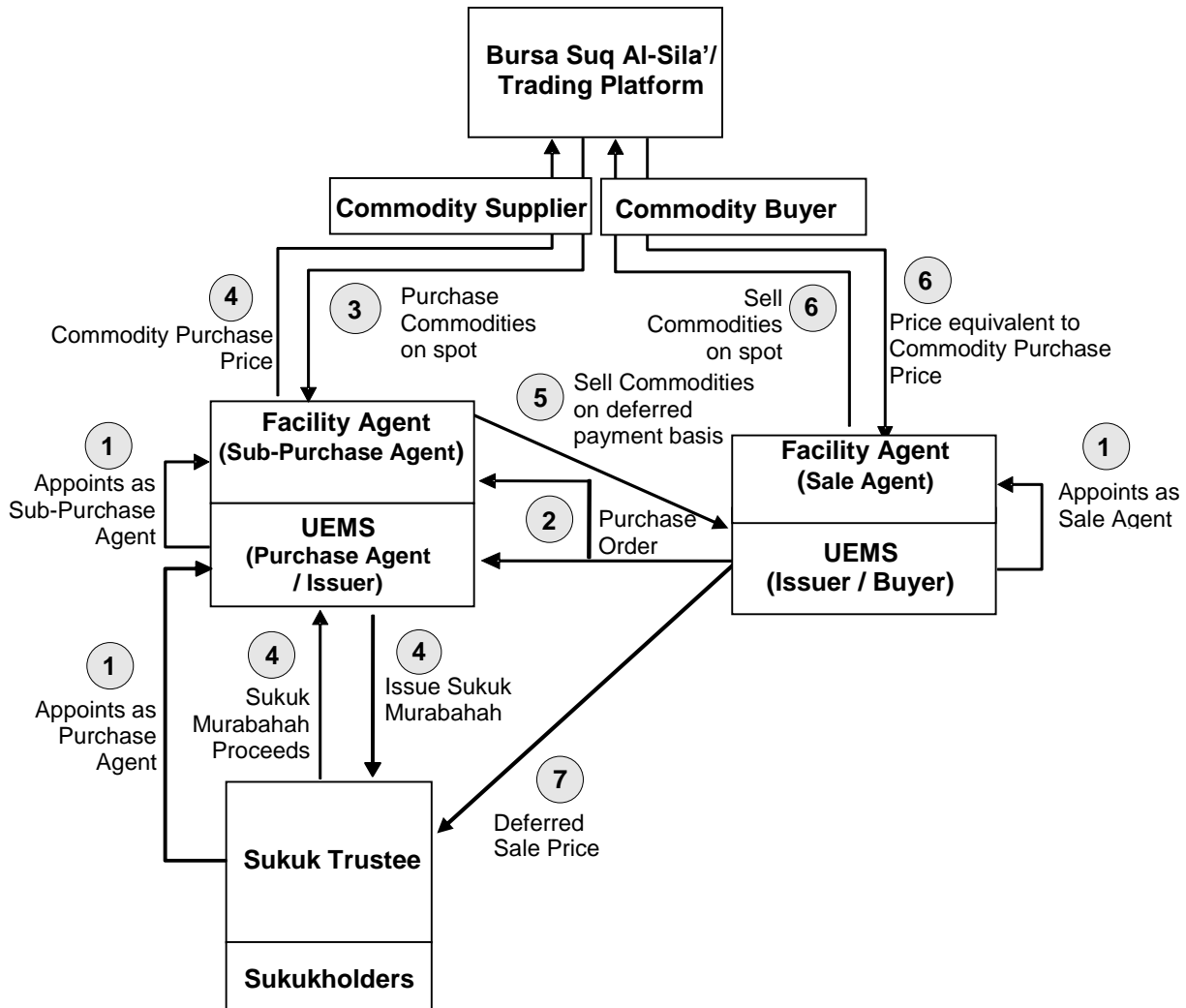


TRANSACTION DIAGRAM AND EXPLANATORY NOTES OF THE SUKUK PROGRAMMES



<p>Step 1</p>	<p>Prior to the issuance of Sukuk Murabahah, the Sukuk Trustee (on behalf of the Sukukholders), shall enter into an agency agreement with UEMS (the "Issuer") to appoint UEMS as the agent of the Sukukholders (in such capacity, the "Purchase Agent") to purchase and sell the Commodities. The Purchase Agent shall then appoint the Facility Agent to act as the sub-agent to purchase and sell the Commodities (in such capacity, the "Sub-Purchase Agent").</p> <p>The Issuer (acting as the buyer) ("Buyer"), shall also appoint the Facility Agent to act as its agent to sell the Commodities in the event the Issuer (acting as the Buyer) on-sells the Commodities to Bursa Malaysia Islamic Services Sdn Bhd or such other independent commodity broker ("Commodity Buyer") once it has purchased the Commodities from the Sukukholders via the Sub-Purchase Agent (in such capacity, the "Sale Agent").</p>
<p>Step 2</p>	<p>The Issuer (acting as the Buyer) shall issue a purchase order ("Purchase Order") to the Purchase Agent and the Sub-Purchase Agent with an undertaking to purchase the</p>

	Commodities from the Sukukholders via the Sub-Purchase Agent at the Deferred Sale Price (as defined below).
Step 3	Based on the Purchase Order, the Sub-Purchase Agent (via its agent) shall purchase the Commodities on a spot basis from a commodity vendor(s) in the Bursa Suq Al-Sila' commodity market or such other independent commodity platform (" Commodity Supplier ") at a purchase price equivalent to the Sukuk Murabahah proceeds (" Commodity Purchase Price "). The Commodity Purchase Price of the Commodities shall be in line with the asset pricing requirement stipulated under the LOLA Guidelines.
