

Circular/Notice to Shareholders

Amended Announcements

Please refer to the earlier announcement reference number: MB-140402-31052

MALAYSIAN BULK CARRIERS BERHAD

Subject ADDENDUM TO CIRCULAR TO SHAREHOLDERS:
PART A
PROPOSED SUBSCRIPTION OF NEW ORDINARY SHARES IN PACC OFFSHORE SERVICES HOLDINGS PTE LTD ("POSH") AT
AN IPO PRICE TO BE DETERMINED UPON COMPLETION OF THE BOOK BUILDING PROCESS OF THE POSH IPO FOR A
SUBSCRIPTION VALUE OF UP TO USD70,000,000 IN AGGREGATE

Attachments

[MBC - Addendum \(2.4.2014\).pdf](#)

34 KB

Announcement Info

Company Name	MALAYSIAN BULK CARRIERS BERHAD
Stock Name	MAYBULK
Date Announced	2 Apr 2014
Category	PDF Submission
Reference No	MB-140402-61714



MALAYSIAN BULK CARRIERS BERHAD

(Company No.: 175953-W)

(Incorporated in Malaysia)

ADDENDUM TO PART A OF THE CIRCULAR TO SHAREHOLDER

We refer to MBC's Circular to Shareholders dated 2 April 2014 and wish to inform you on the following amendment:

2.2 Basis in arriving at the Subscription Price

KPMG's valuation is a recommendation representing KPMG's approach and view of the POSH Group's valuation and should not be regarded as a definitive valuation of POSH Group as it may not ultimately correspond with market assessment and demand. The final IPO pricing is through a price determination process involving institutional investors which will reflect the prevailing market demand and the prevailing valuation by the market of the POSH Group. Hence, given that Bursa Securities requires the Independent Directors to provide a specific price level for the subscription of the POSH Shares, the Independent Directors are of the opinion, that given the merits of maintaining the share-holding level in POSH Group it would be acceptable to subscribe for the POSH Shares at the IPO price even if the final IPO pricing is higher than KPMG's valuation of USD7.60 per POSH Share (pre-split). However the Independent Directors have determined that it would be prudent to continue with the subscription of the POSH Shares at a higher price, provided that such higher price is no higher than 5% above KPMG's valuation of USD7.60 per POSH Share (pre-split), i.e. USD7.98 per POSH Share (pre-split).

MBC, through Lightwell, will subscribe for such number of POSH shares during the POSH IPO in order for MBC Group to maintain an equity stake of approximately 20% in POSH. At the time of this Circular, neither the number of POSH Shares to be subscribed nor the subscription price to be paid by MBC Group for such POSH Shares can be determined as it will be subject to the number of new shares issued by POSH pursuant to the POSH IPO and the IPO Price for the new shares issued, which will be announced by POSH at a later date.

On the assumption that there will be a dilution of 19%, it is estimated that MBC, through Lightwell will use an amount up to the Subscription Value to subscribe for such number of POSH Shares required to maintain an equity stake of approximately 20% in the enlarged share capital of POSH. There is no premium or discount given to MBC Group for the Proposed Subscription as the shares are subscribed for at the IPO Price, and such subscription is subject to the terms of the POSH IPO offer documents.

The Subscription Value bearing in mind MBC's debt equity ratio, is in the opinion of the Independent Directors, an amount that the MBC Group can manage in light of its cash flow, commitments and financial resources.

Any inconvenience caused is regretted.

By Order of the Board

Ooi PooiTeng (MAICSA 7055594)

Tan Kim Hoon (MIA 17987)

Company Secretaries

Petaling Jaya

2 April 2014