

PRICING SUPPLEMENT

OSK RATED BOND SDN BHD
(Registration No. 202001026428 (1382748-P))

**ISLAMIC MEDIUM TERM NOTE PROGRAMME UNDER THE SHARIAH
PRINCIPLE OF MURABAHAH (VIA TAWARRUQ ARRANGEMENT) OF UP TO
A COMBINED LIMIT OF RM2.0 BILLION
IN NOMINAL VALUE**

Issue No: 2
Issue of RM578.0 Million in Nominal Amount of Sukuk Murabahah
on 30 April 2021

Series 002: RM373.0 Million in Nominal Value
Series 003: RM205.0 Million in Nominal Value

Lead Arranger



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

Joint Lead Managers



MAYBANK INVESTMENT BANK BERHAD
(Registration No. 197301002412 (15938-H))



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

The Pricing Supplement is dated 21 April 2021

This document ("**Pricing Supplement**") is issued to give details of an issue of Islamic medium term notes based on the Shariah principle of Murabahah (via Tawarruq arrangement) ("**Sukuk Murabahah**") by OSK Rated Bond Sdn Bhd (Registration No. 202001026428 (1382748-P)) ("**Issuer**") under an Islamic medium term note programme ("**Sukuk Murabahah Programme**"), which together with a multi-currency medium term note programme ("**MCMTN Programme**"), will have a combined limit of up to Ringgit Two Billion (RM2,000,000,000.00) (or its equivalent in other currencies) in aggregate nominal value, guaranteed by OSK Holdings Berhad ("**OSKH**").

This Pricing Supplement is to be read in conjunction with the terms and conditions of the Sukuk Murabahah ("**Conditions**") set out in the trust deed dated 12 November 2020 made between the Issuer, OSKH and AmanahRaya Trustees Berhad (Registration No. 200701008892 (766894-T)) as the sukuk trustee ("**Sukuk Trustee**"), which is made a part hereof as if set forth herein and all documents incorporated by reference therein (collectively, the "**Trust Deed**"). Unless otherwise defined in this Pricing Supplement, capitalised terms used herein have the same meaning as in the Conditions. In case of any conflict between the terms of the Pricing Supplement and the Trust Deed, the terms set forth in this Pricing Supplement shall govern.

The establishment of the Sukuk Murabahah Programme and the issuance of the Sukuk Murabahah under the Sukuk Murabahah Programme has each been duly authorised by a resolution of the Board of Directors' of the Issuer dated 11 September 2020.

The Issuer hereby acknowledges that it has authorised RHB Investment Bank Berhad (Registration No. 197401002639 (19663-P)) and Maybank Investment Bank Berhad (Registration No. 197301002412 (15938-H)) as the Joint Lead Managers for the second issuance under the Sukuk Murabahah Programme 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 Sukuk Murabahah **only to prospective investors who fall within the ambit of the Selling Restrictions** for the purpose of the sale of this issuance of Sukuk Murabahah described herein pursuant to the Sukuk Murabahah Programme and that no further evidence of authorisation is required.

Each of the following Selling Restrictions must be observed by each Sukuk Murabahah Holder in relation to offers, invitations, sales, transfers, acquisitions or disposals of the Sukuk Murabahah as the case may be, and in relation thereto:

- (a) at the point of issuance of the Sukuk Murabahah: The Sukuk Murabahah shall not be offered, sold or delivered, directly or indirectly, nor may any document or other material in connection therewith be distributed in Malaysia, other than to persons, whether as principal or agent, falling within any one of the categories of persons specified in Section 2(6) of the Companies Act 2016 (as amended or substituted from time to time) ("**Companies Act 2016**"); Part 1 of Schedule 6 of Capital Markets and Services Act 2007, as amended or substituted from time to time ("**CMSA**") and Part 1 of Schedule 7 of the CMSA, read together with Schedule 9 (or Section 257(3)) of the CMSA;

- (b) after the issuance of the Sukuk Murabahah: The Sukuk Murabahah shall not be offered, sold or delivered, directly or indirectly, nor may any document or other material in connection therewith be distributed in Malaysia, other than to persons, whether as principal or agent, falling within any one of the categories of persons specified in Section 2(6) of the Companies Act; Part 1 of Schedule 6 of CMSA, read together with Schedule 9 (or Section 257(3)) of the CMSA;
- (c) each Sukuk Murabahah Holder shall not sell, transfer or otherwise dispose of all or any part of its legal or beneficial interests in the Sukuk Murabahah to another person or persons nor offer to do so, unless such sale, transfer, disposal or offer, is subject to the condition that such person(s) shall undertake to observe the restrictions set out herein; and
- (d) without limitation to paragraphs (a), (b) and (c) above, each Sukuk Murabahah Holder shall observe all applicable laws and regulations in any jurisdiction (including Malaysia) in which it may offer, sell, transfer or otherwise dispose of all or any part of its legal or beneficial interests in the Sukuk Murabahah or distribute any document or other material in connection therewith.

