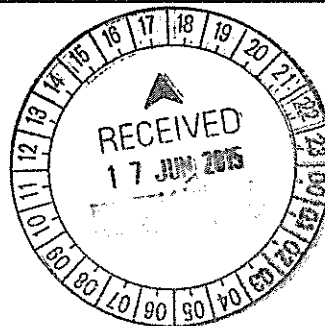


17 June 2015

The Board of Directors
Super Enterprise Holdings Berhad
 Lot 6.05, Level 6
 KPMG Tower
 8 First Avenue, Bandar Utama
 47800 Petaling Jaya
 Selangor Darul Ehsan



Dear Sirs,

SUPER ENTERPRISE HOLDINGS BERHAD ("SEHB" OR "OFFEREE")

NOTICE OF CONDITIONAL TAKE-OVER OFFER ("NOTICE")

1. INTRODUCTION

- 1.1 On 1 April 2015, SEHB announced that it has received a letter from Multi-Color Corporation ("**MCC**") dated 27 March 2015 setting out a non-binding indication of interest of MCC to explore a potential transaction involving the ordinary shares of RM1.00 each in SEHB ("**SEHB Share(s)**") ("**LOI**") subject to, among others, a due diligence to be satisfactorily completed.

The LOI had also indicated an additional condition precedent to the making by MCC of the Offer where SEHB is to acquire 100% equity interest in PT Super Labels Indonesia, S.E. Industries (Philippines) Inc and the entire preference shares in S.E. Industries (Thailand) Co. Ltd..

- 1.2 On behalf of MCC LABL2 Netherlands B.V. ("**MCC LABL2**" or the "**Offeror**"), a wholly-owned subsidiary of MCC Labels1 Netherlands B.V., which in turn is a wholly-owned subsidiary of MCC, we, MIDF Amanah Investment Bank Berhad ("**MIDF Investment**"), wish to notify you of the Offeror's intention to undertake a conditional take-over offer to acquire all the SEHB Share(s) ("**Offer Share(s)**") not owned by the Offeror for a cash offer price of RM3.80 per Offer Share ("**Offer Price**") ("**Offer**").

The Offer Price is the price at which the Offeror is willing to acquire the Offer Shares after taking into consideration, amongst others, the historical and current market prices of SEHB Shares.

- 1.3 MCC is the ultimate offeror for the Offer ("**Ultimate Offeror**").
- 1.4 For the purpose of the Offer, the Offeror does not consider any person to be acting in concert with the Offeror with respect to the Offer in accordance with Section 216 of the Capital Markets and Services Act, 2007 ("**CMSA**").
- 1.5 As at the date of this Notice, the Offeror and the Ultimate Offeror do not have directly and/or indirectly any interest in SEHB.

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- 1.6 As at the date of this Notice, the Offeror has obtained an irrevocable undertaking from each of the following Holders (as defined in Section 2 of this Notice) to accept the Offer in respect of their entire direct shareholdings in SEHB, representing 42.46% of the voting shares of SEHB as follows:

Name	Direct	
	No. of SEHB Shares	% ⁽¹⁾
Goh Jui Leang	4,390,678	10.54
Goh Juai Hian	6,368,429	15.28
Goh Joi Sang	5,019,424	12.04
Layang Sempurna Sdn Bhd	1,918,253	4.60
Total	17,696,784	42.46

Note:

⁽¹⁾ Based on SEHB's issued and paid-up capital of 41,811,000 SEHB Shares less treasury shares of 135,000 SEHB Shares.

For the avoidance of doubt, in computing the Acceptance Condition (as defined in Section 3.2 of this Notice) and in determining the fulfilment of the Compulsory Acquisition Condition (as defined in Section 4.2 of this Notice), the 17,696,784 Offer Shares for which irrevocable undertakings to accept have been obtained shall be included for purposes of the computation and/or determination.

2. THE OFFER

On behalf of the Offeror, we hereby serve this Notice to you in accordance with Section 11(8), Part V of the Malaysian Code on Take-Overs and Mergers, 2010 ("**Code**") to acquire the Offer Shares at the Offer Price. The Offer is being made to each holder of the Offer Shares ("**Holder**") for all his or its Offer Shares subject to the terms and conditions of the Offer.

The Offer is not extended to the SEHB Shares currently held as treasury shares. In the event the treasury shares are disposed in the open market and/or distributed as share dividends by SEHB prior to the close of the Offer, the Offer would be extended to include such number of treasury shares so disposed and/or distributed as share dividends by SEHB. If SEHB purchase further SEHB Shares from the open market, the Offer would only involve such number of remaining SEHB Shares which are not held as treasury shares.

