

UEM SUNRISE BERHAD

ISLAMIC MEDIUM TERM NOTES (“IMTN”) PROGRAMME OF UP TO RM2.0 BILLION IN NOMINAL VALUE UNDER THE SHARIAH PRINCIPLE OF MURABAHAH VIA TAWARRUQ ARRANGEMENT

SELLING RESTRICTIONS

The Sukuk Murabahah may not be issued, 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 to whom the offer or invitation to purchase the Sukuk Murabahah would fall within:

- (a) at the point of issuance of the Sukuk Murabahah:
 - (i) Schedule 6 or Section 229(1)(b); and
 - (ii) Schedule 7 or Section 230(1)(b); read together with
 - (iii) Schedule 9 or Section 257(3),
of the CMSA, as amended from time to time;

- (b) after the issuance of the Sukuk Murabahah:
 - (i) Schedule 6 or Section 229(1)(b); read together with
 - (ii) Schedule 9 or Section 257(3)
of the CMSA, as amended from time to time.

In addition, if any offer or sale of the Sukuk Murabahah or any distribution of any document or other material in connection therewith is to be conducted in any jurisdiction other than Malaysia, the applicable laws and regulations of such jurisdiction will also have to be complied with prior to any such offer, sale or distribution.