

The Provisional Allotment Letter is a prescribed security pursuant to section 14(5) of the Securities Industry (Central Depositories) Act, 1991 and therefore, the Securities Industry (Central Depositories) Act, 1991, the Securities Industry (Central Depositories) Amendment Act, 1998 and the Rules of the Malaysian Central Depository Sdn. Bhd. shall apply in respect of dealings in the Provisional Allotment Letter.



CRESCENDO CORPORATION BERHAD (359750-D)

(Incorporated in Malaysia under the Companies Act, 1965)

RENOUNCEABLE RIGHTS ISSUE OF

43,398,000 OF RM1.00 NOMINAL VALUE OF IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS ("ICULS")
AT 100% OF THE NOMINAL VALUE WITH A COUPON RATE OF 3.0% PER ANNUM ON THE BASIS OF RM2.00 ICULS
FOR EVERY FIVE (5) ORDINARY SHARES OF RM1.00 EACH HELD IN THE COMPANY

Adviser and Managing Underwriter



Aseambankers Malaysia Berhad (15938-H)

To: Shareholders of **CRESCENDO CORPORATION BERHAD** ("Crescendo" or "the Company")

Dear Sir/Madam,

The Directors of Crescendo have provisionally allotted to you, in accordance with the Ordinary Resolution passed by the Company at the Extraordinary General Meetings convened on 8 February 2002 and the approvals of the Securities Commission on 28 November 2001, the number of ICULS as indicated below ("Provisional Allotment").

We wish to advise that the following ICULS provisionally allotted to you in respect of the above exercise has been confirmed by Malaysian Central Depository Sdn. Bhd. ("MCD") and will be credited into your Central Depository System ("CDS") account.

This Provisional Allotment is made subject to the provisions of the Abridged Prospectus dated 17 July 2002 issued by the Company. The Kuala Lumpur Stock Exchange ("KLSE") has already prescribed the ICULS of Crescendo to be deposited with the MCD. Accordingly, the ICULS arising from this Rights Issue of ICULS are prescribed securities and as such, the Securities Industry (Central Depositories) Act, 1991, the Securities Industry (Central Depositories) Amendment Act, 1998 and the Rules of MCD shall apply in respect of the dealings in the said ICULS.

With effect from 1 September 1998, all new issue of securities must be made by way of crediting the securities into the CDS accounts of the securities holders maintained with MCD. Furthermore, all listed companies are not permitted to issue certificates to the securities holders in respect of any new issue of securities.

ALL OF THE ICULS TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE OF ICULS WILL BE ALLOTTED BY WAY OF CREDITING THE ICULS INTO THE CDS ACCOUNTS OF THE ENTITLED SHAREHOLDERS.

Your Directors reserve the right to allot ICULS applied for under the Excess ICULS Application in such manner as they deem fit. It is the intention of your Directors to allot the ICULS available for excess application in such manner that the incidence of odd lots would be minimised. Any ICULS not taken up shall be dealt with in such manner as the Directors in their absolute discretion think expedient in the interest of the Company.

NAME, ADDRESS AND CENTRAL DEPOSITORY SYSTEM ACCOUNT NUMBER OF SHAREHOLDER

NUMBER OF CRESCENDO SHARES HELD AT 5:00 P.M. ON 11 JULY 2002	NUMBER OF ICULS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE OF ALL ICULS (AT RM1.00 PER ICULS)

IMPORTANT RELEVANT DATES

Entitlement or record date	:	THURSDAY, 11 JULY 2002 AT 5.00 P.M.
Last day and time for sale of provisional allotment of rights	:	THURSDAY, 1 AUGUST 2002 AT 5.00 P.M.
Last day and time for acceptance and payment	:	THURSDAY, 13 AUGUST 2002 AT 5.00 P.M.
Last day and time for excess ICULS application and payment	:	THURSDAY, 13 AUGUST 2002 AT 5.00 P.M.

THE LAST TIME AND DAY FOR ACCEPTANCE AND PAYMENT IS 5.00 P.M. ON TUESDAY 13 AUGUST 2002 OR SUCH LATER DAY AND TIME AS MAY BE DETERMINED AND ANNOUNCED BY THE DIRECTORS OF CRESCENDO CORPORATION BERHAD ("CRESCENDO" OR "THE COMPANY") THIS FORM IS ONLY APPLICABLE TO PERSONS WHO HAVE PROVISIONAL RIGHTS STANDING IN HIS/HER CREDIT IN HIS/HER CENTRAL DEPOSITORY ACCOUNT AT 5.00 P.M. ON 11 JULY 2002.