To accept the Offer, Holders will have to refer to the procedures for acceptances which will be detailed in the document outlining the Offer and the terms and conditions of the Offer ("**Offer Document**") together with the Form of Acceptance and Transfer to be posted to them in due course, after consent of the Securities Commission Malaysia ("**SC**") has been obtained.

3. TERMS AND CONDITIONS OF THE OFFER

The principal terms and conditions of the Offer, unless otherwise directed or permitted to be varied by the SC, are as follows:

3.1 Consideration for the Offer

The consideration for the Offer is RM3.80 per Offer Share and shall be satisfied in cash.

Notwithstanding this, if SEHB declares, makes or pays any dividends and/or other distributions on or after the date of this Notice but prior to the Closing Date (as defined in Section 3.5(a) of this Notice) and the Holder is entitled to retain such dividends and/or distributions, the Offer Price shall be reduced by the quantum of the net dividends and/or distributions per SEHB Share which such Holder is entitled to.

Holders may accept the Offer in respect of all or any part of their Offer Shares. The Offeror will not pay fractions of a sen to Holders who accept the Offer ("**Accepting Holder(s)**"). Entitlement to the cash payment will be rounded down to the nearest whole sen.

The Offer Price represents the following:

- (i) A premium to the following market prices of SEHB Shares up to and including 26 March 2015, being the last full trading day prior to the date of the LOI:

	Amount/ Value	Premium	
	RM	RM	%
Closing price of SEHB Shares on 26 March 2015	2.58	1.22	47.29
Five (5)-day Volume Weighted Average Price ("VWAP") of SEHB Shares up to and including 26 March 2015	2.38	1.42	59.66
One (1)-month VWAP of SEHB Shares up to and including 26 March 2015	2.20	1.60	72.73
Three (3)-month VWAP of SEHB Shares up to and including 26 March 2015	2.03	1.77	87.19
Six (6)-month VWAP of SEHB Shares up to and including the 26 March 2015	1.82	1.98	108.79

(Source: Bloomberg)

- (ii) A premium to the following market prices of SEHB Shares up to and including 16 June 2015, being the last full trading day prior to the date of this Notice:

	Amount/ Value	Premium	
	RM	RM	%
Closing price of SEHB Shares on 16 June 2015	3.20	0.60	18.75
Five (5)-day VWAP of SEHB Shares up to and including 16 June 2015	3.14	0.66	21.02
One (1)-month VWAP of SEHB Shares up to and including 16 June 2015	2.99	0.81	27.09
Three (3)-month VWAP of SEHB Shares up to and including 16 June 2015	2.91	0.89	30.58
Six (6)-month VWAP of SEHB Shares up to and including the 16 June 2015	2.80	1.00	35.71

(Source: Bloomberg)

- (iii) A price-to-book ratio ("**PBR**") of 1.56 times, based on audited consolidated net assets per SEHB Share ("**NA**") of RM2.44 for financial year ended ("**FYE**") 31 March 2014; and
- (iv) A price-earnings ratio ("**PER**") of 21.11 times based on audited consolidated basic earnings per SEHB Share ("**EPS**") of RM0.18, for FYE 31 March 2014.

3.2 Conditions of the Offer

The Offer is conditional upon the Offeror having received valid acceptances before the closing of the Offer, in respect of the Offer Shares, which will result in the Offeror holding in aggregate, together with such SEHB Shares that are already acquired, held or entitled to be acquired or held, **more than 90% of the voting shares of SEHB ("Acceptance Condition")**.

The Acceptance Condition shall be fulfilled by 5.00 p.m. (Malaysian time) on or before the First Closing Date (as defined in Section 3.5(a) of this Notice) or any extension or revision in accordance with the Code, which should not be later than the sixtieth (60th) day from the Posting Date (as defined in Section 3.3 of this Notice), failing which the Offer shall lapse and the Offer will cease to be capable of further acceptances and all acceptances shall be returned to Holders who have accepted the Offer and the Offeror will thereafter cease to be bound by any such prior acceptances of the Offer.

3.3 Despatch of the Offer Document

Unless otherwise directed or permitted by the SC to defer in doing so, the Offer will be made by the posting of the Offer Document on a date falling within twenty-one (21) days from the date of this Notice ("**Posting Date**"). An application for an extension of time will be made to the SC if the posting of the Offer Document is expected to be deferred beyond the requisite twenty-one (21) days.

Subject to Section 3.10 of this Notice, the Offer Document will be posted to the Board of Directors of SEHB and Holders whose names appear on the Record of Depositors of SEHB as at the latest practicable date prior to the posting of the Offer Document.

