# PRICING SUPPLEMENT DATED 23 DECEMBER 2014

# SURIA KLCC SDN BHD

(Company No. 208950-T)

ISSUANCE OF ISLAMIC MEDIUM TERM NOTES PURSUANT TO AN ISLAMIC MEDIUM TERM NOTES PROGRAMME, WHICH TOGETHER WITH THE ISLAMIC COMMERCIAL PAPERS PROGRAMME, HAS A COMBINED LIMIT OF UP TO RM600.0 MILLION IN NOMINAL VALUE AND A SUB-LIMIT OF UP TO RM300.0 MILLION IN NOMINAL VALUE FOR THE ISLAMIC COMMERCIAL PAPERS PROGRAMME, BASED ON THE SHARIAH PRINCIPLE OF MURABAHAH (VIA A TAWARRUQ ARRANGEMENT)

### **SERIES NUMBER: 1**

Tranche 1: RM600.0 million in nominal value Islamic Medium Term Notes ("Sukuk Murabahah")

Issue Price: 100%

Sole Lead Arranger / Sole Lead Manager / Sole Bookrunner



CIMB INVESTMENT BANK BERHAD (Company No. 18417-M)

This document ("Pricing Supplement") is issued to give details of an issue of Sukuk Murabahah by Suria KLCC Sdn Bhd (the "Issuer") pursuant to an Islamic Medium Term Notes Programme, which together with an Islamic Commercial Papers Programme, has a combined limit of up to RM600.0 million in nominal value and a sub-limit of up to RM300.0 million in nominal value for the Islamic Commercial Papers Programme, based on the Shariah principle of Murabahah (the "Sukuk Murabahah Programmes").

This Pricing Supplement is to be read in conjunction with the terms and conditions of the Sukuk Murabahah Programmes (the "Conditions") as set out in the Trust Deed dated 5 December 2014 made between the Issuer and CIMB Islamic Trustee Berhad as the trustee (the "Trustee"), which is made a part hereof as if set forth herein and all documents incorporated by reference therein are also made a part hereof (collectively, the "Trust Deed"). Unless otherwise defined in this Pricing Supplement, capitalised terms used herein have the same meaning as in the Trust Deed.

The establishment of the Sukuk Murabahah Programmes and the issuance of the Sukuk Murabahah under the Sukuk Murabahah Programmes have been duly authorised by the resolution of the Boards of Directors of the Issuer dated 28 October 2014.

The Issuer hereby acknowledge that they have authorised CIMB Investment Bank Berhad, acting as the Sole Lead Arranger, Sole Lead Manager and Sole Bookrunner of the Sukuk Murabahah Programmes (the "Sole Lead Manager") and/or its 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 Sukuk Murabahah to prospective investors who fall within the ambit of the Selling Restrictions for the purpose of the sale of this Series of Sukuk Murabahah described herein pursuant to the Sukuk Murabahah Programmes and that no further evidence of authorisation is required.

Full information on the Issuer and the offer and sale of the Sukuk Murabahah is only available on the basis of a combination of this Pricing Supplement and the Information Memorandum dated 21 November 2014 (the "Information Memorandum"), as may be supplemented from time to time.

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 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 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 may, at its discretion, apply for any remedy available to the Issuer whether at law or in equity, including without limitation, injunctions. 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 this confidentiality undertaking.

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 Sole Lead Manager and return this Pricing Supplement to the Sole Lead Manager.

The recipient must return this Pricing Supplement and any other information in connection therewith to any of the Sole Lead Manager promptly upon the Sole Lead Manager's request.

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 POSSESION THIS PRICING SUPPLEMENT COMES INTO ARE REQUIRED BY THE ISSUER AND THE SOLE LEAD MANAGER TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTION.

PLEASE REFER TO THE SECOND SCHEDULE OF THE TRUST DEED FOR THE DETAILED DESCRIPTION OF THE SELLING RESTRICTIONS ON THE OFFER AND SALE OF THE SUKUK MURABAHAH AND ON THE DISTRIBUTION OF THIS PRICING SUPPLEMENT.

# **Specific Final Terms**

The following items under this heading "Specific Final Terms" are the particular terms which relate to the Sukuk Murabahah to which this Pricing Supplement relate. In case of any conflict between such terms and the terms and conditions set forth in the Trust Deed, the terms set forth in this Pricing Supplement shall govern.

1. Issuer : Suria KLCC Sdn Bhd

2. Series Number : 1

3. Nominal Amount : RM600.0 million

4. Issue Date : 31 December 2014

5. **Tenure** : 10 years

6. **Profit Rate and Profit** : Profit Rate | Profit Payment Frequency

Payment Frequency 4.73% p.a. Semi-annual

7. Rating of the Sukuk : AAA by RAM Rating Services Berhad Murabahah

8. Utilisation of Proceeds : Refinancing/repayment of the Issuer's borrowings and

shareholders' advances, working capital and for general corporate purposes, all of which shall be Shariah-compliant.

# PURPOSE OF PRICING SUPPLEMENT

This Pricing Supplement comprises the final terms of Series 1 of the Sukuk Murabahah described herein pursuant to the Sukuk Murabahah Programmes.

# 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, misleading and there is no omission of any material information.

Signed on behalf of the Issuer by:

Director

Name:

DATUK HASHIM WAHIR DIRECTOR

Designation: