

PRICING SUPPLEMENT



IOI PROPERTIES

FORTUNE PREMIERE SDN BHD

(Company No. 1237162-M)

(A member of IOI Properties Group Berhad Group)

ISSUE OF ISLAMIC MEDIUM TERM NOTES

**UNDER A MULTI-CURRENCY ISLAMIC MEDIUM TERM NOTE PROGRAMME
OF UP TO RINGGIT MALAYSIA THREE BILLION (RM3,000,000,000.00) (OR ITS
EQUIVALENT IN OTHER CURRENCIES) IN NOMINAL VALUE BASED ON THE
SHARIAH PRINCIPLE OF MURABAHAH (VIA TAWARRUQ ARRANGEMENT)**

Tranche No. 003 and Tranche No. 004

Issue of RM1,200,000,000.00
Nominal Value of Sukuk Murabahah

Principal Adviser, Lead Arranger



RHB Investment Bank Berhad

(Company No. 19663-P)

Joint Lead Managers



AmInvestment Bank

AmInvestment Bank Berhad

(Company No. 23742-V)



CIMB

CIMB Investment Bank Berhad

(Company No. 18417-M)



**Maybank
Investment Bank**

Maybank Investment Bank Berhad

(Company No. 15938-H)



RHB Investment Bank Berhad

(Company No. 19663-P)

The date of this Pricing Supplement is 4 September 2018

This document (the “**Pricing Supplement**”) is issued to give details of an issue of Islamic medium term notes (the “**Sukuk Murabahah**”) under a multi-currency Islamic medium term note programme of up to Ringgit Malaysia Three Billion (RM3,000,000,000.00) (or its equivalent in other currencies) in nominal value (the “**Sukuk Murabahah Programme**”) based on the Shariah principle of Murabahah (via Tawarruq arrangement) by **FORTUNE PREMIERE SDN BHD** (Company No. 1237162-M) (the “**Issuer**”).

This Pricing Supplement is to be read in conjunction with the terms and conditions of the Sukuk Murabahah (the “**Conditions**”) set out in the trust deed dated 29 November 2017 made between the Issuer and Malaysian Trustees Berhad (Company No. 21666-V), which is made a part hereof as if set forth herein and all documents incorporated by reference therein (collectively, the “**Trust Deed**”).

Unless otherwise defined in this Pricing Supplement, capitalised terms used herein have the same meaning as in the Conditions. In case of any conflict between the terms of the Pricing Supplement and the Conditions, the terms set forth in this Pricing Supplement shall govern.

The establishment of the Sukuk Murabahah Programme and the issuance of Tranche No. 003 and Tranche No. 004 of Sukuk Murabahah under the Sukuk Murabahah Programme have been duly authorised by the Issuer by way of the directors’ circular resolution in writing passed on 15 August 2017.

The Issuer hereby acknowledges that it has authorised the Principal Adviser/ Lead Arranger and the Joint Lead Managers and/or its affiliates to circulate or distribute this Pricing Supplement on its 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 Tranche No. 003 and Tranche No. 004 of Sukuk Murabahah described herein pursuant to the Sukuk Murabahah Programme and that no further evidence of authorisation is required.

The Sukuk Murabahah are tradable and transferable subject to the following Selling Restrictions:

Selling Restrictions at issuance

The Sukuk Murabahah may only be offered, sold, transferred or otherwise disposed directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase of the Sukuk Murabahah and to whom the Sukuk Murabahah are issued would fall within:

- (i) Part I of Schedule 6 (or Section 229(1)(b)) and Part I of Schedule 7 (or Section 230(1)(b)); read together with
- (ii) Schedule 9 (or Section 257(3))

of the Capital Markets and Services Act 2007 of Malaysia, (the “**CMSA**”) as amended from time to time; and

- (iii) Section 2(6) of the Companies Act.

Selling Restrictions after issuance

The Sukuk Murabahah may only be offered, sold, transferred or otherwise disposed directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase of the Sukuk Murabahah and to whom the Sukuk Murabahah are issued would fall within:

- (i) Part I of Schedule 6 (or Section 229(1)(b)); read together with
- (ii) Schedule 9 (or Section 257(3))

of the CMSA as amended from time to time; and

- (iii) and Section 2(6) of the Companies Act.

