

PRICING SUPPLEMENT DATED 25 SEPTEMBER 2024

BERJAYA YOKOHAMA SDN BHD
(Registration No. 202101040375 (1440675-V))

**ISSUANCE OF ISLAMIC MEDIUM TERM NOTES PURSUANT TO AN ISLAMIC MEDIUM TERM NOTE
PROGRAMME BASED ON THE SHARIAH PRINCIPLE OF MURABAHAH (VIA TAWARRUQ
ARRANGEMENT) OF UP TO RM1.0 BILLION IN NOMINAL VALUE**

SERIES 1

Tranche 1: RM500,000.00 in nominal value Islamic Medium Term Notes ("**Sukuk Murabahah**")

Principal Adviser / Lead Arranger / Lead Manager

KENANGA INVESTMENT BANK BERHAD
(Registration No. 197301002193 (15678-H))

This document ("**Pricing Supplement**") is issued to give details of an issue of Sukuk Murabahah by **BERJAYA YOKOHAMA SDN BHD (Registration No. 202101040375 (1440675-V))** ("**Issuer**") pursuant to an Islamic medium term note programme based on the Shariah principle of Murabahah (via Tawarruq arrangement) of up to RM1.0 Billion in nominal value ("**Sukuk Murabahah Programme**").

This Pricing Supplement is to be read in conjunction with all the terms and conditions of the Sukuk Murabahah Programme as set out in the Trust Deed dated 12 August 2024 entered into between the Issuer and **MTRUSTEE BERHAD (Registration No. 198701004362 (163032-V))** as trustee ("**Sukuk Trustee**") ("**Trust Deed**"), which is made a part hereof as if set forth in this Pricing Supplement and all documents incorporated by reference therein are also made a part hereof. Unless otherwise defined in this Pricing Supplement, all capitalised terms used herein shall have the same meaning as ascribed to them in the Trust Deed. In case of any conflict between the terms of the Pricing Supplement and the relevant terms and conditions set forth in the Trust Deed, the terms set forth in this Pricing Supplement shall govern.

The establishment of the Sukuk Murabahah Programme and the issuance of the Sukuk Murabahah thereunder have been duly authorised by a resolution of the Issuer's board of directors dated 09 May 2024.

The Issuer hereby acknowledges that it has authorised **KENANGA INVESTMENT BANK BERHAD** (Registration No. 197301002193 (15678-H)), acting as the Lead Manager of the Sukuk Murabahah Programme and/or their respective subsidiaries, affiliates and associated corporations to circulate or distribute this Pricing Supplement on their respective behalf in respect of or in connection with the proposed offer or invitation to subscribe for and issue of the Sukuk Murabahah to prospective investors who fall within the ambit of the Selling Restrictions (as defined below) for the purpose of the sale of the Tranche and Series described in this Pricing Supplement pursuant to the Sukuk Murabahah Programme and that no further evidence of authorisation is required.

There are selling restrictions as to the persons who may subscribe this Sukuk Murabahah as follows ("**Selling Restrictions**"):

The Sukuk Murabahah issued under the Sukuk Murabahah Programme may not be offered, sold, transferred or otherwise disposed of, directly or indirectly, nor may any document or other material in connection therewith be distributed in or outside Malaysia, other than to persons whether as principal or agent falling within any categories of persons or in circumstances specified under the followings:

- (a.) paragraph 1(a), (b) or (d) of Part 1 of Schedule 5 of the CMSA;
- (b.) Schedule 6 or Section 229(1)(b) and Schedule 7 or Section 230(1)(b) of the CMSA, read together with the Guidelines on Categories of Sophisticated Investors; and
- (c.) Section 2(6) of the Companies Act;

and read together with Schedule 9 or Section 257(3) of the CMSA, subject to any change in the applicable law, order, regulation or official directive from time to time.

This Pricing Supplement does not constitute and may not be used for the purposes of an offer or solicitation by any person in any jurisdiction in which such offer or solicitation is not authorised, nor 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 Sukuk Murabahah 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 such contents 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 there is any contravention of the confidentiality undertaking contained in this Pricing Supplement or there is any reasonable likelihood that such confidentiality undertaking may be contravened, the Issuer may at its discretion apply for any remedy available to the Issuer whether at law or in equity, including injunction(s) for purpose of preserving such confidentiality. The Issuer is 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 such confidentiality undertaking.