RENOUNCEABLE RIGHTS ISSUE
OF

43,398,000 OF RM1.00 NOMINAL VALUE OF IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS ("ICULS") AT 100% OF THE NOMINAL VALUE WITH A COUPON RATE OF 3.0% PER ANNUM ON THE BASIS OF RM2.00 ICULS FOR EVERY FIVE (5) ORDINARY SHARES OF RM1.00 EACH HELD IN THE COMPANY

PART I - ACCEPTANCE OF ICULS

To: The Directors

CRESCENDO CORPORATION BERHAD (359750-D)

In accordance with the terms of this Rights Subscription Form ("RSF") and the Abridged Prospectus ("AP") dated 17 July 2002, I/we hereby irrevocably accept nominal value of ICULS comprised in the AP issued by the Company which were provisionally allotted/renounced to me/us, in accordance with and subject to the Memorandum and Articles of Association of the Company.

I/We enclose herewith Banker's Draft/Cashier's Order/Money Order/Postal Order No. issued by for RM in favour of "CRESCENDO RIGHTS ISSUE ACCOUNT" being the full amount payable for the said nominal value of ICULS accepted.

NO. OF ICULS SUBSCRIBED	AMOUNT PAYABLE FOR ICULS (RM)

I/We hereby request for the said ICULS accepted to be credited into my/our Central Depository ("CDS") Account as follows:-

CDS A/C NO.:

[illegible]

PART II - APPLICATION FOR EXCESS ICULS

In accordance with the terms of this RSF and the AP dated 17 July 2002, I/we hereby irrevocably apply for excess ICULS, in addition to the ICULS accepted by me/us as stated above, in accordance with and subject to the Memorandum and Articles of Association of the Company.

I/We enclose herewith Banker's Draft/Cashier's Order/Money Order/Postal Order No. issued by for
RM in favour of "CRESCENDO EXCESS ICULS ACCOUNT" being the full amount payable for the number of excess ICULS.

NO. OF EXCESS ICULS APPLIED FOR	AMOUNT PAYABLE FOR EXCESS ICULS (RM)

I/We hereby request for the said ICULS applied for to be credited into my/our CDS Account as mentioned above.

I/We authorise you to return without interest the balance of my/our application money should my/our application for excess ICULS be only partly successful or not successful at all by ORDINARY POST to me/us AT MY/OUR OWN RISK.

PART III - DECLARATION

I/We hereby confirm and declare that:-

- (i) All information provided by me/us is true and correct;
- (ii) All information is identical with the information in the records of Malaysian Central Depository Sdn. Bhd. ("MCD") and further agree and confirm that in the event the said information differs from MCD's record as mentioned earlier, the exercise of my/our rights may be rejected; and
- * I am 18 years of age or over
- * I am/We are resident(s) of Malaysia
- * I am/We are resident(s) of (country) and havingcitizenship
- * I am/We are nominee(s) of a person who is a "Bumiputera"/Non-Bumiputera"/Non Citizen resident in (country) and having citizenship

I/We hereby accept all the terms and conditions set out in this RSF and the AP dated 17 July 2002 and further confirm compliance with all requirements for acceptance as set out therein.

NAME AND ADDRESS OF APPLICANT (AS PER MCD RECORD)		Contact Telephone No. (during office hours)
If the Applicant is a natural person (as per MCD record) NRIC No. Old: New: (also state colour and type)/ Passport No. (also state country)		If the Applicant is a body corporate (as per MCD record) Company No./Registration No. :
Race: (If Malaysian) Please tick () where appropriate <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;"> <input type="checkbox"/> Malay </div> <div style="text-align: center;"> <input type="checkbox"/> Indian </div> </div> <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;"> <input type="checkbox"/> Chinese </div> <div style="text-align: center;"> <input type="checkbox"/> Others (specify) _____ </div> </div>		Type of Body Corporate Please tick () where appropriate <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;"> <input type="checkbox"/> Government Agencies/ Institutions/Statutory Bodies </div> <div style="text-align: center;"> <input type="checkbox"/> Controlled by Non-Malaysians </div> </div> <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;"> <input type="checkbox"/> Controlled by Malaysians (Malays/Natives) </div> <div style="text-align: center;"> <input type="checkbox"/> Others (specify) _____ </div> </div> <div style="display: flex; justify-content: space-around; align-items: flex-start;"> <div style="text-align: center;"> <input type="checkbox"/> Controlled by Malaysians (Non-Malays/Non-Natives) </div> <div style="text-align: center;"> <input type="checkbox"/> _____ </div> </div>
Nationality	Place of Incorporation	

* Please delete whichever is not appropriate.

