

## NOTICE OF PROVISIONAL ALLOTMENT

TERMS DEFINED IN THE AP DATED 2 FEBRUARY 2010 SHALL HAVE THE SAME MEANING WHEN USED IN THIS NPA UNLESS STATED OTHERWISE OR WHERE THE CONTEXT OTHERWISE REQUIRES. THE PROVISIONALLY ALLOTTED RIGHTS SHARES AS CONTAINED IN THIS NPA ARE PRESCRIBED SECURITIES PURSUANT TO SECTION 14(5) OF THE SECURITIES INDUSTRY (CENTRAL DEPOSITORIES) ACT, 1991, AS AMENDED FROM TIME TO TIME ("SICDA") AND THEREFORE, SICDA AND THE RULES OF BURSA DEPOSITORY SHALL APPLY IN RESPECT OF DEALINGS IN THE PROVISIONALLY ALLOTTED RIGHTS SHARES.



### MALAYSIAN RESOURCES CORPORATION BERHAD

(Company No. 7994-D)  
(Incorporated in Malaysia under the Act)

**RENOUNCEABLE RIGHTS ISSUE OF UP TO 482,271,409 NEW MRCB SHARES ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TWO (2) EXISTING MRCB SHARES HELD ON 2 FEBRUARY 2010 AT 5.00 P.M. AT AN ISSUE PRICE OF RM1.12 FOR EACH RIGHTS SHARE**

*Joint Advisers and Joint Underwriters*



Maybank Investment Bank Berhad (15938-H)  
(A Participating Organisation of Bursa Malaysia Securities Berhad)



RHB Investment Bank Berhad  
(Company No. 19663-P)  
(A Participating Organisation of Bursa Malaysia Securities Berhad)

*Joint Adviser*



Newfields Advisors Sdn Bhd (296051-V)

**To: Shareholders of MRCB**

**Dear Sir/Madam,**

Our Board has provisionally allotted to you the number of Rights Shares as indicated below pursuant to the Rights Issue, in accordance with the approval of our shareholders obtained at the EGM held on 21 December 2009 and the approval of Bursa Securities dated 26 November 2009 for the listing of and quotation for the Rights Shares.

We wish to advise that your provisionally allotted Rights Shares have been confirmed by Bursa Depository and upon acceptance, will be credited into your CDS account(s) subject to the terms and conditions stated in the AP and the RSF issued by our Company.

The provisional allotment is made subject to the provisions in the AP issued by our Company. Bursa Securities has already prescribed the securities of our Company listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the provisionally allotted Rights Shares are prescribed securities and as such, all dealings in the provisionally allotted Rights Shares will be by book entries through CDS accounts and will be governed by the SICDA and the Rules of Bursa Depository.

**ALL RIGHTS SHARES TO BE ISSUED PURSUANT TO THE RIGHTS ISSUE WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS SHARES INTO THE CDS ACCOUNTS OF ENTITLED SHAREHOLDERS AND/OR THEIR RENOUNCEE(S) (IF APPLICABLE). NO PHYSICAL SHARE CERTIFICATE WILL BE ISSUED.**

Our Board reserves the right to allot the Excess Rights Shares in respect of any Excess Rights Shares applications on a fair and equitable basis and in such manner as it may deem fit or expedient in the best interest of our Company. Our Board also reserves the right to allot Excess Rights Shares in respect of any Excess Rights Share applications, in part only, without assigning any reason thereto. The indicative basis for the allotment of the Excess Rights Shares is as follows: -

- (i) firstly, to minimise the incidence of odd lots; and
- (ii) secondly, for allocation to the Entitled Shareholders and/or their renounee(s) (if applicable) who have applied for the Excess Rights Shares on a pro-rata basis and in board lot, after taking into consideration, inter alia, the quantum of Excess Rights Shares applied for and/or their respective shareholdings as at the Entitlement Date.

#### NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED SHAREHOLDER

NUMBER OF MRCB SHARES HELD ON 2 FEBRUARY 2010 AT 5.00 P.M.	NUMBER OF RIGHTS SHARES PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE AT RM1.12 FOR EACH RIGHTS SHARE (RM)

#### IMPORTANT DATES AND TIMES

Entitlement Date	:	Tuesday, 2 February 2010 at 5.00 p.m.
Last date and time for sale of provisional allotment of Rights Shares	:	Tuesday, 9 February 2010 at 5.00 p.m.
Last date and time for transfer of provisional allotment of Rights Shares	:	Friday, 12 February 2010 at 4.00 p.m.
Last date and time for acceptance and payment	:	Friday, 19 February 2010 at 5.00 p.m.*
Last date and time for excess application and payment	:	Friday, 19 February 2010 at 5.00 p.m.*

\* or such later date and time as our Board may decide in its absolute discretion and announce not less than two (2) Market Days before the stipulated date and time.

#### BY ORDER OF THE BOARD

Mohd Noor Rahim Yahaya  
(MAICSA 0866820)  
Company Secretary

Share Registrar  
**Symphony Share Registrars Sdn Bhd (378993-D)**  
Level 26, Menara Multi-Purpose  
Capital Square  
No. 8, Jalan Munshi Abdullah  
50100 Kuala Lumpur  
Tel. No.: 603-2721 2222  
Fax No.: 603-2721 2530

**THIS NPA IS DATED 2 FEBRUARY 2010**

# RIGHTS SUBSCRIPTION FORM

TERMS DEFINED IN THE AP DATED 2 FEBRUARY 2010 SHALL HAVE THE SAME MEANING WHEN USED IN THIS RSF AND THE NOTES AND INSTRUCTIONS FOR COMPLETING THIS RSF UNLESS STATED OTHERWISE OR WHERE THE CONTEXT OTHERWISE REQUIRES. THIS RSF IS ISSUED FOR THE PURPOSE OF ACCEPTING THE PROVISIONALLY ALLOTTED RIGHTS SHARES AND APPLYING FOR EXCESS RIGHTS SHARES PURSUANT TO THE RIGHTS ISSUE. THE LAST DATE AND TIME FOR ACCEPTANCE OF THE PROVISIONALLY ALLOTTED RIGHTS SHARES AND/OR APPLICATION FOR EXCESS RIGHTS SHARES TOGETHER WITH THE APPROPRIATE REMITTANCE(S) IS ON 19 FEBRUARY 2010 AT 5.00 P.M. OR SUCH LATER DATE AND TIME AS OUR BOARD MAY DECIDE IN ITS ABSOLUTE DISCRETION AND ANNOUNCE NOT LESS THAN TWO (2) MARKET DAYS BEFORE THE STIPULATED DATE AND TIME. THIS RSF IS ONLY APPLICABLE TO PERSONS WHO HAVE PROVISIONALLY ALLOTTED RIGHTS SHARES STANDING TO THE CREDIT OF HIS/HER CDS ACCOUNT.

AFFIX A  
RM10.00  
MALAYSIAN  
REVENUE  
STAMP HERE



## MALAYSIAN RESOURCES CORPORATION BERHAD

(Company No. 7994-D)  
(Incorporated in Malaysia under the Act)

**RENOUNCEABLE RIGHTS ISSUE OF UP TO 482,271,409 NEW MRCB SHARES ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TWO (2) EXISTING MRCB SHARES HELD ON 2 FEBRUARY 2010 AT 5.00 P.M. AT AN ISSUE PRICE OF RM1.12 FOR EACH RIGHTS SHARE**

To: The Board  
MALAYSIAN RESOURCES CORPORATION BERHAD (7994-D)  
Level 21, 1 Sentral  
Jalan Travers  
Kuala Lumpur Sentral  
50470 Kuala Lumpur

### PART I - ACCEPTANCE OF RIGHTS SHARES

In accordance with the terms of this RSF and the AP, I/we\* hereby irrevocably accept ..... Rights Shares which were provisionally allotted/renounced to me/us\* in accordance with and subject to the Memorandum and Articles of Association of MRCB, and agree to accept the same or any other amount that may be allotted to me/us\*.