This Pricing Supplement is sent to selected persons who fall within the ambit of the Selling Restrictions.

Any person receiving this Pricing Supplement who does not fall within the ambit of the Selling Restrictions must forthwith notify the relevant Lead Manager and return this Pricing Supplement and any other information obtained in connection therewith to the relevant Lead Manager.

***THE DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING OR SALE OF THE SUKUK MURABAHAH IN JURISDICTIONS OTHER THAN MALAYSIA IS RESTRICTED. PERSONS INTO WHOSE POSSESSION THIS PRICING SUPPLEMENT COMES INTO ARE REQUIRED BY THE ISSUER AND THE LEAD MANAGER TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTION.**

**To amend if the distribution, offering or sale is to be carried out in any jurisdiction other than Malaysia and as allowed by the applicable law.*

SPECIFIC FINAL TERMS

The following items under this heading “**Specific Final Terms**” are the particular terms which relate to the Sukuk Murabahah issued under this Tranche and Series. Terms defined in the Trust Deed, information memorandum (if any) shall have the same meaning when used in this Pricing Supplement, unless otherwise indicated or the context otherwise requires. This Pricing Supplement shall be read together with the Trust Deed, as amended or supplemented from time to time, if any.

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| 1. | Issuer | : | BERJAYA YOKOHAMA SDN BHD
(Registration No. 202101040375 (1440675-V)) |
| 2. | a. Tranche | : | 1 |
| | b. Series | : | 1 |
| 3. | Nominal Value | : | RM500,000.00 |
| 4. | Issue Price | : | RM500,000.00 |
| 5. | Issue Date | : | 4 October 2024 |
| 6. | Tenure | : | 1 year |
| 7. | Maturity Date | : | 6 October 2025 |
| 8. | Rating of the Sukuk Murabahah | : | Not Rated. |
| 9. | Yield to Maturity | : | 7.00% p.a. |
| 10. | a. *Profit Rate | : | Fixed 7.00% p.a. |
| | b. *Periodic Payments Period | : | Semi-annual |
| 11. | Details of Utilisation of Proceeds | : | <ul style="list-style-type: none">1. To fund the Sukuk Trustee's Reimbursement Account.2. To defray expenses incurred in relation to the Sukuk Murabahah Programme.3. To finance the Issuer's working capital requirements. |
| 12. | Form of Sukuk Murabahah | : | Represented by a Global Certificate in bearer form and deposited with Bank Negara Malaysia as the Central Securities Depository |
| 13. | Security / Tranche Secured Assets | : | Unsecured Sukuk Murabahah Tranche |
| 14. | Tranche Designated Accounts | : | Not applicable |

15. Provisions on Early Redemption : The Issuer may, at its option, early redeem (in whole or in part) the outstanding Sukuk Murabahah prior to the Maturity Date on any Periodic Payment Date subject to the following conditions:
- 1) the Issuer shall give a prior written notice of not less than fourteen (14) Business Days (or such other period to be agreed by the Facility Agent) before the proposed Early Redemption Date to the Sukuk Trustee and the Facility Agent; and
 - 2) an early redemption premium equivalent to 1% of the outstanding Sukuk Murabahah amount to be paid by the Issuer to the Sukukholder in relation to such early redemption.
16. *Other special terms or conditions : Please refer to the Principal Terms and Conditions for the other terms and conditions applicable to the Sukuk Murabahah Programme.

**if applicable*

PURPOSE OF PRICING SUPPLEMENT

This Pricing Supplement comprises the final terms of this specific issuance under Tranche 1 Series 1 of the Sukuk Murabahah described herein pursuant to the Sukuk Murabahah Programme.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement and 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 nor misleading and there is no omission of any material information.

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Signed on behalf of the Issuer by:



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Director/ Authorised Signatory

Name: SYED ALI SHAHUL HAMEED