

General Announcement
Reference No **CU-050413-67115**

Company Name : **MALAYSIAN BULK CARRIERS BERHAD**
Stock Name : **MAYBULK-PA**
Date Announced : **14/04/2005**

Type : **Announcement**
Subject : **NOTICE TO THE HOLDERS OF 60,000,000 REDEEMABLE PREFERENCE SHARES OF NOMINAL VALUE OF RM0.25 EACH IN RELATION TO EARLY FULL REDEMPTION AND PRO-RATED DIVIDEND PAYMENT**

Contents :

Malaysian Bulk Carriers Berhad intends to make an early full redemption of 60,000,000 Redeemable Preference Shares at the issue price of RM2.50 each on 13 May 2005, including to pay a pro-rated tax exempt dividend of 60% per annum (calculated based on par value of RM0.25 each) for the period between 20 October 2004 and 13 May 2005.

The Redemption Notice which will be advertised in the Star on 15 April 2005 is attached below:



Redemption Notice-15.4.2005.pdf

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

If you have sold or transferred all your Redeemable Preference Shares in Malaysian Bulk Carriers Berhad, you should at once forward this Notice to the agent through whom the sale or transfer was contracted for onward transmission to the purchaser or transferee.

Bursa Malaysia Securities Berhad takes no responsibility for the contents of this Notice, makes 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 contents of this Notice.



MALAYSIAN BULK CARRIERS BERHAD

(Company No: 175953-W)

(Incorporated in Malaysia)

**NOTICE TO THE HOLDERS OF 60,000,000 REDEEMABLE PREFERENCE
SHARES OF NOMINAL VALUE OF RM0.25 EACH**

IN RELATION TO

**EARLY FULL REDEMPTION AND
PRO-RATED DIVIDEND PAYMENT**

IMPORTANT RELEVANT DATES

| | | |
|--------------------------------|---|--------------------------------------|
| Last Date and Time for Trading | : | Thursday, 28 April 2005 at 5.00 p.m. |
| Date of Suspension of Trading | : | Friday, 29 April 2005 at 9.00 a.m. |
| Book Closure Date | : | Friday, 6 May 2005 at 5.00 p.m. |
| Redemption Date | : | Friday, 13 May 2005 |

This Notice is dated 15 April 2005

MALAYSIAN BULK CARRIERS BERHAD

(Company No: 175953-W)

(Incorporated in Malaysia)

Registered Office:-

Level 17 & 18, PJ Tower
No 18, Jalan Persiaran Barat
Off Jalan Timur
46050 Petaling Jaya
Selangor Darul Ehsan

Board of Directors:-

Teo Joo Kim (*Executive Chairman*)
Kuok Khoon Kuan (*Chief Executive Officer*)
Wu Long Peng (*Executive Director*)
Dato' Lim Chee Wah
Dato' Md Noor bin Mohammad Yusoff
Dato Capt. Ahmad Sufian @ Qurnain bin Abdul Rashid
Mohammad bin Abdullah
Tay Beng Chai
Phua Cheng Tar (*Alternate to Kuok Khoon Kuan*)

To : The Holders of the Redeemable Preference Shares of Malaysian Bulk Carriers Berhad

Dear Sir/Madam

**MALAYSIAN BULK CARRIERS BERHAD ("MBC" OR "THE COMPANY")
NOTICE TO HOLDERS OF 60,000,000 REDEEMABLE PREFERENCE SHARES OF
NOMINAL VALUE OF RM0.25 EACH ("RPS") IN RELATION TO EARLY FULL
REDEMPTION AND PRO-RATED DIVIDEND PAYMENT**

NOTICE IS HEREBY GIVEN THAT pursuant to the terms of the RPS:-

- (A) The Company intends to make an early full redemption of the 60,000,000 RPS on **Friday, 13 May 2005** ("Redemption Date") at the issue price of RM2.50 each in accordance with the provisions of Article 7D of the Company's Articles of Association ("Redemption").
- (B) A pro-rated tax exempt dividend of 60% per annum for the period between 20 October 2004 and 13 May 2005 in respect of the RPS will be paid to all the RPS holders on **Friday, 13 May 2005**.

The RPS holders are therefore advised to carefully note the following:-

1. PRINCIPAL TERMS OF THE RPS

160,000,000 RPS were originally issued by the Company on 20 October 2003 at an issue price of RM2.50 each, on the basis of 8 RPS for every 35 ordinary shares of RM0.25 par value each.

The RPS is entitled to a cumulative dividend at the rate of 60% (calculated based on the par value of the RPS of RM0.25 each) for the first 5 years, thereafter 68% for year 6 and year 7, payable on a Dividend Date up to the redemption date. The RPS will have to be redeemed at the end of the 7th year from the issue date but may be earlier redeemed at the option of the Company (but not the holders) at the issue price of RM2.50 each RPS where not less than 3 Business Days' notice or such shorter notice as the holders may agree in writing must be given.