I/We\* enclose herewith the banker's draft/cashier's order/money order/postal order\* no. .... for RM..... in favour of "MRCB RIGHTS SHARES ACCOUNT" and crossed "ACCOUNT PAYEE ONLY", being the full amount payable for the said number of provisionally allotted Rights Shares accepted for, and hereby request for the said provisionally allotted Rights Shares to be issued upon acceptance to be credited into my/our\* valid and subsisting CDS account as stated below: -

NO. OF PROVISIONALLY ALLOTTED RIGHTS SHARES ACCEPTED	AMOUNT PAYABLE IN FULL (AT RM1.12 FOR EACH RIGHTS SHARE) (RM)

*Note: If you have subsequently purchased additional provisionally allotted Rights Shares from the open market, you should indicate your acceptance of the total provisionally allotted Rights Shares that you have standing to the credit of your CDS account under Part I*

CDS ACCOUNT NO.											
		-			-						

### PART II - APPLICATION FOR EXCESS RIGHTS SHARES

In accordance with the terms of this RSF and the AP, I/we\* hereby irrevocably apply for ..... Excess Rights Shares in addition to the provisionally allotted/renounced Rights Shares to and accepted by me/us, in accordance with and subject to the Memorandum and Articles of Association of MRCB, and agree to accept the same or any other amount that may be allotted to me/us\*.

I/We\* enclose herewith the banker's draft/cashier's order/money order/postal order\* no. .... for RM..... in favour of "MRCB EXCESS RIGHTS SHARES ACCOUNT" and crossed "ACCOUNT PAYEE ONLY", being the full amount payable for the Excess Rights Shares applied for, and hereby request for the said Excess Rights Shares to be credited into my/our\* valid and subsisting CDS account as stated above: -

NO. OF EXCESS RIGHTS SHARES APPLIED FOR	AMOUNT PAYABLE IN FULL (AT RM1.12 FOR EACH RIGHTS SHARE) (RM)

### PART III - DECLARATION

I/We\* hereby authorise you to return the full amount or the surplus of my/our\* application monies (without interest) should my/our\* application for the Excess Rights Shares be unsuccessful or partially successful by ORDINARY POST to me/us\* at MY/OUR\* OWN RISK.

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 Bursa Depository's record and further agree and confirm that in the event the said information differs from Bursa Depository'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 having ..... citizenship.
- \* 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\* have read and understood and hereby accept all the terms and conditions set out in this RSF and the AP and further confirm compliance with all the requirements for acceptance as set out therein.

