

**PRICING SUPPLEMENT**

**PRICING SUPPLEMENT DATED 19 JANUARY 2023**



**CHAILEASE BERJAYA CREDIT SDN BHD  
(REGISTRATION NO. 201501033183 (1158503-K))**

**MEDIUM TERM NOTES (“MTNS”) TO BE ISSUED**

**RM1.0 Billion Medium Term Notes Programme by  
Chailease Berjaya Credit Sdn Bhd and guaranteed by  
Chailease Holding Company Limited**

**Tranche No.: 1**

**Issue of**

**RM10,000,000.00 Nominal Value of MTNs due 3 February 2026**

**Issue price: 100 per cent**

**Joint Principal Advisers/Joint Lead Arrangers/Joint Lead Managers**



**CIMB INVESTMENT BANK BERHAD  
(REGISTRATION NO. 197401001266  
(18417-M))**



**OCBC BANK (MALAYSIA) BERHAD  
(REGISTRATION NO. 199401009721  
(295400-W))**

This document (“**Pricing Supplement**”) is issued to give details of an issue of medium term notes (“**MTNs**”) by **CHAILEASE BERJAYA CREDIT SDN BHD** (Registration No. 201501033183 (1158503-K)) (“**Issuer**”) under its Ringgit Malaysia One Billion (RM1,000,000,000.00) Nominal Value Medium Term Notes Programme (“**MTN Programme**”).

This Pricing Supplement is to be read in conjunction with the information memorandum dated 21 October 2022 in respect of the MTN Programme (“**Information Memorandum**”) and the terms and conditions of the MTNs (“**Conditions**”) set out in the Trust Deed dated 20 December 2022 made between the Issuer, Chailease Holding Company Limited as the Guarantor and Universal Trustee (Malaysia) Berhad as the trustee (“**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 this Pricing Supplement, the Information Memorandum and the Trust Deed, the terms set forth in this Pricing Supplement shall prevail.

The establishment of the MTN Programme and the issuance of the MTNs under the MTN Programme has been duly authorised by a resolution of the board of directors of the Issuer passed on 30 March 2022 and by a resolution of the board of directors of the Guarantor passed on 30 March 2022.

The Issuer and the Guarantor hereby acknowledge that they have authorised the Joint Lead Managers and/or their affiliates 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 MTNs only to prospective investors who fall within the ambit of the Selling Restrictions for the purpose of the sale of this Tranche of MTNs described herein pursuant to the MTN Programme and that no further evidence of authorisation is required.

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

- (a) at the point of issuance of the MTNs, the MTNs may only be offered, sold, transferred or otherwise disposed of, directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase the MTNs and to whom the MTNs are issued would fall within:
  - (i) Section 2(6) of the Companies Act 2016 of Malaysia (as amended or substituted from time to time) (“**Companies Act 2016**”);
  - (ii) Paragraphs 1(a), (b) or (d) of Part 1 of Schedule 5 of the Capital Markets and Services Act 2007 (as amended or substituted from time to time) (“**CMSA**”); and
  - (iii) Schedule 6 and Schedule 7 of the CMSA,  
read together with Schedule 9 or Section 257(3) of the CMSA, subject to any changes in applicable laws;

- (b) after the issuance of the MTNs, the MTNs may only be offered, sold, transferred or otherwise disposed of, directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase the MTNs and to whom the MTNs are issued would fall within:
  - (i) Paragraphs 1(a), (b) or (d) of Part 1 of Schedule 5 of the CMSA; and
  - (ii) Schedule 6 or Section 229(1)(b) of the CMSA,  
  
read together with Schedule 9 or Section 257(3) of the CMSA subject to any changes in applicable laws;
- (c) the MTNs are transferable (subject to the Selling Restrictions described above) and tradable under RENTAS;
- (d) each MTN Holder shall not sell, transfer or otherwise dispose of all or any part of its legal or beneficial interests in the MTNs 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
- (e) without limitation to paragraphs (a), (b), (c) and (d) above, each MTN 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 MTNs or distribute any document or other material in connection therewith.

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 Joint Lead Managers and return this Pricing Supplement to the Joint Lead Managers or the Issuer or the Guarantor.

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 MTNs or the distribution of this Pricing Supplement in any jurisdiction where such action is required.