"Dividend Date" means the anniversary of the date of issue of the RPS and if such anniversary falls on a date which is not a Business Day, then the next Business Day. "Business Day" means any day other than a Saturday, Sunday or a day which is a public holiday in Kuala Lumpur.

In the event of the Company determining to redeem a part only of the RPS, the Company will redeem from each RPS holder a rateable proportion (as nearly as practicable without involving fractions of shares).

On redemption, the Company shall pay all dividends in arrear and the redemption value, and if redemption is not on a RPS Dividend Date, then a pro-rated dividend for the period since the last RPS Dividend Date as well.

2. LAST REDEMPTION

On 14 November 2003, the Company redeemed 40,000,000 RPS at the issue price of RM2.50 each for the total redemption value of RM100,000,000.

On 26 October 2004, the Company redeemed a further 60,000,000 RPS at the issue price of RM2.50 each for the total redemption value of RM150,000,000.

As at the date hereof, there is a balance of 60,000,000 RPS remaining in the Company.

3. SUSPENSION OF TRADING

To facilitate the orderly redemption of the RPS, trading of the RPS on Bursa Malaysia Securities Berhad ("Bursa Malaysia") will be suspended with effect from 9.00 a.m. on **Friday, 29 April 2005** onwards. Hence, the last day for trading of the RPS will be **Thursday, 28 April 2005**.

4. MODE AND SOURCE OF PAYMENT

All payment for the redemption sum and the pro-rated dividend in respect of the RPS will be made by cheque in Ringgit Malaysia on the Redemption Date on **Friday, 13 May 2005** and sent to the RPS holders at their respective addresses that appear in the Record of Depositors.

The source for the payment is derived from internally generated funds.

5. BOOK CLOSURE DATE

The register in respect of the RPS will be closed at **5.00 p.m. on Friday, 6 May 2005**.

Bursa Malaysia Depository Sdn Bhd ("BMD") will not be accepting any request for transfer of the RPS commencing on **4.00 p.m. on Friday, 6 May 2005**.

A RPS holder will qualify for the entitlement to the redemption sum and the pro-rated dividend payment in respect of:-

- (i) the RPS transferred into the depositor's securities account with BMD before 4.00 p.m. on Friday, 6 May 2005; and
- (ii) the RPS bought on Bursa Malaysia on or before 5.00 p.m. on Friday, 6 May 2005.

6. CANCELLATION UPON REDEMPTION

All RPS as at **5.00 p.m. on Friday, 13 May 2005** will be debited from the respective RPS holders' securities accounts with the BMD on the Redemption Date and will forthwith be cancelled.

7. UNCLAIMED MONEYS

All redemption sum and/or dividend not claimed will be dealt with by the Company in accordance with the Unclaimed Moneys Act, 1965.

8. REMOVAL FROM OFFICIAL LIST

All RPS will be removed from the Official List of Bursa Malaysia with effect from **9.00 a.m. on Monday, 16 May 2005**.

9. FINANCIAL EFFECTS

9.1 Share Capital

The Redemption will reduce the paid-up capital by RM15,000,000 comprising 60,000,000 RPS of RM0.25 par value each.

The Redemption will not be taken as reducing the amount of authorised capital of the Company of RM600,000,000 divided into 2,000,000,000 ordinary shares of RM0.25 nominal value each and 400,000,000 RPS of RM0.25 nominal value each.

9.2 Net Tangible Assets ("NTA")

The Redemption is not expected to have any material impact on the NTA of MBC Group.

9.3 Earnings

The Redemption is expected to result in interest saving amounting to RM9,000,000 per annum to the Company.

10. DIRECTORS' AND MAJOR SHAREHOLDERS' INTERESTS

None of the Directors and/or major shareholders of the Company or persons connected to them have any interest, direct or indirect, in the Redemption.

11. DIRECTORS' RESPONSIBILITY STATEMENT

The Board, having considered all aspects of the Redemption, is of the opinion that the Redemption is in the best interest of the Company.

This Notice has been seen and approved by the Board of MBC and they collectively and individually accept full responsibility for the information given and confirm that, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein misleading.

12. CONTACT DETAILS FOR ENQUIRIES

All enquiries concerning the above should be addressed to the Company Secretary or the Share Registrar at:-

The Company Secretary
Malaysian Bulk Carriers Berhad
Level 17 & 18, PJ Tower
No. 18 Jalan Persiaran Barat
Off Jalan Timur
46050 Petaling Jaya
Selangor Darul Ehsan

Tel : 603-79661688
Fax : 603-79661628

The Share Registrar
PPB Corporate Services Sdn Bhd
14th Floor, Wisma Jerneh
No. 38, Jalan Sultan Ismail
50250 Kuala Lumpur

Tel : 603-21412077
Fax : 603-21418242

BY ORDER OF THE BOARD

YAP BEE YONG (MIA 11165)
LEE PHUAY SOO (LS 0005782)
Company Secretaries

Petaling Jaya