

PROVISIONAL ALLOTMENT LETTER FOR RESTRICTED ISSUE OF WARRANTS

Terms defined in the Abridged Prospectus ("AP") dated 16 April 2012 shall have the same meanings when used in this Provisional Allotment Letter ("PAL") unless otherwise stated. The Provisional Rights Warrants (as defined herein) as contained in this PAL are prescribed securities pursuant to Section 14(5) of the Securities Industry (Central Depositories) Act, 1991 ("SICDA") and amendments or any re-enactment made thereto from time to time, and therefore, the SICDA (including all amendments thereof) and the Rules of Bursa Malaysia Depository Sdn Bhd (165570-W) ("Bursa Depository") shall apply in respect of dealings in the Provisional Rights Warrants.

SMPC

SMPC CORPORATION BHD.

(Company No: 79082-V)
(Incorporated in Malaysia under the Companies Act, 1965)

RESTRICTED ISSUE OF UP TO 5,969,800 NEW WARRANTS ("RIGHTS WARRANTS") TO THE HOLDERS OF THE UNEXERCISED 2000/2010 WARRANTS ("UNEXERCISED WARRANTS") ON 19 NOVEMBER 2010, BEING THE MARKET DAY IMMEDIATELY PRECEDING THE EXPIRY DATE OF THE 2000/2010 WARRANTS ("EXPIRY DATE") AT AN ISSUE PRICE OF RM0.02 PER RIGHTS WARRANT ON THE BASIS OF TWO (2) RIGHTS WARRANTS FOR EVERY FIVE (5) UNEXERCISED WARRANTS HELD AT THE EXPIRY DATE ("RESTRICTED ISSUE OF WARRANTS")

Adviser



PUBLIC INVESTMENT BANK BERHAD (20027-W)

(A Participating Organisation of Bursa Malaysia Securities Berhad)
(Wholly-Owned Subsidiary of Public Bank Berhad)

To: Our holders of the Unexercised Warrants ("Entitled Warrants Holders")

Dear Sir/ Madam,

Our Board of Directors ("**Board**") has provisionally allotted to you, in accordance with the resolutions passed at the Extraordinary General Meeting of our Company convened on 25 January 2012 and the approval of Bursa Malaysia Securities Berhad (635998-W) ("**Bursa Securities**") dated 27 December 2011, the number of Rights Warrants ("**Provisional Rights Warrants**") as indicated below.

We wish to advise you that the following Provisional Rights Warrants has been confirmed by Bursa Depository and upon acceptance will be credited into your Central Depository System ("**CDS**") account(s), subject to the terms and conditions stated in the AP dated 16 April 2012 and this PAL for Restricted Issue of Warrants issued by our Company.

The Provisional Rights Warrants are made subject to the terms and conditions stated in the AP dated 16 April 2012 issued by our Company. Bursa Securities has already prescribed our securities listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the Rights Warrants and new shares to be issued pursuant to the full exercise of Warrants are prescribed securities and as such, all dealings in the said Rights Warrants and new shares to be issued pursuant to the full exercise of Warrants will be book entries through CDS accounts and governed by the SICDA (including all amendments thereof) and the Rules of Bursa Depository.

ALL RIGHTS WARRANTS AND NEW SHARES TO BE ISSUED PURSUANT TO THE FULL EXERCISE OF WARRANTS FOLLOWING THE RESTRICTED ISSUE OF WARRANTS WILL BE ALLOTTED BY WAY OF CREDITING THE RIGHTS WARRANTS AND NEW SHARES TO BE ISSUED PURSUANT TO THE FULL EXERCISE OF WARRANTS INTO THE CDS ACCOUNTS OF THE ENTITLED WARRANTS HOLDERS OR THE EXERCISING WARRANTS HOLDERS (IF APPLICABLE). NO PHYSICAL WARRANT AND SHARE CERTIFICATES WILL BE ISSUED.

The Restricted Issue of Warrants is offered exclusively to the Entitled Warrants Holders on a non-renounceable basis. For avoidance of doubt, the Entitled Warrants Holders are not permitted to sell, transfer or assign any of their respective entitlements to any third party. Any unsubscribed Rights Warrants under the Restricted Issue of Warrants shall not be allotted and shall be rendered void. Any fractional entitlement under the Restricted Issue of Warrants shall be disregarded and the aggregate of such fractions, if any, shall be dealt with in such manner or on such terms as our Board may at its absolute discretion deem fit and expedient and in the best interest of our Company.

NAME, ADDRESS AND CDS ACCOUNT NUMBER OF ENTITLED WARRANTS HOLDER

NUMBER OF 2000/2010 WARRANTS HELD AT 5.00 P.M. ON 19 NOVEMBER 2010	NUMBER OF RIGHTS WARRANTS PROVISIONALLY ALLOTTED TO YOU	AMOUNT PAYABLE IN FULL UPON ACCEPTANCE (AT RM0.02 PER RIGHTS WARRANT) (RM)

IMPORTANT RELEVANT DATES AND TIME

Entitlement date : Friday, 19 November 2010 at 5.00 p.m.
Last date and time for:
Acceptance and payment : Wednesday, 2 May 2012 at 5.00 p.m.*

* or such later date and time as our Board may decide and announce not less than two (2) market days before the stipulated date and time.

By order of our Board
Chan Yoke Yin (MAICSA 7043743)
Chiew Cindy (MAICSA 7057923)
Company Secretaries

Share Registrar
SYMPHONY SHARE REGISTRARS SDN BHD (378993-D)
Level 6, Symphony House
Pusat Dagangan Dana 1, Jalan PJU 1A/46
47301 Petaling Jaya, Selangor Darul Ehsan
Tel No.: 603-7841 8000 Helpdesk No.: 603-7849 0777
Fax No.: 603-7841 8151 / 8152

THIS PROVISIONAL ALLOTMENT LETTER FOR RESTRICTED ISSUE OF WARRANTS IS DATED 16 APRIL 2012

THIS PAL 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 Restricted Issue of Warrants should be addressed to our Share Registrar, Symphony Share Registrars Sdn Bhd (378993-D), at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan. **INVESTORS SHOULD READ AND UNDERSTAND THE CONTENTS OF THE AP TO WHICH THIS PAL RELATES BEFORE COMPLETING THIS PAL. IN ACCORDANCE WITH THE CAPITAL MARKETS AND SERVICES ACT, 2007, THIS PAL MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE AP.**

This PAL, together with the AP (collectively referred to as "**Documents**"), are not intended to be (and will not be) issued, circulated or distributed, and the Restricted Issue of Warrants will not be made or offered or deemed to be made or offered for purchase or subscription, in any countries or jurisdictions other than Malaysia or to persons who are or may be subject to the laws of any countries or jurisdictions other than the laws of Malaysia. No action has been or will be taken to ensure that the Restricted Issue of Warrants and the Documents comply with the laws of any countries or jurisdiction other than the laws of Malaysia. It shall be the sole responsibility of the Entitled Warrants Holders who are or may be subject to the laws or jurisdictions of countries other than the laws of Malaysia to consult their legal or other professional advisers as to whether the acceptance of all or any part of the Rights Warrants to be issued under the Restricted Issue of Warrants would result in the contravention of any laws of such countries or jurisdictions. Such warrants holders should note the additional terms and restrictions as set out in Section 11 of the AP. Neither SMPC, Public Investment Bank Berhad nor any other advisers to the Restricted Issue of Warrants shall accept any responsibility or liability in the event that any acceptance of the provisional allotment of the Rights Warrants made by the Entitled Warrants Holders shall become illegal, unenforceable, voidable or void in any countries or jurisdictions in which the Entitled Warrants Holders are residents.

A copy of the AP has been registered with the Securities Commission Malaysia ("**SC**"). A copy of the Documents has also been lodged with the Registrar of Companies who takes no responsibility for its contents.

Our shareholders have approved, amongst others, the Restricted Issue of Warrants at the Extraordinary General Meeting held on 25 January 2012. Bursa Malaysia Securities Berhad ("**Bursa Securities**") has also granted its approval for, amongst others, the admission of the Warrants to the Official List of Bursa Securities and the listing of and quotation for the Warrants and the new ordinary shares arising from the full exercise of the Warrants on the Main Market of Bursa Securities on 27 December 2011. However, this is not an indication that Bursa Securities recommends the Restricted Issue of Warrants. The official listing of and quotation for the said securities will commence after, amongst others, receipt of confirmation from Bursa Depository that all the CDS accounts of the Entitled Warrants Holders have been duly credited and notices of allotment have been despatched to them.

The registration of the AP should not be taken to indicate that the SC recommends the Restricted Issue of Warrants 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. Admission to the Official List of Bursa Securities and the listing of and quotation for the Warrants and the new ordinary shares arising from the full exercise of the Warrants on the Main Market of Bursa Securities are in no way reflective of the merits of the Restricted Issue of Warrants.

Our Directors have seen and approved all the documentation relating to the Restricted Issue of Warrants. They collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable inquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make the statements in the Documents false or misleading.

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

INSTRUCTIONS:**(i) LAST DATE AND TIME FOR ACCEPTANCE AND PAYMENT**

This PAL is valid for acceptance until 5.00 p.m. on Wednesday, 2 May 2012 or such later date and time as may be determined and announced by our Board of Directors ("**Board**"). Where the closing date of acceptance is extended from the original closing date, an announcement of such extension will be made not less than two (2) market days before the stipulated date and time.