<b>NAME, ADDRESS AND CDS ACCOUNT NUMBER OF APPLICANT</b> (in block letters as per Bursa Depository's record)		<b>Signature/Authorised Signatory(ies)</b> (Corporate Body must affix their Common Seal)											
<b>TELEPHONE NO</b> (During office hours)	<b>MOBILE NO.</b> (If any)	<b>Nationality/Place of incorporation</b>											
<b>IF THE APPLICANT IS A NATURAL PERSON</b> (as per Bursa Depository's record) NRIC No. Old : ..... New : ..... Passport No. (also state country): .....		<b>IF THE APPLICANT IS A BODY CORPORATE</b> (as per Bursa Depository's record) Company No./Registration No.: .....											
<b>Race: (If Malaysian)</b> Please tick (✓) where appropriate <table border="0"> <tr> <td><input type="checkbox"/> Malay</td> <td><input type="checkbox"/> Indian</td> </tr> <tr> <td><input type="checkbox"/> Chinese</td> <td><input type="checkbox"/> Other (specify) .....</td> </tr> </table>		<input type="checkbox"/> Malay	<input type="checkbox"/> Indian	<input type="checkbox"/> Chinese	<input type="checkbox"/> Other (specify) .....	<b>Type of Body Corporate</b> Please tick (✓) where appropriate <table border="0"> <tr> <td><input type="checkbox"/> Government Agencies/ Institutions/Statutory Bodies</td> <td><input type="checkbox"/> Controlled by Non-Malaysians</td> </tr> <tr> <td><input type="checkbox"/> Controlled by Malaysians (Malays/Non-Natives)</td> <td><input type="checkbox"/> Other (specify) .....</td> </tr> <tr> <td><input type="checkbox"/> Controlled by Malaysians (Non-Malays/Non-Natives)</td> <td></td> </tr> </table>		<input type="checkbox"/> Government Agencies/ Institutions/Statutory Bodies	<input type="checkbox"/> Controlled by Non-Malaysians	<input type="checkbox"/> Controlled by Malaysians (Malays/Non-Natives)	<input type="checkbox"/> Other (specify) .....	<input type="checkbox"/> Controlled by Malaysians (Non-Malays/Non-Natives)	
<input type="checkbox"/> Malay	<input type="checkbox"/> Indian												
<input type="checkbox"/> Chinese	<input type="checkbox"/> Other (specify) .....												
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<input type="checkbox"/> Controlled by Malaysians (Malays/Non-Natives)	<input type="checkbox"/> Other (specify) .....												
<input type="checkbox"/> Controlled by Malaysians (Non-Malays/Non-Natives)													

\* Please delete whichever is not appropriate

Dated this ..... day of .....2010

## NOTES AND INSTRUCTIONS FOR COMPLETION OF THIS RSF

### 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 should be addressed to our Share Registrar, Symphony Share Registrars Sdn Bhd (378993-D) at Level 26, Menara Multi-Purpose, Capital Square, No. 8, Jalan Munshi Abdullah, 50100 Kuala Lumpur. YOU SHOULD READ AND UNDERSTAND THE CONTENTS OF THE AP TO WHICH THIS RSF RELATES BEFORE COMPLETING THIS RSF. In accordance with the Capital Markets And Services Act, 2007, this RSF must not be circulated unless accompanied by the AP.

The Documents are not intended to be (and will not be) issued, circulated or distributed and the Rights Issue will not be made or offered or deemed to be made or offered for purchase or subscription, in any country or jurisdiction other than Malaysia or to persons who are or may be subject to the laws of any country or jurisdiction other than the laws of Malaysia. The Rights Issue to which the AP relates is only available to persons receiving the Documents within Malaysia. Accordingly, the Documents will not be despatched to Entitled Shareholders who have not provided a registered address in Malaysia as stated in our Record of Depositors on the Entitlement Date. It shall be the sole responsibility of Entitled Shareholders and/or their renouncee(s) (if applicable) who are or may be subjected to the laws of any jurisdictions other than Malaysia to consult their legal and/or other professional advisers as to the laws to which the Rights Issue or such persons are or might be subjected to. Neither our Company, Maybank IB, RHB Investment Bank, Newfields nor any of our other advisers to the Rights Issue shall accept any responsibility or liability in the event that any acceptance or sale/renunciation of the provisional allotted Rights Shares made by Entitled Shareholders and/or their renouncee(s) (if applicable) is or shall become unlawful, unenforceable, voidable or void in any country or jurisdiction in which the Entitled Shareholder and/or their renouncee(s) (if applicable) is a resident.

A copy of the AP has been registered with the SC. The registration of the AP should not be taken to indicate that the SC recommends the Rights Issue or assumes responsibility for the correctness of any statement made or opinion or report expressed in the AP. The SC has not, in any way, considered the merits of the securities being offered for investment. A copy of the Documents have also been lodged with the Registrar of Companies who takes no responsibility for their contents.

