

**PRICING SUPPLEMENT**



**LBS BINA GROUP BERHAD**  
**(Registration No. 200001015875 (518482-H))**

Issuance of RM130.0 million in nominal value of Perpetual Sukuk Musharakah pursuant to an unrated Perpetual Sukuk Musharakah Programme of RM700.0 Million

**Lead Arranger and Lead Manager**



**RHB Investment Bank Berhad**

**RHB INVESTMENT BANK BERHAD**  
**(Registration No. 197401002639 (19663-P))**

The date of this Pricing Supplement is 16 March 2020

This document (“**Pricing Supplement**”) is issued to give details of the proposed issue of Series 1 Tranche 1 of Perpetual Sukuk Musharakah of RM130.0 million in nominal value (“**Subject Perpetual Sukuk Musharakah**”) pursuant to an unrated Perpetual Sukuk Musharakah Programme of RM700.0 Million (“**Perpetual Sukuk Musharakah Programme**”) by **LBS BINA GROUP BERHAD** (Registration No. 200001015875 (518482-H)) (“**Issuer**”).

Full information on the Issuer and the offer of the Perpetual Sukuk Musharakah is only available on the basis of a combination of this Pricing Supplement and the information memorandum dated 19 December 2019 supplemented by the supplemental information memorandum dated 26 February 2020 (as may be supplemented from time to time) (“**Information Memorandum**”).

Unless otherwise defined in this Pricing Supplement, capitalised terms used herein have the same meaning as in the Information Memorandum. In case of any conflict between the terms of this Pricing Supplement and/or the Information Memorandum, the terms set forth in this Pricing Supplement shall govern.

The Issuer has authorised the Lead Manager and/or its affiliates to circulate or distribute this Pricing Supplement on its behalf in respect of or in connection with the proposed offer or invitation to subscribe for and issue of the Subject Perpetual Sukuk Musharakah only to prospective investors who fall within the ambit of the Selling Restrictions for the purpose of the sale of the Subject Perpetual Sukuk Musharakah 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 Manager and return this Pricing Supplement to the Lead Manager or the Issuer.

This Pricing Supplement or any document delivered under or in relation to the issue, offer and sale of the Perpetual Sukuk Musharakah is not, and should not be construed as, a recommendation by the Issuer, the Lead Manager or any other party to the recipient to subscribe for or purchase the Perpetual Sukuk Musharakah. 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 Perpetual Sukuk Musharakah 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 Manager promptly upon the Lead Manager’s request.

**THERE ARE RESTRICTIONS ON THE DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING OR SALE OF THE PERPETUAL SUKUK MUSHARAKAH IN MALAYSIA. PERSONS INTO WHOSE POSSESSION THIS PRICING SUPPLEMENT COMES ARE REQUIRED BY THE ISSUER, THE LEAD ARRANGER AND THE LEAD MANAGER TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTIONS. FOR A DESCRIPTION OF THE RESTRICTIONS ON THE OFFERING AND SALE OF PERPETUAL SUKUK MUSHARAKAH AND ON DISTRIBUTION OF THIS PRICING SUPPLEMENT IN MALAYSIA, PLEASE REFER TO SECTION 2 OF THE INFORMATION MEMORANDUM DATED 19 DECEMBER 2019 AND SECTION 1.2 OF THE SUPPLEMENTAL INFORMATION MEMORANDUM DATED 26 FEBRUARY 2020 FOR THE PERPETUAL SUKUK MUSHARAKAH PROGRAMME.**

