<u>Pricing Supplement</u>

PRICING SUPPLEMENT dated 18 APRIL 2022

S P SETIA BERHAD
(Registration No. 197401002663 (19698-X))

**SUKUK WAKALAH PROGRAMME OF UP TO
RM3.0 BILLION IN NOMINAL VALUE**

Tranche No: 4

Issue of RM600,000,000 nominal amount of Sukuk Wakalah

This document (**"Pricing Supplement"**) is issued to give details of an issue of Islamic medium term notes (**"Sukuk Wakalah"**) under the Islamic medium term notes programme with the programme limit of up to Ringgit Malaysia Three Billion (RM3,000,000,000.00) in nominal value under the Shariah principle of Wakalah Bi Al-Istithmar (**"Sukuk Wakalah Programme"**) by **S P SETIA BERHAD** (Registration No. 197401002663 (19698-X)) (**"Issuer"**).

This Pricing Supplement is to be read in conjunction with the terms and conditions of the Sukuk Wakalah (**"Conditions"**) set out in the trust deed dated 11 June 2021 made between the Issuer and **MALAYSIAN TRUSTEES BERHAD** (Registration No. 197501000080 (21666-V)) as the 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 the words and expressions defined in the Conditions (as set out in Schedule 3 (*Terms and Conditions of the Sukuk Wakalah*) of the Trust Deed).

The establishment of the Sukuk Wakalah Programme and the issuance of the Sukuk Wakalah under the Sukuk Wakalah Programme has been duly authorised by a circular resolution of the Board of Directors' of the Issuer dated 19 January 2021.

The Issuer has authorised **HSBC AMANAH MALAYSIA BERHAD** (Registration No. 200801006421 (807705-X)), **MAYBANK INVESTMENT BANK BERHAD** (Registration No. 197301002412 (15938-H)) and **RHB INVESTMENT BANK BERHAD** (Registration No. 197401002639 (19663-P)) (**"Joint Lead Managers"** and each a **"Joint Lead Manager"**) 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 Sukuk Wakalah to prospective investors who fall within the ambit of the Selling Restrictions for the purpose of the offer for subscription and issue of the Sukuk Wakalah described herein pursuant to the Sukuk Wakalah Programme 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.

S P SETIA BERHAD (19698-X)

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13.	**Utilisation of Sukuk Proceeds raised from this Tranche**	:	(a) capital expenditure and/or investments (including but not limited to the purchase of land(s), building(s), shares (Shariah-compliant shares), property and/or payment into joint ventures) of the Group. It will be invested mainly for construction of residential and commercial building; (b) asset acquisition (includes purchase of lands, buildings and properties); (c) working capital requirements of the Group; (d) refinancing and repayment of existing financing/borrowings of the Group; (e) general corporate purposes of the Group; (f) construction of building consisting of Shariah compliant and Shariah non-compliant activities (project with mixed activities); (g) operation and management of the project with mixed activities; and/or (h) defray all fees and expenses in relation to the establishment of the Sukuk Wakalah Programme
14.	**Other terms or special conditions**	:	N/A
15.	**Governing Law**	:	Laws of Malaysia

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 and accepts responsibility for all information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By: _____

Name: DATUK CHOONG KAI WAI

NRIC No: 600601-08-5863

Designation: DIRECTOR

Duly authorised signatory

Project Matahari - (Second Issuance) Pricing Supplement (Tranche 4 - RM600,000,000)

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