

CELCOM NETWORKS SDN BHD
RM5.0 BILLION NOMINAL VALUE OF SUKUK MURABAHAH PROGRAMME

SELLING RESTRICTIONS

Each of the following restrictions must be observed by each Sukukholder in relation to offers, invitations, sales, transfers, acquisitions or disposals of the Sukuk Murabahah as the case may be, and in relation thereto:-

- (a) at the point of issuance of the Sukuk Murabahah: The Sukuk Murabahah may only be offered, sold, transferred or otherwise disposed directly or indirectly to a person to whom an offer or invitation to subscribe the Sukuk Murabahah and to whom the Sukuk Murabahah are issued would fall within the category of persons specific in Section 4(6) of the Companies Act, 1965, Schedule 6 (or Section 229(1)(b)) and Schedule 7 (or Section 230(1)(b)) of the CMSA read together with Schedule 9 (or Section 257(3) of the CMSA);
- (b) after the issuance of the Sukuk Murabahah: The Sukuk Murabahah may only be offered, sold, transferred or otherwise disposed directly or indirectly to a person to whom an offer or invitation to purchase the Sukuk Murabahah would fall within the category of persons specific in Section 4(6) of the Companies Act, 1965, Schedule 6 (or Section 229(1)(b)) read together with Schedule 9 (or Section 257(3) of the CMSA);
- (c) each Sukukholder shall not sell, transfer or otherwise dispose of all or any part of its legal or beneficial interests in the Sukuk Murabahah 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
- (d) without limitation to paragraphs (a), (b) and (c) above, each Sukukholder 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 Sukuk Murabahah or distribute any document or other material in connection therewith.