

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN ANY DOUBT ABOUT THE CONTENTS OF THIS DOCUMENT OR THE ACTION YOU SHOULD TAKE, YOU ARE RECOMMENDED TO SEEK YOUR OWN INDEPENDENT FINANCIAL ADVICE IMMEDIATELY FROM YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER APPROPRIATELY AUTHORISED INDEPENDENT FINANCIAL ADVISER. ALL ELIGIBLE SHAREHOLDERS ARE STRONGLY ADVISED TO CONSULT THEIR PROFESSIONAL ADVISERS REGARDING THEIR OWN TAX POSITION.

This Tender Form should be read in conjunction with the circular to shareholders of Rasmala Holdings Limited (the “**Company**”) dated 19 November 2018 (the “**Circular**”). The Tender Offer is conditional upon completion of the Reorganisation and will not open until immediately after the Scheme Effective Date, which is currently expected to be 18 December 2018.

Unless the context otherwise requires, the definitions used in the Circular apply in this Tender Form.

RASMALA HOLDINGS LIMITED

TENDER FORM

Tender Offer for up to approximately 20 per cent. of the Shares in issue of Rasmala Holdings Limited

IF YOU WISH TO TAKE UP THE TENDER OFFER

Action to be taken:

- Read the notes on pages 2 and 4 of this form.
- Complete Box 2 and, if relevant, Box 3 and/or Box 4 and sign Box 5 in the presence of a witness.
- Send the response section of this Tender Form, together with your share certificate(s) and/or other document(s) of title, by post or by hand (during normal business hours only) to Link Asset Services, Corporate Actions, the Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU **as soon as possible but in any event so as to arrive by no later than 1.00 p.m. on 29 January 2019.**
- If you hold Shares under different designations, you should complete a separate Tender Form for each holding. You can obtain further Tender Forms from the Receiving Agent at the address set out below.

Please note:

- **IF YOU DO NOT WISH TO TAKE UP THE TENDER OFFER, DO NOT COMPLETE OR RETURN THIS FORM.**
- Please read the Circular, the terms of which are incorporated in and form part of this Tender Form.
- If you have any questions on how to complete this Tender Form, please contact the Receiving Agent on 0371 664 0321.

Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. The helpline is open between 9 am – 5.30 pm, Monday to Friday excluding public holidays in England and Wales.

Further copies of the Circular and this Tender Form are available from:

Link Asset Services, Corporate Actions
The Registry
34 Beckenham Road
Beckenham
Kent
BR3 4TU

HOW TO COMPLETE THIS FORM

You are able to tender none, some or all of your Shares registered in your name on the Record Date.

1

REGISTERED HOLDER NAME AND ADDRESS

No action is required. This Box 1 has been personalised with the registered holder's name and address.

2

**THE TENDER OFFER
ELECTION TO PARTICIPATE IN THE TENDER OFFER**

- Tick Box 2A to tender all Shares held by you as at the Record Date of 29 January 2019.
- If you wish to tender a different number of Shares that you hold as at the Record Date please complete Box 2B with the number of Shares that you wish to tender.

You must also sign in Box 5 in the presence of a witness who must also sign Box 5 stating his or her name and address and complete Box 3 if the registered holder is different from the name and address of the registered holder in Box 1. You should also complete Box 4 if appropriate.

If you do not tick Box 2A or, alternatively, if you insert the word "ALL" in Box 2A and no number of Shares is inserted in Box 2B and you sign in Box 5, you will be deemed to have accepted the Tender Offer in respect of all Shares held by you as at the Record Date.

3

FULL NAME(S) AND ADDRESS(ES) (BLOCK CAPITALS)

Complete Box 3 in BLOCK CAPITALS with the full name and address of the registered holder of Shares (or, if there are joint holders, insert the name and address of the first-named registered holder together with the full names of all other joint holders) if your details are different to those shown above in Box 1.

Unless you complete Box 4, the address of the sole or first-named registered holder shown in Box 1 or inserted in Box 3 is the address to which your consideration and any documents (e.g. balance share certificates) will be sent.

4

ALTERNATIVE ADDRESS TO WHICH CASH CONSIDERATION AND ANY DOCUMENTS ARE TO BE SENT

If you want the consideration and any documents to be sent to someone other than the person at the address in Box 1 or set out in Box 3 (e.g. if you would prefer them to be sent to your bank manager or stockbroker) you should complete Box 4 by inserting the address to which you do want such documents/consideration sent and by providing a telephone number for that person. Documents will not be sent in or into Restricted Territories.

5

SIGNATURES

INDIVIDUALS

You MUST SIGN in Box 5 in the presence of an independent witness who should also sign where indicated and add his or her name. In the case of a joint holding, joint holders must sign and their signatures must be witnessed.

The witness must be over 18 years of age and should not have any financial interest in the Shares or in the proceeds resulting from a successful tender. The same person may witness the signature of one or more of the joint holders.