Approval for the Rights Issue was obtained from our shareholders at the EGM held on 21 December 2009. Approval has also been obtained from Bursa Securities vide its letter dated 26 November 2009 for the listing of and quotation for up to 482,787,659 Rights Shares on the Main Market of Bursa Securities. The listing of and quotation for the Rights Shares will commence after, amongst others, receipt of confirmation from Bursa Depository that all the CDS accounts of the successful applicants have been duly credited and Notices of Allotment for the Rights Issue have been despatched to them. The listing of and quotation for the Rights Shares on the Main Market of Bursa Securities are in no way reflective of the merits of the Rights Issue.

Our Board has been seen and approved all the documentation relating to the Rights Issue. They collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries, and to be best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make any statement in the Documents false or misleading.

Unless otherwise stated, the unit of currency used in this RSF is RM and sen. Terms defined in the AP shall have the same meaning when used in this RSF, unless stated otherwise or the context otherwise requires.

### INSTRUCTIONS: -

#### (i) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT

This RSF is valid for acceptance until 19 February 2010 at 5.00 p.m. or such later date and time as our Board may decide in its absolute discretion and announce not less than two (2) Market Days before the stipulated date and time.

If the acceptance of and payment for the provisionally allotted Rights Shares (whether in full or in part, as the case may be) are not received by our Share Registrar by 19 February 2010 at 5.00 p.m. or such later date and time as our Board may decide in its absolute discretion and announce not less than two (2) Market Days before the stipulated date and time, the provisionally allotted Rights Shares will be deemed to have been declined and will be cancelled. Such provisionally allotted Rights Shares not taken up shall first be made available for the application for Excess Rights Shares in the manner as set out in item (iii) below and if undersubscribed, any remaining Rights Shares will be taken up by our Joint Underwriters.

#### (ii) FULL OR PART ACCEPTANCE OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES

The Rights Issue is renounceable in full or in part. If you wish to accept your provisionally allotted Rights Shares either in full or in part, please complete Parts I and III of this RSF and return this RSF, together with the appropriate remittance(s) made in RM for the full amount payable in the form of banker's draft(s), cashier's order(s), money order(s) or postal order(s) drawn on a bank or post office in Malaysia made payable to **"MRCB RIGHTS SHARES ACCOUNT"** and crossed **"ACCOUNT PAYEE ONLY"** and **endorsed on the reverse side with your name, contact number and address in block letters and your CDS account number**, to be received by our Share Registrar at the address stated above by 19 February 2010 at 5.00 p.m. or such later date and time as our Board may decide in its absolute discretion and announce not less than two (2) Market Days before the stipulated date and time. The payment must be made in the exact amount. Any excess or insufficient payment may be rejected at the absolute discretion of our Board. Cheques or any other mode of payments are not acceptable.

No acknowledgement will be made for the receipt of this RSF or application monies in respect of the provisional allotted Rights Shares. However, if your application is successful, the Rights Shares shall be credited into your CDS account and a notice of allotment will be despatched to you by ordinary post to the address stated in this our Record of Depositors at your own risk within eight (8) Market Days from the last date and time for acceptance of and payment for the provisional allotted Rights Shares or such other period as may be prescribed by Bursa Securities.

If your application is unsuccessful or partially accepted, the full amount or the surplus application monies, as the case may be, will be refunded without interest and shall be despatched to you by ordinary post to the address stated in our Record of Depositors at your own risk within fifteen (15) Market Days from the last date and time for acceptance of and payment for the provisionally allotted Rights Shares.

#### (iii) APPLICATION FOR EXCESS RIGHTS SHARES

If you wish to apply for additional Rights Shares in excess of those provisionally allotted to you, please complete Part II of this RSF (in addition to Part I and III) and return this RSF, together with a **SEPARATE** remittance made in RM for the full amount payable in the form of banker's draft(s), cashier's order(s), money order(s) or postal order(s) drawn on a bank or post office in Malaysia made payable to **"MRCB EXCESS RIGHTS SHARES ACCOUNT"** and crossed **"ACCOUNT PAYEE ONLY"** and **endorsed on the reverse side with your name, contact number and address in block letters and your CDS account number**, to be received by our Share Registrar at the address stated above by 19 February 2010 at 5.00 p.m. or such later date and time as our Board may decide in its absolute discretion and announce not less than two (2) Market Days before the stipulated date and time. The payment must be made in the exact amount. Any excess or insufficient payment may be rejected at the absolute discretion of our Board. Cheques or any other mode of payments are not acceptable.