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.

In the event that there is any contravention of this confidentiality undertaking or there is reasonable likelihood that this confidentiality undertaking may be contravened, the Issuer and the Guarantor may, at their discretion, apply for any remedy available to the Issuer and the Guarantor whether at law, equity, including without limitation, injunctions. The Issuer and the Guarantor are entitled to fully recover from the contravening party all costs, expenses and losses incurred and/or suffered, in this regard. For the avoidance of doubt, the recipient, the recipient's professional advisers, directors, employees and any other persons

who may receive this Pricing Supplement or any part of it from the recipient shall be deemed to have agreed to abide by this confidentiality undertaking.

This Pricing Supplement or any document delivered under or in relation to the issue, offer and sale of the MTNs is not, and should not be construed as, a recommendation by the Issuer, the Guarantor, the Joint Lead Managers or any other party to the recipient to subscribe for or purchase the MTNs. 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 Guarantor, the MTNs 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 Joint Lead Managers promptly upon the Joint Lead Managers' request.

**THE DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING OR SALE OF THE MTNS IN JURISDICTIONS OTHER THAN MALAYSIA IS RESTRICTED. PERSONS INTO WHOSE POSSESSION THIS PRICING SUPPLEMENT COMES INTO ARE REQUIRED BY THE ISSUER, THE JOINT LEAD ARRANGERS AND THE JOINT LEAD MANAGERS TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTION. FOR A DESCRIPTION OF CERTAIN RESTRICTIONS ON OFFERS AND SALES OF THE MTNS AND ON DISTRIBUTION OF THIS PRICING SUPPLEMENT, SEE "SELLING RESTRICTIONS" ABOVE.**

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## **Specific Final Terms**

This Pricing Supplement comprises the final terms required for the issue of the Tranche No. 1 of MTNs described herein pursuant to the MTN Programme. The following items under this heading “**Specific Final Terms**” are the particular terms which relate to the MTNs to which this Pricing Supplement relate:

1. Issuer : **CHAILEASE BERJAYA CREDIT SDN BHD**  
(Registration No. 201501033183 (1158503-K))
2. Guarantor : **CHAILEASE HOLDING COMPANY LIMITED**
3. Tranche Number : 1
4. Aggregate Nominal Value : RM10,000,000.00
5. Issue Date : 3 February 2023
6. Tenure : 3 years
7. Maturity Date : 3 February 2026
8. Coupon Rate : 6% per annum payable semi-annually in arrear
9. Credit Rating : AA-/Stable by MARC Ratings Berhad
10. Utilisation of Proceeds : The Proceeds shall be utilised by the Issuer as follows:
  - (i) to repay/refinance the borrowings of the Group;
  - (ii) to finance working capital requirements, capital expenditure and/or other general corporate purposes of the Group; and/or
  - (iii) to defray cost and expenses relating to the MTN Programme.
11. Form of MTNs : Bearer MTNs represented by a Global Certificate deposited with Bank Negara Malaysia as Central Depository

## **ADDITIONAL INFORMATION**

Pursuant to the terms of the MTN Programme, the Guarantor has issued a corporate guarantee dated 18 January 2023 (governed by the laws of Taiwan) in favour of the Trustee (acting for and on behalf of the MTN holders).

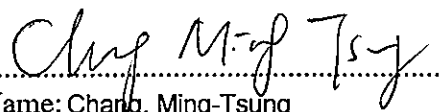
Under the current foreign exchange control laws and regulations of the Republic of China (Taiwan) (“**ROC**”), a single remittance by a non-resident (including a foreign legal entity like the Guarantor) exceeding US\$100,000 requires the prior approval from the Central Bank of the Republic of China (Taiwan) (“**CBC**”) and the CBC has sole discretion to grant such approval on a case-by-case basis, provided that this restriction does not apply if the remittance (i) does not involve an exchange of New Taiwan dollars and foreign currency; or (ii) is conducted through a bank's offshore banking branch within the ROC.

## **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 and there is no omission of any material information.

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Signed on behalf of  
**CHAILEASE BERJAYA CREDIT SDN BHD**  
(Registration No. 201501033183 (1158503-K))

  
.....  
Name: Chang, Ming-Tsung  
Designation: Director