

PRICING SUPPLEMENT dated 1 August 2019



YNH PROPERTY BHD

(Company No. 561986-V)

PROPOSED ISSUE OF, OFFER FOR SUBSCRIPTION OR PURCHASE OF OR INVITATION TO SUBSCRIBE FOR OR PURCHASE OF UNRATED SECURED PERPETUAL SECURITIES PURSUANT TO THE PERPETUAL SECURITIES ISSUANCE PROGRAMME OF RINGGIT SEVEN HUNDRED AND FIFTY MILLION (RM750,000,000.00) IN NOMINAL VALUE

Sole Lead Arranger/Sole Lead Manager



CIMB INVESTMENT BANK BERHAD

(Company No. 18417-M)

This document ("**Pricing Supplement**") is issued to give details of the proposed issue of Tranche 1 unrated secured perpetual securities of Ringgit Two Hundred and Sixty Three Million (RM263,000,000.00) in nominal value ("**Subject Perpetual Securities**") from a perpetual securities issuance programme of Ringgit Seven Hundred and Fifty Million (RM750,000,000.00) in nominal value ("**Perpetual Securities Programme**") by YNH Property Bhd (Company No. 561986-V) ("**Issuer**").

Full information on the Issuer and the offer of the Perpetual Securities is only available on the basis of a combination of this Pricing Supplement, the lodgement kit of the Perpetual Securities Programme which was lodged with the Securities Commission Malaysia on 13 May 2019 and the trust deed dated 19 July 2019 between the Issuer and Malaysian Trustees Berhad (Company No.21666-V) ("**Trustee**") ("**Trust Deed**").

Unless otherwise defined in this Pricing Supplement, capitalised terms used herein have the same meaning as in the Trust Deed. The issuance of the Subject Perpetual Securities have been duly authorised by a resolution of the Board of Directors' of the Issuer dated 3 May 2019.

The Issuer has authorised the Lead Arranger/Lead Manager and/or its affiliates to circulate or distribute this Pricing Supplement on their behalf in respect of or in connection with the proposed offer or invitation to subscribe for and issue of the Subject Perpetual Securities to prospective investors who fall within the ambit of the Selling Restrictions for the purpose of the sale of the Subject Perpetual Securities and that no further evidence of authorisation is required.

This Pricing Supplement is for information purposes only and does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction.

This Pricing Supplement and its contents are strictly confidential and are made strictly on the basis that the recipient shall ensure that they will remain confidential. Accordingly, this Pricing Supplement and its contents, or any information, which is made available in connection with any further enquiries, must be held in complete confidence.

This Pricing Supplement is sent to selected persons who fall within the ambit of the Selling Restrictions. Any person who receives this Pricing Supplement who does not fall within the ambit of the Selling Restrictions must immediately notify the Lead Arranger/Lead Manager and return this Pricing Supplement to the Lead Arranger/Lead Manager or the Issuer.

This Pricing Supplement or any document delivered under or in relation to the issue, offer and sale of the Subject Perpetual Securities is not, and should not be construed as, a recommendation by the Issuer, the Lead Arranger/Lead Manager or any other party to the recipient to subscribe for or purchase the Subject Perpetual Securities. This Pricing Supplement is not a substitute for, and should not be regarded as, an independent evaluation and analysis and does not purport to be all inclusive. Each recipient is solely responsible for seeking all appropriate expert advice as to the laws of all jurisdictions to which it is subject. Each recipient should perform and is deemed to have made its own independent investigation and analysis of the Issuer, the Subject Perpetual Securities and all other relevant matters, and each recipient should consult its own professional advisers.

The recipient must return this Pricing Supplement and any other information in connection therewith to the Lead Arranger/Lead Manager promptly upon the Lead Arranger/Lead Manager's request.

THE DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING OR SALE OF THE SUBJECT PERPETUAL SECURITIES IS SUBJECT TO THE SELLING RESTRICTIONS. PERSONS INTO WHOSE POSSESSION THIS PRICING SUPPLEMENT COMES INTO ARE REQUIRED BY THE ISSUER AND THE LEAD ARRANGER/LEAD MANAGER TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTION. FOR A DESCRIPTION OF CERTAIN RESTRICTIONS ON OFFERS AND SALES OF THE SUBJECT PERPETUAL SECURITIES AND ON DISTRIBUTION OF THIS PRICING SUPPLEMENT, PLEASE REFER TO THE "SELLING RESTRICTIONS" IN THE TRUST DEED.

Specific Final Terms

The following items under this heading “**Specific Final Terms**” are the particular terms which relate to the Subject Perpetual Securities to which this Pricing Supplement relates.

1. **Issuer** : **YNH PROPERTY BHD**
2. **Tranche** : 1
3. **Nominal Amount** : RM263.0 million
4. **Issue Date** : 7 August 2019
5. **Tenure** : Perpetual Non-Callable 5 years
6. **First Call Date** : 7 August 2024
7. **Coupon Frequency** **Payment** : Semi-annual with the first Coupon Payment falling six months from the Issue Date and every six months thereafter.
8. **Coupon Rate** : 6.85% per annum up to the First Call Date (exclusive)
9. **Coupon Stepped-Up Date and Stepped-Up Coupon Rate** : Year 6 (from Issue Date) – 8.85% per annum
Year 7 (from Issue Date) – 9.85% per annum
Year 8 (from Issue Date) – 10.85% per annum
Year 9 (from Issue Date) – 11.85% per annum
Year 10 (from Issue Date) – 12.85% per annum
Year 11 (from Issue Date) – 13.85% per annum
Year 12 (from Issue Date) – 14.85% per annum
Year 13 (from Issue Date) onwards – 15.00% per annum
10. **Utilisation of Proceeds** : The net proceeds arising from the issuance of the Perpetual Securities (after deduction of expenses incidental to the Perpetual Securities) will be utilised by the Issuer and/or its subsidiaries, associated companies and/or jointly controlled entities (“**YNH Property Group**”) for the following:
 - (1) the YNH Property Group's investments (including amongst others, purchase of lands, buildings, property and/or shares; and/or payment into joint ventures); and/or

- (2) the YNH Property Group's capital expenditure and working capital; and/or
- (3) repayment of borrowings, financing facilities and/or banking facilities of the Issuer and/or any members of the YNH Property Group; and
- (4) repayment of the Overdraft/ Revolving Credit/ Term Loan Facilities granted by Public Bank Berhad and Public Investment Bank Berhad to Kar Sin Berhad.

- 11. Credit Rating** : Unrated
- 12. Make-Whole Margin** : 2.570%.
- 13. Operation of Designated Accounts** : Please refer to Sections 2.1(19) and 2.1(29)(d) of the Information Memorandum dated 13 May 2019.
- 14. Secured** : Yes
- 15. Details of Issue Security** : The Subject Perpetual Securities shall be secured by the following:
- (a) First legal charge and assignment over the Escrow Account in respect of Tranche 1; and
 - (b) First fixed charge under National Land Code over the property as described in Section 8.1 (*Issue Security*) of the Information Memorandum dated 13 May 2019 and Supplementary Information Memorandum dated 8 July 2019,
- provided that the Security Cover (as set out in item 18 below) is met.
- 16. Benchmark Rate and reset date (if applicable)** : Not applicable
- 17. Maximum Rate** : 15.0% per annum.
- 18. Security Cover** : 1.60

RESPONSIBILITY

The Issuer, having made all enquiries as were reasonable, confirms that the information contained in this Pricing Supplement is in accordance with the facts and is not false and is not misleading in any material respect.

Signed on behalf of YNH Property Bhd:



By:

DATO' YU KUAN CHON
Director