Dated this day of 2002

Signature/Authorised Signatory(ies)
(Corporate bodies must affix their Common Seal)

THIS RSF IS NOT A TRANSFERABLE OR NEGOTIABLE INSTRUMENT.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately. All enquiries concerning the Rights Issue of ICULS should be addressed to the Registrar of Crescendo, **Tacs Corporate Services Sdn. Bhd. (231621-U), Unit No. 203, 2nd Floor, Block C, Damansara Intan, No.1, Jalan SS 20/27, 47400 Petaling Jaya, Selangor Darul Ehsan, Malaysia** ("Registrar"). **INVESTORS SHOULD READ THE ABRIDGED PROSPECTUS DATED 17 JULY 2002 ("AP") BEFORE COMPLETING THIS RSF.**

Approvals have been obtained from the Securities Commission ("SC") on 28 November 2001 and from the shareholders of Crescendo at an Extraordinary General Meetings held on 8 February 2002. Approval-in-principle has been obtained from the Kuala Lumpur Stock Exchange ("KLSE") on 24 June 2002 for the admission of the ICULS to the Official List of the KLSE and for the dealing in and quotation for the new ordinary shares arising upon conversion of ICULS. Official quotation for the ICULS will commence after receipt of confirmation from Malaysian Central Depository Sdn. Bhd. ("MCD") that all the Central Depository System ("CDS") accounts of the successful applications have been duly credited and Notices of Allotment have been despatched to them.

The AP has been registered by the SC and lodged with the Companies Commission of Malaysia who take no responsibility for the contents of the document. The expiry date of the AP is 13 August 2002.

Neither KLSE nor the SC takes any responsibility for the correctness of statements made or opinions expressed herein. The listing of and quotation for the said ICULS on the KLSE are in no way reflective of the merits of the ICULS of the Rights Issue of ICULS.

This RSF, together with the AP, have been seen and approved by the Directors of Crescendo and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after making all reasonable enquiries and to the best knowledge and belief, there are no false or misleading statement or other facts the omission of which would make any statement in these documents false or misleading.

This RSF, together with the AP are not (and will not be) intended to be issued to comply with the laws of any foreign jurisdictions, and have not been (and will not be) lodged, registered or approved pursuant to or under any legislation of (or with or by any regulatory authorities or other relevant bodies of) any foreign jurisdictions, and the Rights Issue of ICULS will not be made or offered in any foreign jurisdictions.

Entitled person(s) may only accept or sell/transfer all or any part of their entitlements and exercise any other rights in respect of the Rights Issue of ICULS to the extent that it would be lawful to do so, and Aseambankers Malaysia Berhad ("Aseambankers"), other experts and Crescendo and its Directors and officers would not, in connection with the Rights Issue of ICULS, be in breach of the laws of any jurisdictions to which that entitled person(s) is/are or might be subject to. Entitled person(s) (if any), shall be solely responsible to seek advice as to the laws of jurisdictions to which they are or might be subject to. Aseambankers, other experts and Crescendo and its Directors and officers shall not accept any responsibility or liability in the event that any acceptance or sale/transfer or application for ICULS by any entitled person(s), is/are or shall become unlawful, unenforceable, voidable or void in any such jurisdictions.

Unless otherwise stated, the unit of currency used in this RSF is Ringgit Malaysia (or "RM" in abbreviation) and sen. Terms defined in the AP shall have the same meanings when used in this document unless they are otherwise defined here or the context otherwise requires.

INSTRUCTIONS:**(i) CLOSING DATE FOR ACCEPTANCE**

This RSF is valid for acceptance until 5.00 p.m. on Tuesday 13 August 2002 or such later time and day as may be decided and announced by the Directors of Crescendo.

If acceptance and payment(s) in the manner specified herein are not received by the Registrar, latest by 5.00 p.m. on 13 August 2002 (or such later time and day as may be decided and announced) for any part of the ICULS provisionally allotted to you, such allotment will be deemed to have been declined and will be cancelled. The Directors will then have the right to allot the ICULS not so taken up in such manner as they deem fit in the interest of the Company.

