

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you have sold or transferred all your shares in BCB Berhad (“BCB”), you should at once hand this Notice to the person through whom you effected the sale or transfer for onward transmission to the purchaser or transferee.

If you are in any doubt as to the action to be taken or may require advice in relation to the Offer (as defined herein) you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Neither the Securities Commission Malaysia (“SC”) nor Bursa Malaysia Securities Berhad (“**Bursa Securities**”) has perused the contents of this Notice prior to its issuance and hence, the SC and Bursa Securities take no responsibility for the contents of this Notice, make no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from / or in reliance upon the whole or any part of the content of this Notice.

THIS NOTICE IS FOR YOUR INFORMATION ONLY. NO ACTION IS REQUIRED TO BE TAKEN.

NOTICE TO SHAREHOLDERS
OF
BCB BERHAD
IN RELATION TO THE
CONDITIONAL MANDATORY TAKE-OVER OFFER
BY
EVERGREEN RATIO SDN BHD
(Company No. 980997-K)
(Incorporated in Malaysia under the Companies Act, 1965)
(“OFFEROR”)
THROUGH



PUBLIC INVESTMENT BANK BERHAD (20027-W)

A Participating Organisation Of Bursa Malaysia Securities Berhad
(Wholly-owned Subsidiary Of Public Bank Berhad)

TO ACQUIRE ALL THE REMAINING ORDINARY SHARES OF RM1.00 EACH IN BCB BERHAD (“BCB”) (“BCB SHARES”) (EXCLUDING TREASURY SHARES) NOT ALREADY OWNED BY THE OFFEROR (“OFFER SHARES”) FOR A CASH CONSIDERATION OF RM1.00 PER OFFER SHARE (“OFFER”)

This Notice is dated 9 July 2015



PUBLIC INVESTMENT BANK

大众投资银行

9 July 2015

Registered Office of the Offeror:

No. 4B, 2nd and 3rd Floor, Jalan Sentol
South Wing-Kluang Parade
86000 Kluang
Johor Darul Takzim

**Registered Office of Public
Investment Bank Berhad:**

27th Floor, Menara Public Bank
146, Jalan Ampang
50450 Kuala Lumpur

To : The Holders of the Offer Shares

Dear Sir / Madam,

CONDITIONAL MANDATORY TAKE-OVER OFFER BY THE OFFEROR THROUGH PUBLIC INVESTMENT BANK BERHAD (“PIVB”) TO ACQUIRE ALL THE REMAINING ORDINARY SHARES OF RM1.00 EACH IN BCB BERHAD (“BCB”) (“BCB SHARES”) (EXCLUDING TREASURY SHARES) NOT ALREADY OWNED BY THE OFFEROR (“OFFER SHARES”) FOR A CASH CONSIDERATION OF RM1.00 PER OFFER SHARE (“OFFER”)

We refer to the offer document dated 6 July 2015 which sets out the details, terms and conditions of the Offer, together with the Form of Acceptance and Transfer (“Offer Document”).

On behalf of the Offeror, we wish to inform that the Offeror had received valid acceptances in respect of the Offer, resulting in the Offeror and the persons acting in concert with the Offeror for the Offer (“PACs”) holding in aggregate, together with such BCB Shares that are already acquired, held or entitled to be acquired or held by the Offeror and the PACs, more than 50% of the voting shares of BCB as at 5.00 p.m. (Malaysian time) on Wednesday, 8 July 2015 as set out below.

	<u>No. of BCB Shares</u>	<u>% ⁽¹⁾</u>
BCB Shares held by the Offeror and the PACs as at the date of despatch of the Offer Document on 6 July 2015 (“Posting Date”)	95,676,400	47.78
BCB Shares for which acceptances under the Offer (which are complete and valid in all respects) have been received by the Offeror after the Posting Date and up to 5.00 p.m. (Malaysian time) on 8 July 2015	10,194,100	5.09
BCB Shares acquired or agreed to be acquired by the Offeror and the PACs after the Posting Date and up to 5.00 p.m. (Malaysian time) on 8 July 2015	-	-
Total BCB Shares held by the Offeror and the PACs as at 8 July 2015	105,870,500	52.87
BCB Shares for which acceptances under the Offer (which are subject to verification) have been received by the Offeror after the Posting Date and up to 5.00 p.m. (Malaysian time) on 8 July 2015	-	-
	105,870,500	52.87

Note:

(1) Based on the issued and paid-up share capital of BCB as at 8 July 2015 of 200,232,400 BCB Shares (after excluding 6,017,600 treasury shares held by BCB).

PUBLIC INVESTMENT BANK BERHAD (20027-W)
(A Participating Organisation of Bursa Malaysia Securities Berhad)
Head Office : 25th Floor, Menara Public Bank, 146 Jalan Ampang, 50450 Kuala Lumpur
Peti Surat 10988, 50732 Kuala Lumpur. Telephone : 03 - 21669382 (15 lines) Facsimile : 03 - 21669386, 21669387
(Wholly-owned subsidiary of Public Bank Berhad)

As such, **the acceptance condition of the Offer has been fulfilled and the Offer has become unconditional on Wednesday, 8 July 2015 (“Unconditional Date”)**.

Pursuant to Section 25(3) of the Malaysian Code on Take-Overs and Mergers, 2010 (“Code”), the Offeror shall keep the Offer open for acceptances for at least fourteen (14) days from the Unconditional Date which, in any event, shall not be later than the sixtieth (60th) day from the Posting Date. Accordingly, we wish to inform that the closing date of the Offer and time for acceptances of the Offer remains on **Monday, 27 July 2015 at 5.00 p.m. (Malaysian time)**, being more than fourteen (14) days from the Unconditional Date and not later than the sixtieth (60th) day from the Posting Date.

Save for the Unconditional Date, all other details, terms and conditions of the Offer as set out in the Offer Document shall remain unchanged.

If you have not accepted the Offer but wish to do so, you are advised to refer to the Offer Document for the details, terms and conditions of the Offer and procedures to accept the Offer. You may obtain additional copies of the Offer Document including the Form of Acceptance and Transfer from the office of the Registrar for the Offer at the following address:

Tricor Investor Services Sdn Bhd
Level 17, The Gardens North Tower
Mid Valley City, Lingkaran Syed Putra
59200 Kuala Lumpur
Malaysia

Telephone no. : (603) 2264 3883
Facsimile no. : (603) 2282 1886
Business hours : 8:30 a.m. (Malaysian time) to 5:30 p.m. (Malaysian time) on Mondays to Fridays
(excluding public holidays in Malaysia)

The Offer Document including the Form of Acceptance and Transfer are also available on the website of Bursa Malaysia Securities Berhad at www.bursamalaysia.com.

You do not need to take any action if you do not wish to accept the Offer.

Yours faithfully
For and on behalf of
PUBLIC INVESTMENT BANK BERHAD

Fong Loong Seng
Chief Executive Officer

Lee Yo-Hunn
Head
Corporate Finance & Advisory

