

**NOTICE OF PROVISIONAL ALLOTMENT**

Terms defined in the Abridged Prospectus dated 10 December 2012 shall have the same meanings when used in this Notice of Provisional Allotment ("NPA") unless stated otherwise.

The provisionally allotted Rights Shares with Warrants and Bonus 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 provisionally allotted Rights Shares with Warrants and Bonus Shares will be subject to the SICDA and the Rules of Bursa Malaysia Depository Sdn Bhd ("Bursa Depository").



**MKH BERHAD**

(Company No. 50948-T)  
(Incorporated in Malaysia under the Companies Act, 1965)

- I. **RENOUCEABLE RIGHTS ISSUE OF 29,104,378 NEW ORDINARY SHARES OF RM1.00 EACH IN MKH BERHAD ("MKH") ("MKH SHARE(S))" ("RIGHTS SHARE(S))" ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TEN (10) EXISTING MKH SHARES HELD TOGETHER WITH 29,104,378 FREE DETACHABLE WARRANTS IN MKH ("WARRANT(S))" ON THE BASIS OF ONE (1) WARRANT FOR EVERY ONE (1) RIGHTS SHARE SUBSCRIBED FOR AT 5.00 P.M. ON 10 DECEMBER 2012 AT AN ISSUE PRICE OF RM1.80 PER RIGHTS SHARE ("RIGHTS ISSUE WITH WARRANTS"); AND**
- II. **BONUS ISSUE OF 29,104,378 NEW MKH SHARES ("BONUS SHARE(S))" TO BE CREDITED AS FULLY PAID-UP ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY ONE (1) RIGHTS SHARE SUBSCRIBED BY THE SHAREHOLDERS OF MKH AND/ OR THEIR RENOUNCEE(S) PURSUANT TO THE RIGHTS ISSUE WITH WARRANTS ("BONUS ISSUE")**

*Principal Adviser and Underwriter*



**OSK Investment Bank Berhad** (114152-V)  
(A Participating Organisation of Bursa Malaysia Securities Berhad)

**To: The Shareholders of MKH**

**Dear Sir/ Madam,**

Our Board of Directors ("Board") has provisionally allotted to you the number of Rights Shares with Warrants and Bonus Shares as indicated below ("Provisional Allotment"), in accordance with the approval of Bursa Malaysia Securities Berhad ("Bursa Securities") and the Controller of Foreign Exchange (via Bank Negara Malaysia), vide their letters dated 24 September 2012 as well as the ordinary resolutions passed by our shareholders at the Extraordinary General Meeting held on 8 November 2012 in relation to the Rights Issue with Warrants and Bonus Issue.

We wish to advise that the following number of Provisional Allotment in respect of the Rights Issue with Warrants and Bonus 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 our Company.

The Provisional Allotment is made subject to the provisions in the Abridged Prospectus dated 10 December 2012 issued by our Company. Bursa Securities has already prescribed the securities of our Company listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Provisional Allotment arising from the Rights Issue with Warrants and Bonus Issue are prescribed securities and as such, all dealings in the Provisional Allotment will be by book entry through CDS Accounts and will be governed by the SICDA and the Rules of Bursa Depository.

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

Our Board reserves the right to allot any excess Rights Shares with Warrants, if any, to the entitled shareholders and/or their renounee(s) who have applied for excess Rights Shares on a fair and equitable basis and in such manner as they deem fit and expedient in the best interest of the Company. As such, it is the intention of our Board to allot the excess Rights Shares with Warrants, if any, in the following priority:-

- i. Firstly, to minimise the incidence of odd lots;
- ii. Secondly, for all allocation to entitled shareholders who have applied for excess Rights Shares with Warrants on a pro-rata basis and in board lot, calculated based on their respective shareholdings as at the Entitlement Date; and
- iii. Finally, for allocation to entitled shareholders and/or their renounee(s) who have applied for excess Rights Shares with Warrants on a pro-rata basis calculated based on the quantum of excess Rights Shares with Warrants application.

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

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NUMBER OF MKH SHARES HELD AT 5.00 P.M. ON 10 DECEMBER 2012	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	NUMBER OF BONUS SHARES PROVISIONALLY ALLOTTED TO YOU	NUMBER OF WARRANTS ATTACHED TO RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM1.80 PER RIGHTS SHARE WITH WARRANT AND BONUS SHARE (RM)

**IMPORTANT RELEVANT DATES AND TIME:**

<b>Entitlement Date</b>	:	Monday, 10 December 2012 at 5.00pm
Last date and time for sale of provisional allotment of rights for the Rights Issue with Warrants	:	Monday, 17 December 2012 at 5.00pm
Last date and time for transfer of provisional allotment of rights for the Rights Issue with Warrants	:	Thursday, 20 December 2012 at 4.00pm
Last date and time for acceptance and payment for the Rights Issue with Warrants	:	Wednesday, 26 December 2012 at 5.00pm *
Last date and time for excess application and payment for the Rights Issue with Warrants	:	Wednesday, 26 December 2012 at 5.00pm *

\* or such later date and time as our Board may determine, subject to the consent of our underwriter, and announce not less than two (2) Market Days before the stipulated date and time.

