

Appendix I

Proposed Revised Terms As Approved by the SC



TALAM CORPORATION BERHAD
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Facility	Current Terms in the PTC	Proposed Revised Terms (as underlined) As Approved
RCSLS-A	<p><u>Security / collateral</u></p> <p>The RCSLS-A are secured against the assets and undertakings ("Charged Assets") as set out in Attachment I by way of third party legal charges</p>	<p><u>Security / collateral</u></p> <p>The RCSLS-A are secured against the assets and undertakings ("Charged Assets") as set out in Attachment I by way of third party legal charges, <u>specific debenture and assignment</u></p>
	<p><u>Representations and warranties Clause (h)</u></p> <p>Status of RCSLS-A: under the laws of Malaysia in force at the date hereof, the RCSLS-A when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents and will rank pari passu with all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.</p>	<p><u>Representations and warranties Clause (h)</u></p> <p>Status of RCSLS-A: under the laws of Malaysia in force at the date hereof, the RCSLS-A when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents <u>and will rank pari passu with all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.</u></p>
	<p><u>Attachment I</u></p> <p>Registered and Beneficial Owner: Europlus Corporation Sdn Bhd</p>	<p><u>Attachment I</u></p> <p>Registered and Beneficial Owner: Europlus Corporation Sdn Bhd/<u>Persiaran Corporation Sdn Bhd</u></p>
	<p><u>Attachment I</u></p> <p>Particulars of land: Geran No. 44082....</p>	<p><u>Attachment I</u></p> <p>Particulars of land: <u>31 units of apartment erected on</u> Geran No. 44082....</p>
RCSLS-B	<p><u>Paying Agent:</u></p> <p>RHB Investment Bank</p>	<p><u>Paying Agent:</u></p> <p><u>Securities Services (Holdings) Sdn Bhd</u></p>
	<p><u>Representations and warranties Clause (h)</u></p> <p>Status of RCSLS-B: under the laws of Malaysia in force at the date hereof, the RCSLS-B when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents and will rank</p>	<p><u>Representations and warranties Clause (h)</u></p> <p>Status of RCSLS-B: under the laws of Malaysia in force at the date hereof, the RCSLS-B when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents <u>and will rank pari passu with</u></p>



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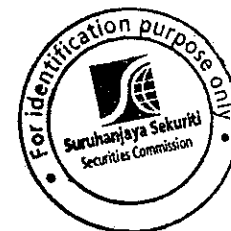
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	pari passu with all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.	all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.
RCCLS-C	Paying Agent: RHB Investment Bank	Paying Agent: <u>Securities Services (Holdings) Sdn Bhd</u>
	Representations and warranties Clause (h) Status of RCCLS-C: under the laws of Malaysia in force at the date hereof, the RCCLS-C when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents and will rank pari passu with all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.	Representations and warranties Clause (h) Status of RCCLS-C: under the laws of Malaysia in force at the date hereof, the RCCLS-C when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents <u>and will rank pari passu with all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.</u>
RCCLS-D	Paying Agent: RHB Investment Bank	Paying Agent: <u>Securities Services (Holdings) Sdn Bhd</u>
	Representations and warranties Clause (h) Status of RCCLS-D: under the laws of Malaysia in force at the date hereof, the RCCLS-D when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents and will rank pari passu with all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.	Representations and warranties Clause (h) Status of RCCLS-D: under the laws of Malaysia in force at the date hereof, the RCCLS-D when issued will constitute direct and unconditional obligations of the Issuer, secured by the security documents <u>and will rank pari passu with all other present and future unsecured obligations of the Issuer with the exception of that which is preferred by law.</u>
Settlement BaIDS	Solicitors – Cheang & Ariff	Solicitors – <u>Cheang & Ariff:</u> Solicitors for the



