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**KIMANIS POWER SDN BHD (“KIMANIS”)  
RM1.16 BILLION IN NOMINAL VALUE OF SUKUK ISSUANCE PROGRAMME  
 (“SUKUK PROGRAMME”)**

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**SELLING RESTRICTIONS**

Each of the following restrictions must be observed in relation to the Sukuk Kimanis:-

- (a) the Sukuk Kimanis may 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 to whom the offer or invitation to purchase the Sukuk Kimanis would fall within any one of the categories specified in Section 4(6) of the Companies Act, and:-
  - (i) upon issuance of the Sukuk Kimanis, persons to whom an offer of invitation to subscribe the Sukuk Kimanis may be made and to whom the Sukuk Kimanis are issued would fall within:-
    - (.1) Schedule 6 of the Capital Markets and Services Act or Section 229(1)(b) of the Capital Markets and Services Act; and
    - (.2) Schedule 7 of the Capital Markets and Services Act or Section 230(1)(b) of the Capital Markets and Services Act,
  - (ii) thereafter, persons to whom an offer of invitation to subscribe the Sukuk Kimanis may be made and to whom the Sukuk Kimanis are issued would fall within Schedule 6 of the Capital Markets and Services Act or Section 229(1)(b) of the Capital Markets and Services Act,  
  
read together with Schedule 9 of the Capital Markets and Services Act or Section 257(3) of the Capital Markets and Services Act.
- (b) no Sukukholder may sell, transfer or otherwise dispose of all or any part of its legal or beneficial interest in any of the Sukuk Kimanis to any person unless such sale, transfer or disposition is subject to the restrictions set out herein and in this clause 4.5;
- (c) save as otherwise expressly authorised, no person may issue any offering material or make any public announcement in connection with the purchase or sale of any Sukuk Kimanis.