This Pricing Supplement does not constitute, and may not be used for the purposes of, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation, and no action is being taken to permit an offering of the Sukuk Murabahah or the distribution of this Pricing Supplement in any jurisdiction where such action is required.

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

THERE ARE RESTRICTIONS ON THE DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING OR SALE OF THE SUKUK MURABAHAH IN MALAYSIA. PERSONS INTO WHOSE POSSESSION THIS PRICING SUPPLEMENT COMES INTO ARE REQUIRED BY THE ISSUER, AND THE LEAD ARRANGER/THE JOINT LEAD MANAGERS TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTIONS.

Specific Final Terms

The following items under this heading “**Specific Final Terms**” are the particular terms which relates to the Sukuk Murabahah to which this Pricing Supplement relate. In case of any conflict between such terms and the terms and conditions set forth in the Conditions and/or Information Memorandum, the terms set forth in this Pricing Supplement shall govern.

1. Issuer:	OSK Rated Bond Sdn Bhd (Registration No. 202001026428 (1382748-P))							
2. Issue No.:	2							
3. Issue Amount:	<table><tr><td>Series 002</td><td>RM373,000,000.00</td></tr><tr><td>Series 003</td><td>RM205,000,000.00</td></tr><tr><td>Total</td><td>RM578,000,000.00</td></tr></table>		Series 002	RM373,000,000.00	Series 003	RM205,000,000.00	Total	RM578,000,000.00
Series 002	RM373,000,000.00							
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Total	RM578,000,000.00							
4. Issue Price:	<table><tr><td>Series 002</td><td>RM373,000,000.00</td></tr><tr><td>Series 003</td><td>RM205,000,000.00</td></tr><tr><td>Total</td><td>RM578,000,000.00</td></tr></table>		Series 002	RM373,000,000.00	Series 003	RM205,000,000.00	Total	RM578,000,000.00
Series 002	RM373,000,000.00							
Series 003	RM205,000,000.00							
Total	RM578,000,000.00							
5. Issue Date:	30 April 2021							
6. Series and Tenure of the Sukuk Murabahah:	<table><tr><td>Series 002</td><td>Seven (7) years</td></tr><tr><td>Series 003</td><td>Ten (10) years</td></tr></table>		Series 002	Seven (7) years	Series 003	Ten (10) years		
Series 002	Seven (7) years							
Series 003	Ten (10) years							
7. Maturity Date:	<table><tr><td>Series 002</td><td>28 April 2028</td></tr><tr><td>Series 003</td><td>30 April 2031</td></tr></table>		Series 002	28 April 2028	Series 003	30 April 2031		
Series 002	28 April 2028							
Series 003	30 April 2031							
8. Periodic Profit Rate:	<table><tr><td>Series 002</td><td>Fixed rate of 4.39% p.a.</td></tr><tr><td>Series 003</td><td>Fixed rate of 4.52% p.a.</td></tr></table>		Series 002	Fixed rate of 4.39% p.a.	Series 003	Fixed rate of 4.52% p.a.		
Series 002	Fixed rate of 4.39% p.a.							
Series 003	Fixed rate of 4.52% p.a.							
9. Frequency of Periodic Profit Payments:	Semi-annual							
10. Yield to Maturity	<table><tr><td>Series 002</td><td>4.39% p.a.</td></tr><tr><td>Series 003</td><td>4.52% p.a.</td></tr></table>		Series 002	4.39% p.a.	Series 003	4.52% p.a.		
Series 002	4.39% p.a.							
Series 003	4.52% p.a.							
11. Rating:	AAIs by Malaysian Rating Corporation Berhad							

12. Utilisation Purpose of Proceeds:	Refinancing of financing/borrowings and working capital for OSKH Group
13. Other terms or special conditions:	None.

PURPOSE OF FINAL TERMS

This Pricing Supplement comprise the final terms required for the Issue No. 2 of Sukuk Murabahah described herein pursuant to the Sukuk Murabahah Programme.

RESPONSIBILITY

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

The Issuer confirms that where information has been sourced or extracted from third parties, the Issuer confirms that to the best of its knowledge and belief, and as far as it is able to ascertain from such information, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of
OSK RATED BOND SDN BHD
(Registration No. 202001026428 (1382748-P))


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Director/Authorised Signatory
Name: Ng Lai Ping