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		<p>Company _____ for the Settlement BaIDS</p> <p>Adnan Sundra & Low:</p> <p>Solicitors for the Trustee and _____ documentation solicitors for the Settlement BaIDS</p>																																																												
	<p>Issue size – Secondary Notes (table)</p> <table border="1" data-bbox="496 748 884 1323"> <thead> <tr> <th>Series</th> <th>Face Value (RM million)</th> </tr> </thead> <tbody> <tr><td>1</td><td>1.50</td></tr> <tr><td>2</td><td>1.50</td></tr> <tr><td>3</td><td>1.50</td></tr> <tr><td>4</td><td>1.50</td></tr> <tr><td>5</td><td>4.50</td></tr> <tr><td>6</td><td>4.50</td></tr> <tr><td>7</td><td>4.50</td></tr> <tr><td>8</td><td>4.50</td></tr> <tr><td>9</td><td>4.50</td></tr> <tr><td>10</td><td>4.50</td></tr> <tr><td>11</td><td>6.00</td></tr> <tr><td>12</td><td>6.00</td></tr> <tr><td>13</td><td>6.75</td></tr> <tr><td>14</td><td>6.75</td></tr> </tbody> </table>	Series	Face Value (RM million)	1	1.50	2	1.50	3	1.50	4	1.50	5	4.50	6	4.50	7	4.50	8	4.50	9	4.50	10	4.50	11	6.00	12	6.00	13	6.75	14	6.75	<p>Issue size – Secondary Notes (table)</p> <table border="1" data-bbox="994 748 1358 1323"> <thead> <tr> <th>Series</th> <th>Face Value (RM million)</th> </tr> </thead> <tbody> <tr><td>1</td><td>1.34</td></tr> <tr><td>2</td><td>1.34</td></tr> <tr><td>3</td><td>1.34</td></tr> <tr><td>4</td><td>1.34</td></tr> <tr><td>5</td><td>4.03</td></tr> <tr><td>6</td><td>4.03</td></tr> <tr><td>7</td><td>4.03</td></tr> <tr><td>8</td><td>4.03</td></tr> <tr><td>9</td><td>4.03</td></tr> <tr><td>10</td><td>4.03</td></tr> <tr><td>11</td><td>5.37</td></tr> <tr><td>12</td><td>5.37</td></tr> <tr><td>13</td><td>6.04</td></tr> <tr><td>14</td><td>6.04</td></tr> </tbody> </table>	Series	Face Value (RM million)	1	1.34	2	1.34	3	1.34	4	1.34	5	4.03	6	4.03	7	4.03	8	4.03	9	4.03	10	4.03	11	5.37	12	5.37	13	6.04	14	6.04
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	<p>Form and Denomination Clause (n)</p> <p>The Settlement BaIDS consist of negotiable non-interest bearing Primary Notes together with non-detachable Secondary Notes in bearer form evidencing a promise by the Issuer to pay stated Ringgit Malaysia sums with a face value of RM1,000.00 each.</p> <p>The Settlement BaIDS will be issued and traded scripless under the Rules on Scripless Securities Trading System ("SSTS") under the Real Time Electronic Transfer of Funds and Securities System ("RENTAS") maintained by Bank Negara Malaysia</p>	<p>Form and Denomination Clause (n)</p> <p>The Settlement BaIDS consist of negotiable non-interest bearing Primary Notes together with non-detachable Secondary Notes in bearer form evidencing a promise by the Issuer to pay stated Ringgit Malaysia sums with a face value of <u>RM1.00</u> each.</p> <p>The Settlement BaIDS will be issued and traded scripless under the Rules on Scripless Securities Trading System ("SSTS") under the Real Time Electronic Transfer of Funds and Securities System ("RENTAS") maintained by Bank Negara Malaysia and will be represented by the</p>																																																												

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	<p>and will be represented by the Primary Global Certificate and Secondary Global Certificate to be deposited with BNM. The Global Certificates shall be exchanged for Definitive Certificates only in certain limited circumstances as specified in the Trust Deed. The Settlement BaIDS shall be issued in denominations of RM1,000.00 each.</p>	<p>Primary Global Certificate and Secondary Global Certificate to be deposited with BNM. The Global Certificates shall be exchanged for Definitive Certificates only in certain limited circumstances as specified in the Trust Deed. The Settlement BaIDS shall be issued in denominations of <u>RM1.00</u> each.</p>
	<p>Other principal terms and conditions Clause (z)(iv) – Early Redemption The Issuer shall be entitled to make an early redemption of the outstanding Primary Notes subject to (and without limitation) to the following conditions:-</p> <p>(i) the early redemption date shall fall on any of the profit payment dates, the first of which is redeemable after one (1) year from the date of issue;</p> <p>(ii) the Issuer shall give a prior written notice to the Trustee not less than one (1) month before the relevant early redemption date;</p> <p>(iii) the redemption shall be for all or any part thereof of the outstanding Primary Notes in multiples of RM1,000 with a minimum redemption amount of RM1,000,000; and</p> <p>(iv) the Primary Notes shall be redeemed at par. For the avoidance of doubt, the redemption price at the point of the Issuer exercising the early redemption shall not exceed the aggregate Selling Price.</p>	<p>Other principal terms and conditions Clause (z)(iv) – Early Redemption The Issuer shall be entitled to make an early redemption of the outstanding Primary Notes subject to (and without limitation) to the following conditions:-</p> <p>(i) the early redemption date shall fall on any of the profit payment dates, the first of which is redeemable after one (1) year from the date of issue;</p> <p>(ii) the Issuer shall give a prior written notice to the Trustee not less than one (1) month before the relevant early redemption date;</p> <p>(iii) the redemption shall be for all or any part thereof of the outstanding Primary Notes in multiples of <u>RM1.00</u> with a minimum redemption amount of RM1,000,000; and</p> <p>(iv) the Primary Notes shall be redeemed at par. For the avoidance of doubt, the redemption price at the point of the Issuer exercising the early redemption shall not exceed the aggregate Selling Price.</p>



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	Appendix I – Details of the Primary Subscribers Please refer to Attachment I	Appendix I – Details of the Primary Subscribers Please refer to Attachment II. Please refer to Appendix II and Appendix III in the following pages which show the difference in the nominal value subscribed before and after the Proposed Revision.