For avoidance of doubt, the foreign currency-denominated Sukuk Murabahah may only be offered, sold, transferred or otherwise disposed directly or indirectly to a Resident (as defined under the Financial Services Act 2013 (as amended 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 Sukuk Murabahah in any jurisdiction where such action is required.

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 Principal Adviser/ Lead Arranger and/or Joint Lead Managers and return this Pricing Supplement to the Principal Adviser/ Lead Arranger and/or the Joint Lead Managers or the Issuer.

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, 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.

The recipient must return this Pricing Supplement and any other information in connection therewith to the Principal Adviser/ Lead Arranger and/or the Joint Lead Managers promptly upon request of the Principal Adviser/ Lead Arranger and/or the Joint Lead Managers.

THERE ARE RESTRICTIONS ON THE DISTRIBUTION OF THIS PRICING SUPPLEMENT AND THE OFFERING OR SALE OF THE SUKUK MURABAHAH IN MALAYSIA. PERSONS INTO WHOSE POSSESSION THIS PRICING SUPPLEMENT COMES INTO ARE REQUIRED BY THE ISSUER, THE

PRINCIPAL ADVISER/ LEAD ARRANGER AND THE JOINT LEAD MANAGERS TO INFORM THEMSELVES ABOUT AND TO OBSERVE SUCH RESTRICTIONS.

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 Conditions and/or Information Memorandum, the terms set forth in this Pricing Supplement shall govern.

1. Issuer:	FORTUNE PREMIERE SDN BHD (Company No. 1237162-M)
2. Tranche No.:	003 and 004
3. Nominal Value:	Tranche No. 003: RM300,000,000.00 Tranche No. 004: RM900,000,000.00
4. Issue Price:	Tranche No. 003: RM300,000,000.00 Tranche No. 004: RM900,000,000.00
5. Issue Date:	7 September 2018
6. Tenure of the Sukuk Murabahah to be issued:	Tranche No. 003: 5 years Tranche No. 004: 7 years
7. Maturity Date:	Tranche No. 003: 7 September 2023 Tranche No. 004: 5 September 2025
8. Rating:	The Ringgit-denominated Sukuk Murabahah to be issued under the Sukuk Murabahah Programme have been rated <i>AA_{IS}</i> by Malaysian Rating Corporation Berhad.
9. Profit Rate:	Tranche No. 003: 4.85% per annum Tranche No. 004: 5.05% per annum
10. Periodic Profit Payment Period:	Semi-annual
11. Periodic Profit payment basis:	Actual/365
12. Principal Adviser/ Lead Arranger	RHB INVESTMENT BANK BERHAD (Company No. 19663-P)
13. Joint Lead Managers	(i) AmINVESTMENT BANK BERHAD (Company No. 23742-V); (ii) CIMB INVESTMENT BANK BERHAD (Company No. 18417-M);

	(iii) MAYBANK INVESTMENT BANK BERHAD (Company No. 15938-H); and (iv) RHB INVESTMENT BANK BERHAD (Company No. 19663-P).
14. Utilisation of proceeds:	To be utilised by the Issuer, IOI Properties Group Berhad and/or its subsidiaries for the following Shariah-compliant purposes: (i) capital expenditure; (ii) working capital requirements; (iii) refinancing of existing borrowings; and/or (iv) general corporate purposes.
15. Other conditions:	Please refer to the Conditions for the other terms and conditions applicable to the Sukuk Murabahah.

PURPOSE OF PRICING SUPPLEMENT

This Pricing Supplement comprise the final terms required for the issue of Tranche No. 003 and Tranche No. 004 of Sukuk Murabahah described herein pursuant to the Sukuk Murabahah Programme.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement. The Issuer 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 or contain any material omission.

The Issuer confirms that where information has been sourced or extracted from third parties, the Issuer confirms that to the best of their knowledge and belief, and as far as they are able to ascertain from such information, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of
FORTUNE PREMIERE SDN BHD
 (Company No. 1237162-M)



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 Name: Lee Yeow Seng
 Designation: Director