(ii) ACCEPTANCE OF ICULS

If you wish to accept the ICULS provisionally allotted to you, please complete Part I and Part III of this RSF and forward this RSF together with the appropriate remittance made in Ringgit Malaysia by Banker's Draft/Cashier's Order/Money Order/Postal Order drawn on a bank or post office in Malaysia and made payable to "**CRESCENDO RIGHTS ISSUE ACCOUNT**" and should be crossed "A/C PAYEE ONLY" and endorsed on the reverse side with your name, CDS Account No. and address in block letters for the full amount payable for the ICULS accepted, to be received by the Registrar **Tacs Corporate Services Sdn. Bhd (231621-U), Unit No. 203, 2nd Floor, Block C, Damansara Intan, No.1, Jalan SS20/27, 47400 Petaling Jaya, Selangor Darul Ehsan**, latest by 5.00 p.m. on 13 August 2002 (or such later time and day as may be decided and announced). All acceptance and payment(s) are to be either despatched personally to the Registrar **Tacs Corporate Services Sdn. Bhd (231621-U), Unit No. 203, 2nd Floor, Block C, Damansara Intan, No.1, Jalan SS20/27, 47400 Petaling Jaya, Selangor Darul Ehsan** or to be sent via ordinary post only to the address shown on the RSF at your own risk.

The remittance must be made for the exact amount payable for the ICULS accepted (rounded up to the nearest sen). No acknowledgement will be issued, but a Notice of Allotment will be despatched to you by ordinary post to the address stated in this RSF within fifteen (15) market days from the last date of acceptance and payment for the ICULS.

(iii) APPLICATION FOR EXCESS ICULS

If you wish to apply for ICULS in addition to those provisionally allotted to you, please complete Part II of this RSF (in addition to Parts I and III) and forward this RSF, with a separate remittance made in Ringgit Malaysia by Banker's Draft/Cashier's Order/Money Order/Postal Order drawn on a bank or post office in Malaysia and made payable to "**CRESCENDO EXCESS ICULS ACCOUNT**" and should be crossed "A/C PAYEE ONLY" and endorsed on the reverse side with your name, CDS Account No. and address in block letters for the full amount payable for the excess ICULS applied for, to be received by the Registrar **Tacs Corporate Services Sdn. Bhd (231621-U), Unit No. 203, 2nd Floor, Block C, Damansara Intan, No.1, Jalan SS20/27, 47400 Petaling Jaya, Selangor Darul Ehsan**, latest by 5.00 p.m. on 13 August 2002. The remittance must be made for the exact amount payable for the excess ICULS accepted. No acknowledgement will be issued, but a Notice of Allotment will be despatched to you within fifteen (15) market days from last date for application for the excess ICULS. Personal cheque(s) or any other mode of payments are not acceptable.

If no excess ICULS are allotted to you, the amount paid on application therefore will be returned in full without interest by ordinary post to the address stated in this RSF at your own risk within fifteen (15) market days from the last date for application for the excess ICULS and payment. If the amount of excess ICULS allotted to you is less than that applied for, the surplus application monies will be refunded to you without interest by ordinary post to the address stated in this RSF at the applicant's own risk within fifteen (15) market days from last date of application and payment for the excess ICULS.

The Directors of Crescendo reserve the right to accept any application or accept any application in part only, without assigning any reason thereof.

(iv) SALE/TRANSFER OF THE PROVISIONAL ALLOTMENT OF ICULS

If you wish to sell all or part of your provisional allotment of rights, you may do so through your stockbroker, for the period up to the last day for trading of the provisional allotment of rights. You may immediately sell or transfer your provisional allotment of rights (in accordance with the Rules of MCD) in full without first having to request the Company for a splitting of your provisional allotment of rights.

In selling all or part of your provisional allotment of rights, you need not deliver any document, including this RSF, to the stockbroker. However, you must ensure that you have sufficient provisional allotment of the ICULS standing to the credit of your CDS account that are available for settlement of the sale.

The purchaser(s)/renouncee(s) can collect a copy of RSF for the acceptance of his/her/their rights from his/her/their stockbroker(s), the Registrar's Office or the registered office of the Company.

If you have sold only part of provisional allotment of the ICULS, you may still accept the balance of your provisional allotment of the ICULS by completing this RSF under Parts I and III of this RSF.

(v) GENERAL INSTRUCTIONS

- (1) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (2) Malaysian revenue stamp (not postage stamp) of RM10 must be affixed on this RSF.
- (3) Any interest or other benefit accruing on or arising from or in connection with any application monies shall be for the benefit of the Company and the Company shall not be under any obligation to account for such interest or other benefit to you.
- (4) The contract arising from the acceptance of the provisional allotment of rights by you shall be governed by and construed in accordance with the laws of Malaysia, and you shall be deemed to have irrevocably and unconditionally submitted to the exclusive jurisdiction of the courts of Malaysia in respect of any matter in connection with the RSF and the contract.
- (5) The Company reserves the right to reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to.