No acknowledgement will be made for the receipt of this RSF or application monies in respect of the Excess Rights Shares. However, if your application is successful, the Rights Shares shall be credited into your CDS account and a notice of allotment will be despatched to you by ordinary post to the address stated in our Record of Depositors at your own risk within eight (8) Market Days from the last date and time for acceptance of and payment for the Excess Rights Shares or such other period as may be prescribed by Bursa Securities.

In respect of unsuccessful or partially successful Excess Rights Shares applications, the full amount or the surplus application monies, as the case may be, will be refunded without interest and shall be despatched to you by ordinary post to the address stated in our Record of Depositors at your own risk within fifteen (15) Market Days from the last date and time for application of and payment for the Excess Rights Shares.

Our Board reserves the right to allot any Excess Rights Shares applied for under Part II of this RSF on a fair and equitable basis and in such manner as it may deem fit and expedient in the best interest of our Company. Our Board also reserves the right to allot Excess Rights Shares in respect of any Excess Rights Share applications, in part only, without assigning any reason thereto. The indicative basis for the allotment of the Excess Rights Shares is as follows: -

- (i) firstly, to minimise the incidence of odd lots; and
- (ii) secondly, for allocation to the Entitled Shareholders and/or their renouncee(s) (if applicable) who have applied for the Excess Rights Shares on a pro-rata basis and in board lot, after taking into consideration, inter alia, the quantum of Excess Rights Shares applied for and/or their respective shareholdings as at the Entitlement Date.

#### (iv) SALE/TRANSFER OF PROVISIONAL ALLOTMENT OF RIGHTS SHARES

If you wish to sell/transfer all or part of your provisional allotted Rights Shares to one (1) or more than one (1) person, you may do so immediately through your stockbroker(s) without first having to request for a split of your provisionally allotted Rights Shares standing to the credit of your CDS account(s). To sell/transfer all or part of your provisionally allotted Rights Shares, you may sell such entitlement on the open market or transfer such entitlement to such person(s) as may be allowed pursuant to the Rules of Bursa Depository for the period up to the last date and time for the sale/transfer of your provisional allotted Rights Shares.

In selling/transferring all or part of your provisionally allotted Rights Shares, you need not deliver any document, including this RSF, to your stockbroker(s). However, you are advised to ensure that there is sufficient provisionally allotted Rights Shares standing to the credit of your CDS account(s) for settlement of the sale/transfer.

Purchaser(s) of the provisionally allotted Rights Shares/transferee(s) may obtain a copy of this RSF from all Malaysian stockbroking companies, our Share Registrar or at our registered office. This RSF is also available on Bursa Securities' website ([www.bursamalaysia.com](http://www.bursamalaysia.com)).

#### (v) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this RSF. All corporate bodies must affix their Common Seals.
- (b) A Malaysian Revenue Stamp (NOT POSTAGE STAMP) of Ringgit Malaysia Ten (RM10.00) must be affixed on this RSF.
- (c) Any interest or other benefit accruing on or arising from or in connection with any remittance shall be for the benefit of our Company and our Company shall not be under any obligation to account for such interest or other benefit to you.
- (d) The contract arising from the acceptance of the provisionally allotted Rights Shares 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 this RSF and the contract arising therefrom.
- (e) Our Board reserves the right to accept or reject any acceptance and/or application (if applicable) if the instructions stated herein are not strictly adhered to, or which are illegal.
- (f) The provisionally allotted Rights Shares subscribed by you and/or your renouncee(s) (if applicable) will be credited into you and/or your renouncee(s) (if applicable) respective CDS accounts as stated in this RSF.