

MANFAAT TETAP SDN BHD (789358-A)

Date: 22 January 2008

Affin Investment Bank Berhad
27th Floor, Menara Boustead
69, Jalan Raja Chulan
50200 Kuala Lumpur

Attention : Mr. Eric Lum/ Mr Loo Kok Chee

Dear Sir,

MUDHARABAH FACILITY AGREEMENT DATED 17 JANUARY 2008 RELATING TO THE ISSUE OF SUKUK MUDHARABAH OF RM752,236,660

1. We refer to the above agreement ("the Mudharabah Facility Agreement"). Terms defined in the Mudharabah Facility Agreement have the same meanings herein.
2. We hereby give you notice that, pursuant to the Mudharabah Facility Agreement and upon the terms and subject to the conditions contained therein, we intend to issue the Sukuk Mudharabah and hereby irrevocably authorise you as the Facility Agent to proceed with the issuance of the Sukuk Mudharabah to the Investors on the terms as set out in the Mudharabah Facility Agreement for the amount of RM752,236,660 on 25 January 2008 as the Issue Date.
3. The proceeds arising from the issuance of the Sukuk Mudharabah shall be utilised for the following purpose:-

| Details of Utilisation | Amount (RM) |
|---|--------------------|
| 1. To enter into the sale and lease back arrangement with SILK in respect of the Ijarah Assets. | 702,236,660 |
| 2. To enter into Mudharabah 2 investment with SILK. | 50,000,000 |
| Total | 752,236,660 |

4. We confirm that:-
 - (a) each of the conditions contained in Clause 4.1 of the Mudharabah Facility Agreement is satisfied as at the date hereof and we know of no reason why it should not be satisfied as at the Issue Date referred to above; and
 - (b) the representations and warranties contained in Clause 13 of the Mudharabah Facility Agreement if repeated at the Issue Date with reference to the facts and circumstances subsisting at the Issue Date would be true and accurate in all respects; and
 - (c) no Termination Event mentioned in Clause 16 has occurred; and

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- (d) the issue of the Sukuk Mudharabah is within our corporate powers and has been validly authorised;
- (e) the undertakings contained in Clause 14 of the Mudharabah Facility Agreement are fully observed at the date of this Issue Request;
- (f) the issuance of the Sukuk Mudharabah is Syariah compliant; and
- (g) All conditions precedent for the issuance as set out in Schedule 1 of the Mudharabah Facility Agreement have been met.

We hereby declare that each notes issuance under the Sukuk Mudharabah will carry different risks and all potential investors are strongly encouraged to evaluate each notes issuance on its own merit.

Yours faithfully,



Authorised Signatory
Dato' Tan Kia Eoke

c.c. PB Trustee Services Sdn Bhd
Attention : Mr. Ravi/ Ms Inderjeet

Kadir, Andri & Partners
Attention: En. Andri Aidham bin Dato' Ahmad Badri /
En. Shamshul Iskandar Zulkifli