Step 4	UEMS, as the Issuer, shall from time to time issue Sukuk Murabahah to the Sukukholders whereby the proceeds thereof shall be used to pay the Commodity Purchase Price. The Sukuk Murabahah shall evidence amongst other things, the Sukukholders' ownership of the Commodities and once the Commodities are sold to the Issuer (acting as the Buyer), the Sukukholders' entitlement to receive the Deferred Sale Price.
Step 5	Upon acquiring the Commodities, the Sub-Purchase Agent shall, thereafter sell those Commodities to the Issuer (acting as the Buyer), for a price equivalent to the Commodity Purchase Price plus the profit margin of the relevant Sukuk Murabahah determined prior to issuance of the Sukuk Murabahah, payable on a deferred payment basis (" Deferred Sale Price ").
Step 6	Upon the purchase of the Commodities, the Issuer (acting as the Buyer), shall, via the Sukuk Murabahah Sale Agent, immediately sell the Commodities to a Commodity Buyer on a spot basis for cash, for an amount equivalent to the Commodity Purchase Price.
Step 7	<p>The Sukuk Murabahah may be issued with or without periodic distributions ("Periodic Distributions"). For Sukuk Murabahah with Periodic Distributions, the Issuer (acting as the Buyer) shall make Periodic Distribution on a Periodic Distribution Date, forming part of the Deferred Sale Price to the Sukukholders during the tenure of the relevant Sukuk Murabahah and the final payment on the maturity date ("Maturity Date") of the relevant Sukuk Murabahah.</p> <p>For Sukuk Murabahah without Periodic Distributions, the Issuer (acting as the Buyer) shall only make a one-off payment of the Deferred Sale Price to the Sukukholders on the maturity date of the Sukuk Murabahah.</p> <p>Upon the declaration of an event of default ("Event of Default"), the Issuer shall pay the Redemption Amount pursuant to its obligation to pay the Deferred Sale Price for the redemption of the Sukuk Murabahah. Upon full payment of all amounts due and payable under the Sukuk Murabahah, the redeemed Sukuk Murabahah shall be cancelled.</p>