By order of the Board  
**Tan Wan San (MIA 10195)**  
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: 603-2264 3883  
Fax: 603-2282 1886



## 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 10 DECEMBER 2012.**

**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 with Warrants and Bonus Issue should be addressed to the Share Registrar of the Company, Tricor Investor Services Sdn Bhd (118401-V) 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.**

The Abridged Prospectus is issued in compliance with the laws of Malaysia only. This RSF together with the Abridged Prospectus and the Notice of Provisional Allotment ("NPA") (collectively the "Documents") is not intended to be issued, circulated or distributed, and the Rights Issue with Warrants and Bonus Issue will not be made or offered or deemed to be made or offered for purchase or subscription, in countries or jurisdictions other than Malaysia or to persons who are or may be subject to the laws of 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, Bonus Issue and the Documents comply with the laws of any countries or jurisdictions other than the laws of Malaysia. The Rights Issue with Warrants and Bonus Issue to which the Documents relate are only available to persons receiving the Documents within Malaysia. Accordingly, the Documents will not be despatched to entitled shareholders who do not have a registered address in Malaysia as stated in the Record of Depositors of the Company by 5.00 p.m. on 10 December 2012. Any entitled shareholders and/ or their renounee(s) (if applicable) who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their legal advisers as to whether the acceptance or renunciation of all or any part of their entitlements to the Rights Shares with Warrants and Bonus Shares would result in the contravention of any laws of such countries or jurisdictions. Such entitled shareholders and/ or their renounee(s) (if applicable) should note the additional terms and restrictions as set out in Section 10.10 of the Abridged Prospectus. OSK Investment Bank Berhad ("OSK"), other experts, the Company, the Directors and officers of the Company shall not accept any responsibility or liability in the event that any acceptance or renunciation made by any foreign entitled shareholders and/ or their renounee(s) (if applicable) is or shall become unlawful, unenforceable, voidable or void in any such jurisdictions.

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 Companies Commission of Malaysia who takes no responsibility for the contents of these Documents.

The approval from shareholders of the Company for the Rights Issue with Warrants and Bonus Issue was obtained at the Extraordinary General Meeting held on 8 November 2012. Approval from Bursa Malaysia Securities Berhad ("Bursa Securities") has also been obtained on 24 September 2012 for the admission of the Warrants on the Main Market of Bursa Securities and the listing of the Rights Shares, the Bonus Shares and the Warrants as well as all the new shares arising from the exercise of the Warrants on the Main Market of Bursa Securities. The listing of the said new securities on the Main Market of Bursa Securities are in no way reflective of the merits of the Rights Issue with Warrants and Bonus Issue. The quotation for the new securities will commence after, amongst others, receipt of confirmation from Bursa Malaysia Depository Sdn Bhd ("Bursa Depository") that all the CDS Accounts of the successful entitled shareholders and/ or their renounee(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 and Bonus Issue or assumes responsibility for the correctness of any statement made or opinion or report expressed in the Abridged Prospectus.

The Board of Directors of MKH ("Board") have seen and approved the Documents. 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 (or "RM" in abbreviation) and sen.

### INSTRUCTIONS:

#### (I) LAST DATE AND TIME FOR ACCEPTANCE, APPLICATION AND PAYMENT

This RSF is valid for acceptance and/ or application until **5.00 p.m. on Wednesday, 26 December 2012**, or such later date and time as our Board may determine, subject to the consent of our underwriter, and announce not less than two (2) Market Days before the stipulated date and time.

#### (II) FULL OR PART ACCEPTANCE AND PAYMENT

If you wish to accept all or any part of the Provisional Allotment, please complete Parts I and II of this RSF in accordance with the notes and instructions contained herein and return this RSF, together with the appropriate remittance made in RM for the full amount payable for the Rights Shares with Warrants and Bonus Shares accepted 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 crossed "**A/C PAYEE ONLY**", made payable to "**MKHB RIGHTS ISSUE ACCOUNT**" and endorsed on the reverse side with your name, address and CDS account number in block letters so as to be received by our Share Registrar by **5.00 p.m. on Wednesday, 26 December 2012** (or such later date and time as our Board may determine, subject to the consent of our underwriter, 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.

If acceptance of and payment for the Provisional Allotment are not received by our Share Registrar by **5.00 p.m. on Wednesday, 26 December 2012** (or such later date and time as our Director may determine, subject to the consent of our underwriter, 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.

