

DRB-HICOM BERHAD (Company No. 203430-W) (“ISSUER”)

**PROPOSED ISSUANCE OF SUBORDINATED ISLAMIC PERPETUAL NOTES
PURSUANT TO A SUKUK MUSHARAKAH PROGRAMME OF RM2,000,000,000.00 IN
NOMINAL VALUE UNDER THE SHARIAH PRINCIPLE OF MUSHARAKAH (“SUKUK
MUSHARAKAH PROGRAMME”)**

Series 3 (Tranche 4)

1	<i>Issuer</i>	: DRB-HICOM Berhad (Company No. 203430-W)
2.	<i>Issue Date</i>	: 15 April 2015
3.	<i>Nominal Value</i>	: RM100,000,000.00
4.	<i>Tenure</i>	: Perpetual Non-Callable 5 years
5.	<i>Initial Periodic Distribution Rate (%) (p.a.)</i>	: 7.50%* <i>* this rate is applicable from the Issue Date to the First Distribution Stepped-Up Date.</i>
	<i>Spread</i>	: 3.947%
	<i>Benchmark Rate</i>	: 5-year Malaysian Government Securities
	<i>Distribution Stepped-Up Date(s)</i>	: First Distribution Stepped-Up Date: 5 th anniversary of the Issue Date Second Distribution Stepped-Up Date: 8 th anniversary of the Issue Date
	<i>Subsequent Periodic Distribution Rate</i>	: From the First Distribution Stepped-Up Date up to the day before the Second Distribution Stepped-Up Date: the Benchmark Rate plus the Spread plus 1.00% (“ First Distribution Stepped-Up Rate ”) From the Second Distribution Stepped-Up Date and thereafter: the First Distribution Stepped-Up Rate plus 2.50%
	<i>Reset Date(s) of the Benchmark Rate</i>	: 5 th anniversary of the Issue Date and every 5 years thereafter
	<i>First Call Date</i>	: 5 th anniversary of the Issue Date

6. ***Details on Utilisation of Proceeds*** : (1) the Issuer's investments (including amongst others, purchase of shares, lands, buildings and property; and development and construction costs and working capital of existing and future projects), (2) provision of advances to the Issuer's subsidiaries; and (3) the Issuer's working capital, as well as refinancing of the Issuer's outstanding borrowings/financings that are utilised for Shariah-compliant purposes.
7. ***Periodic Distribution Frequency*** : Semi-annual
8. ***Margin for the purpose of calculating the Make-Whole Amount*** : 1.50%
9. ***Rating*** : A_{is} by MARC