COMPANIES

This Tender Form may be signed on behalf of a company incorporated in the UK by either (i) two directors or a director and the secretary or (ii) one director in the presence of a witness who attests the signature. If the holder is a company incorporated outside the UK, it may sign in accordance with the laws of its jurisdiction of incorporation. In all cases, execution must be expressed to be by the relevant company.

ALL SHAREHOLDERS

If this Tender Form is signed by a person who is not the investor, insert the name(s) and the capacity (e.g. executor(s)) of the person(s) signing. You should deliver evidence of your authority in accordance with the notes on page 4 of this Tender Form. By signing this Tender Form you hereby appoint Link Asset Services as your agent in respect of settlement of the purchase of Shares from you by the Company. The Company will therefore issue a contract note to Link Asset Services on your behalf and will remit the cash consideration to Link Asset Services with instructions that such consideration be remitted to you in accordance with the instructions set out in this Tender Form.

1 REGISTERED HOLDER

2 ELECTION TO PARTICIPATE IN THE TENDER OFFER

COMPLETE ONE BOX ONLY

Tick Box 2A to tender all Shares held by you as at the Record Date of 29 January 2019.

If you wish to tender a different number of Shares that you hold as at the Record Date please complete Box 2B with the number of Shares that you wish to tender.

2A	
2B	

3 COMPLETE IN BLOCK CAPITALS

Details of registered holder (or if there are joint holders, the name and address of the first-named joint registered holder together with the full names of all other joint registered holder(s) (if any)) if different to those in Box 1.

1. Forename(s) _____ Surname _____ Address _____ _____ _____ Postcode _____ Please enter here a daytime telephone number (including STD Code) where you can be contacted in the event of a query arising from the completion of this Tender Form.	2. Forename(s) _____ Surname _____ 3. Forename(s) _____ Surname _____ 4. Forename(s) _____ Surname _____ _____
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4 ADDRESS TO WHICH CONSIDERATION/DOCUMENTS ARE TO BE SENT (IF NOT IN BOX 1 OR AT BOX 3)

Name _____

Address _____

Postcode _____ Telephone Number _____

5 EXECUTION BY INDIVIDUALS

Signed and delivered as a deed by: _____ Witnessed by: _____

1. _____	Signature	Name of Witness	Witness Signature	Witness Address
2. _____	Signature	Name of Witness	Witness Signature	Witness Address
3. _____	Signature	Name of Witness	Witness Signature	Witness Address
4. _____	Signature	Name of Witness	Witness Signature	Witness Address

Execution by a company

Executed and delivered as a deed by the company named below:

_____ Name of Company

Acting by _____ Name of Director _____ Signature

_____ Name of Director/Secretary/Witness* _____ Signature

_____ Address of Witness (if applicable)

*Delete as appropriate

NOTES REGARDING THE COMPLETION AND LODGING OF THIS FORM

The following points are made to avoid delay and inconvenience:

- (A) **If a holder is away from home** (e.g. abroad or on holiday): send this form by the quickest means (e.g. air mail) to the holder for execution but not if the holder is in a Restricted Territory or, if he has executed a power of attorney, have this form signed by the attorney. In the latter case the power of attorney (or a duly certified copy, as provided in the Conveyancing Law of Property Ordinance, 1961) must be lodged with this form for noting. **No other signatures will be accepted. This Tender Form must not be sent into any of the Restricted Territories.**
- (B) **If the sole holder has died:** (i) if probate or letters of administration has/have been registered with the Company, this form must be signed by the personal representative(s) of the deceased; or (ii) if probate or letters of administration has/have been granted but has/have not been registered with the Company, the personal representative(s) should sign this form and forward it to the Receiving Agent as soon as possible together with a copy of the probate or letters of administration and the Share certificate(s).
- (C) **If one or more of the joint holders has/have died:** this form is valid if signed by all the surviving holders and lodged with the Receiving Agent at the address shown on page 1 accompanied by the death certificate, probate or letter of administration of the deceased holder.
- (D) **If one or all of your Share certificate(s) and/or other documents of title has/have been lost:** please write to the Registrar, Link Asset Services, Corporate Actions, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU for a letter of indemnity which should be completed in accordance with the instructions given. When completed, the letter of indemnity must be received by the Receiving Agent at Link Asset Services at the address shown on page 1 by not later than 1.00 p.m. on 29 January 2019.
- (E) **If your name or other particulars are shown incorrectly on the certificate:**
 - (i) *incorrect name*
name on certificateJames Smith
correct name.....James John Smythe

Complete and lodge this form with the correct name and accompanied by a letter from your bank, stockbroker or solicitor confirming that the person described on the certificate and the person who has signed this form are one and the same;
 - (ii) *incorrect address*
Write the correct address on this form in Box 3 and enclose a separate letter advising of the change which will be forwarded to the Registrar; or
 - (iii) *change of name*
Lodge your marriage certificate or the deed poll with the form for noting.