfer all or part of your entitlement to the Provisional Rights Shares with Warrants 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 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, you may sell such entitlement in the open market or transfer such entitlement to such persons as may be allowed pursuant to the Rules of Bursa Depository.

In selling or transferring all or part of your entitlement to the Provisional Rights Shares with Warrants, you need not deliver this RSF or any document to your stockbroker. You are however advised to ensure that there is sufficient Provisional Rights Shares with Warrants standing to the credit of your CDS account(s) before selling or transferring.

Renounee(s)/transferee(s) of the Provisional Rights Shares with Warrants may obtain a copy of the Abridged Prospectus and this RSF from their stockbrokers, our Share Registrar, our Registered Office or Bursa Securities' website (<http://www.bursamalaysia.com>).

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

You should note that all RSF and remittances so lodged with Bina management (M) Sdn Bhd will be irrevocable and cannot be withdrawn.

**(v) GENERAL INSTRUCTIONS**

- (a) In respect of unsuccessful or partially successful applications, the full amount or the surplus application monies (as the case may be) will be refunded without interest and shall be despatched to you within fifteen (15) Market Days from the last date for acceptance, application and payment for the Rights Issue by ordinary post to the address shown in the Record of Depositors of Bursa Depository at your own risk.
- (b) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (c) The Rights Shares with Warrants subscribed by you and/or your renounee(s)/transferee(s) (if applicable) will be credited into your and/or your renounee(s)/transferee(s)' 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 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 with 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 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) You and/or your renounee(s)/transferee(s) (if applicable) should note that all RSF and remittances lodged with our Share Registrar shall be irrevocable and cannot be subsequently withdrawn.
- (h) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of RM10.00 must be affixed on this RSF.