The remittance must be made in the exact amount payable for the Rights Shares with Warrants and Bonus Shares accepted. No acknowledgement of receipt of this RSF or application monies will be issued by our Company or our Share Registrar in respect of the Rights Shares with Warrants and Bonus Shares. However, successful applicants will be allotted their Rights Shares with Warrants and Bonus Shares, and notices of allotment will be issued and despatched by ordinary post to them or their renounee(s) (if applicable) at their own risk to the address shown in the Record of Depositors provided by Bursa Depository within eight (8) Market Days from the last date and time for acceptance of and payment for the Rights Issue with Warrants and Bonus Issue or such other period as may be prescribed by Bursa Securities.

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

If you wish to apply for additional Rights Shares with Warrants in excess of your entitlement, please complete Part II(b) of this RSF (in addition to Parts I(a) and II) and forward this RSF with **a separate remittance made in RM** for the full amount payable in respect of the excess Rights Shares with Warrants applied for, to our Share Registrar. Payment for the excess Rights Shares with Warrants applied for should be made, and 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 crossed "**A/C PAYEE ONLY**", and made payable to "**MKHB EXCESS RIGHTS ISSUE ACCOUNT**" and endorsed on the reverse side with your name, address and CDS account number in block letters so as to be received by our Share Registrar by **5.00 p.m. on Wednesday, 26 December 2012** (or such later date and time as our Board may determine, subject to the consent of our underwriter, and announce not less than two (2) Market Days before the stipulated date and time).

Our Board reserves the right to allot any excess Rights Shares with Warrants, if any, to the entitled shareholders and/ or their renounee(s) who have applied for excess Rights Shares on a fair and equitable basis and in such manner as they deem fit and expedient in the best interest of the Company. As such, it is the intention of our Board to allot the excess Rights Shares with Warrants, if any, in the following priority:-

- i. Firstly, to minimise the incidence of odd lots;
- ii. Secondly, for all allocation to entitled shareholders who have applied for excess Rights Shares with Warrants on a pro-rata basis and in board lot, calculated based on their respective shareholdings as at the Entitlement Date; and
- iii. Finally, for allocation to entitled shareholders and/ or their renounee(s) who have applied for excess Rights Shares with Warrants on a pro-rata basis calculated based on the quantum of excess Rights Shares with Warrants application.

No acknowledgement of receipt of this RSF or excess application monies will be issued by our Company or our Share Registrar in respect of the excess Rights Shares with Warrants. However, successful applicants will be allotted their excess Rights Shares with Warrants, and notices of allotment will be issued and despatched by ordinary post to them or their renounee(s) (if applicable) at their own risk to the address shown in the Record of Depositors provided by Bursa Depository within eight (8) Market Days from the last date and time for acceptance of and payment for the excess Rights Shares with Warrants or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially successful excess Rights Shares with Warrants applications, the full amount or the surplus application monies, will be refunded without interest and despatched to the applicant within 15 Market Days from the last date and time for acceptance of and payment for the excess Rights Shares with Warrants by ordinary post to the address shown in our Record of Depositors provided by Bursa Depository at your own risk.

#### (IV) SALE OR TRANSFER OF PROVISIONAL ALLOTMENT

If you wish to dispose or transfer all or part of your entitlement to the Provisional Allotment to one (1) or more person(s), you may do so immediately through your stockbroker(s) for the period up to the last date and time for sale or transfer of such Provisional Allotment, without first having to request us for a split of the Provisional Allotment standing to the credit of your CDS Accounts. To dispose or transfer all or part of your entitlement to the Provisional Allotment, you may sell such entitlement on the open market or transfer such entitlement to such persons as may be allowed under the Rules of Bursa Depository.

If you have sold or transferred only part of the Provisional Allotment, you may still accept the balance of the Provisional Allotment by completing Parts I and II of this RSF.

In disposing or transferring all or part of your Provisional Allotment, you need not deliver any document including this RSF to any stockbroker. However, you must ensure that there is sufficient Provisional Allotment standing to the credit of your CDS Accounts that are available for settlement of the sale or transfer.

The purchaser(s) or transferee(s) of the Provisional Allotment may obtain a copy of this RSF from his/ her/ their stockbroker(s), our Share Registrar, our Registered Office or the website of Bursa Securities (<http://www.bursamalaysia.com>).

#### (V) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seal.
- (b) Rights Shares with Warrants and Bonus Shares subscribed by the entitled shareholders and/ or their renounee(s) (if applicable) will be credited into their respective CDS Accounts as stated in this RSF or the exact accounts appearing on 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 our Company and our Company shall not be under any obligation to account for such interest or other benefit to you.
- (d) The contract arising from the acceptance of the Provisional Allotment 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.
- (e) Our Board reserves the right to accept or reject any acceptance and/ or application if the instructions herein stated are not strictly adhered to or which are illegible.
- (f) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of RM10.00 must be affixed on this RSF.