### **Specific Final Terms**

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

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| <b>1. Issuer</b>                                     | <b>: LBS BINA GROUP BERHAD</b>   |
| <b>2. Series</b>                                     | <b>: 1</b>   |
| <b>3. Tranche(s)</b>                                 | <b>: 1</b>   |
| <b>4. Nominal Amount</b>                             | <b>: RM130.0 million</b>   |
| <b>5. Issue Date</b>                                 | <b>: 30 March 2020</b>   |
| <b>6. Tenure</b>                                     | <b>: Perpetual</b>   |
| <b>7. First Call Date</b>                            | <b>: 28 March 2025</b>   |
| <b>8. Call Date</b>                                  | <b>: First Call Date and each Periodic Distribution Date thereafter.</b>                             |
| <b>9. Periodic Distribution Frequency</b>            | <b>: Semi-annual</b>   |
| <b>10. Initial Periodic Distribution Rate</b>        | <b>: 6.80% per annum (“p.a.”)</b>  |
| <b>11. Initial Spread</b>                            | <b>: 3.851% p.a.</b>   |
| <b>12. Relevant MGS Rate</b>                         | <b>: 2.949% p.a.</b>   |
| <b>13. Reset Period</b>                              | <b>: On the First Call Date and every 5 years thereafter</b>   |
| <b>14. Relevant Reset Periodic Distribution Rate</b> | <b>: Prevailing 5-year Malaysian Government Securities (“MGS”) + Initial Spread + Step-Up Margin</b> |

- 15. Step-Up Margin** : 2.5% p.a. after the First Call Date and an additional 1% p.a. thereafter on every subsequent call dates, subject to the maximum periodic distribution rate not exceeding 15% p.a.
- 16. Margin in relation to the Make-Whole Amount** : Relevant MGS Rate + 2.888%
- 17. Utilisation of Proceeds** : The proceeds arising from the issuance of the Perpetual Sukuk Musharakah under the Perpetual Sukuk Musharakah Programme shall be utilised by the LBS Bina Group for the following Shariah-compliant purposes:
- (i) refinancing of existing financing / borrowings;
  - (ii) capital expenditure;
  - (iii) asset acquisition;
  - (iv) working capital;
  - (v) general corporate purposes; and/or
  - (vi) defraying fees, costs and expenses in relation to the issuance of the Perpetual Sukuk Musharakah and the Perpetual Sukuk Musharakah Programme.
- 18. Security Cover** : 1.43 times
- 19. Series Security** : (a) a first legal charge and assignment over the account numbered 2-64317-000-3632-2 opened by LBS Bina Group Berhad with RHB Islamic Berhad (the Escrow Account);
- (b) a fixed charge over two (2) parcels of land measuring approximately 341.85 acres held under title no. PN 57073 Lot 22823 and PN 57074 Lot 22824, in Mukim Ulu Sungai Johor, District Kota Tinggi, Johor (Security Party: Iringan Kejora Sdn Bhd); and

- (c) a specific debenture over three (3) levels retail mall together with two (2) levels car parking bays and basement level of car park known as “M3 Mall” held under Parent Lot No. 200969, Master Title No. PN 51159, in Mukim Setapak, District Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur measuring approximately 13,095 square metres (Security Party: Gerbang Mekar Sdn Bhd).

**20. Eligible Replacement Security**

: A first fixed charge or a specific debenture creating a first fixed charge over any one or more of the following properties:

- (a) one (1) parcel of commercial land measuring approximately 5.13 acres held under title no. HSD 4791 PT 3273, in Mukim Tanah Rata, District Cameron Highlands, Pahang (Security Party: Casa Inspirasi Sdn Bhd);
- (b) one (1) parcel of residential land measuring approximately 4.30 acres held under title no. HSD 4795 PT 3277, in Mukim Tanah Rata, District Cameron Highlands, Pahang (Security Party: Casa Inspirasi Sdn Bhd);
- (c) one (1) parcel of residential land measuring approximately 52.88 acres held under title no. HSD 4797 PT 3279, in Mukim Tanah Rata, District Cameron Highlands, Pahang (Security Party: Casa Inspirasi Sdn Bhd);
- (d) one (1) parcel of commercial land measuring approximately 1.11 acres held under title no. PN 27955 Lot 15438, in Mukim Tanah Rata, District Cameron Highlands, Pahang (Security Party: Casa Inspirasi Sdn Bhd);
- (e) such other properties referred to in section 8.1 of the Information Memorandum (Security for First Series) which have not been utilised as security for the First Series; and

- (f) such other identified properties subject to the approval by Perpetual Sukuk Musharakah Holders by way of a special resolution.

## **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, not misleading and does not contain any material omission.