(ii) FULL ACCEPTANCE OF THE RIGHTS WARRANTS

If you wish to accept all or part of the Rights Warrants provisionally allotted to you ("**Provisional Rights Warrants**"), please complete Part I and Part II of this PAL in accordance with the notes and instructions contained in this PAL and return this PAL together with appropriate remittance made in RM for the full amount payable in the form of Banker's Draft(s) or Cashier's Order(s) or Money Order(s) or Postal Order(s) drawn on a bank or post office in Malaysia and should be made payable to "**SMPC RIGHTS WARRANTS ACCOUNT**" crossed "**ACCOUNT PAYEE ONLY**" and endorsed on the reverse side with your name and address in block letters together with your CDS account number, to be received by our Share Registrar, Symphony Share Registrars Sdn Bhd (378993-D), Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, not later than 5.00 p.m. on Wednesday, 2 May 2012, being the last date and time for acceptance and payment for the Restricted Issue of Warrants, or such later date and time as our Board may decide and announce not less than two (2) market days before the stipulated date and time. Cheques or any other mode of payments are not acceptable. Details of remittance must be filled in the appropriate boxes provided in this PAL.

If the acceptance and payment for the Provisional Rights Warrants are not received by our Share Registrar by 5.00 p.m. on Wednesday, 2 May 2012 or such later date and time as may be determined and announced by our Board, your provisional entitlement under the Restricted Issue of Warrants will be deemed to have been declined and such Rights Warrants not taken up shall not be allotted and shall be rendered void.

The Restricted Issue of Warrants is offered exclusively to the Entitled Warrants Holders on a non-renounceable basis. For avoidance of doubt, the Entitled Warrants Holders are not permitted to sell, transfer or assign any of their respective entitlements to any third party. Any unsubscribed Rights Warrants under the Restricted Issue of Warrants shall not be allotted and shall be rendered void.

NO ACKNOWLEDGEMENT WILL BE ISSUED FOR RECEIPT OF THIS PAL OR SUBSCRIPTION MONIES IN RESPECT OF THE RESTRICTED ISSUE OF WARRANTS. NOTICES OF ALLOTMENT WILL BE DESPATCHED BY ORDINARY POST TO THE SUCCESSFUL APPLICANTS AT THE ADDRESS SHOWN IN THE RECORD OF DEPOSITORS OF BURSA DEPOSITORY AT THEIR OWN RISK WITHIN EIGHT (8) MARKET DAYS FROM THE LAST DATE FOR ACCEPTANCE AND PAYMENT FOR THE RIGHTS WARRANTS, OR SUCH OTHER PERIOD AS MAY BE PRESCRIBED BY BURSA SECURITIES.

Proof of time of postage shall not constitute proof of time of receipt by our Share Registrar or our Company.

(iii) PART ACCEPTANCE OF THE RIGHTS WARRANTS

If you wish to accept part of your Provisional Rights Warrants, please complete Part I of this PAL by specifying the number of Rights Warrants to which you are accepting and Part II of this PAL, and deliver the completed and signed PAL together with the relevant payment to our Share Registrar, Symphony Share Registrars Sdn Bhd (378993-D), Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, not later than 5.00 p.m. on Wednesday, 2 May 2012, being the last date and time for acceptance and payment for the Restricted Issue of Warrants, or such later date and time as our Board may decide and announce not less than two (2) market days before the stipulated date and time. The minimum number of Rights Warrant that can be accepted is one (1) Rights Warrant. However, you cannot accept your entitlement in any other proportion of less than one (1) Rights Warrant.

(iv) GENERAL INSTRUCTIONS

- (a) All applicants must sign on the front page of this PAL. All corporate bodies must affix their Common Seals.
- (b) The Rights Warrants subscribed by the Entitled Warrants Holders will be credited into their respective CDS accounts as stated on this PAL or the exact accounts appearing in Bursa Depository's Record of Depositors.
- (c) Any interest or other benefit accruing on or arising from or in connection with any subscription monies 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 Provisional Rights Warrants 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 PAL and the contract arising therefrom.
- (e) Our Company reserves the right to accept or reject any acceptance and/or application if the instructions hereinabove stated are not strictly adhered to or which are illegible.
- (f) Entitled Warrants Holders should note that this PAL and remittances so lodged with our Share Registrar shall be irrevocable and shall not be subsequently withdrawn.
- (g) Malaysian Revenue Stamp (NOT POSTAGE STAMP) of RM10.00 must be affixed on this PAL.