3.4 Warranty

The Offer Shares are to be acquired on the basis of an acceptance of the Offer by a Holder made in accordance with the provisions of the Offer Document. Such acceptance will be deemed to constitute an irrevocable and unconditional warranty by the Accepting Holder that the Offer Shares, to which the acceptance relates, are sold:

- (a) free from any moratoriums, claims, charges, liens, pledges, encumbrances, options, rights of pre-emption, third party rights and equities from the date of valid acceptances; and
- (b) with all rights, benefits and entitlements attached thereto, including the right to all dividends, allotments and/or distributions declared, paid or made on or after the date of this Notice, subject to Section 3.1 of this Notice.

3.5 Duration of the Offer

- (a) The Offer shall remain open for acceptances until 5.00 p.m. (Malaysian time) for a period of not less than twenty-one (21) days from the Posting Date ("**First Closing Date**"), or such later date(s) as MIDF Investment may announce on behalf of the Offeror ("**Closing Date**"), unless the Offeror withdraws the Offer with the SC's written approval and in such event, every person shall be released from any obligations incurred under the Offer.
- (b) Where a competing take-over offer is made at any time between the Posting Date and the Closing Date, the Posting Date shall be deemed to be the date the competing offer document was posted.
- (c) If the Offer is revised after the Posting Date, it will remain open for acceptances for a period of at least fourteen (14) days from the date of posting of the written notification of the revision to the Holders. Where any of the terms of the Offer are revised, the benefits of the revised Offer will be made available to the Holders who have previously accepted the Offer.

- (d) The Offer shall not be revised after the forty-sixth (46th) day from the Posting Date or the date the competing offer document was posted, if any.
- (e) Where the Offer has become or is declared unconditional as to acceptances on any day **ON OR BEFORE** the forty-sixth (46th) day from the Posting Date, the Offer will remain open for acceptances for at least fourteen (14) days from the date on which the Offer becomes and is declared unconditional, which shall, in any event, be no later than the sixtieth (60th) day from the Posting Date.
- (f) Where the Offer has become or is declared unconditional as to acceptances on any day **AFTER** the forty-sixth (46th) day from the Posting Date, the Offer will remain open for acceptances for at least fourteen (14) days from the date on which the Offer becomes and is declared unconditional, which shall, in any event, be no later than the seventy-fourth (74th) day from the Posting Date.
- (g) Without prejudice to Sections 3.5(e) and 3.5(f) and subject to Section 3.5(a) of this Notice, the Offeror shall give not less than fourteen (14) days notice in writing to the Holders before closing the Offer.

Any extension of the date and time for acceptance of the Offer by the Offeror will be announced by MIDF Investment, on behalf of the Offeror, at least two (2) days before the First Closing Date or the Closing Date. Such announcement will state the next expiry date of the Offer. Notices of such extension will be posted to the Holders accordingly.

3.6 Rights of withdrawal by an Accepting Holder

- (a) Acceptances of the Offer by a Holder **SHALL BE IRREVOCABLE**. However, a Holder is entitled to withdraw his or its acceptance in the following circumstances:
 - (i) if the Offeror fails to comply with any of the requirements set out in Section 3.9(a) of this Notice by 5.00 p.m. at the close of trading at Bursa Malaysia Securities Berhad ("**Bursa Securities**") on the market day following the day on which the Offer closes, becomes or is declared unconditional as to acceptances, revised or extended ("**Relevant Day**"). In such event, the Accepting Holder is entitled to withdraw his or its acceptance immediately after the Relevant Day; or
 - (ii) if the Offer is extended, the Holder is entitled to withdraw his or its acceptance after twenty-one (21) days from the First Closing Date unless the Offer has become or is declared unconditional as to acceptances.
- (b) Notwithstanding Section 3.6(a)(i) above, the SC may terminate the above right of withdrawal if:
 - (i) the Offeror has complied with the requirements of Section 3.9(a) of this Notice within eight (8) days from the Relevant Day where the expiry of the eight (8) day period from the Relevant Day shall not fall after the sixtieth (60th) day from the Posting Date; and
 - (ii) the Offeror has confirmed in a statement by way of a press notice and announcement to Bursa Securities that the Offer is still unconditional as to acceptances.

However, the right of any Holder who has withdrawn his or its acceptance shall not be prejudiced by the termination of such right of withdrawal by the SC.

3.7 Withdrawal of the Offer by the Offeror

The Offeror may only withdraw the Offer with the prior written approval of the SC.

3.8 Method of Settlement

If the Offeror deems the acceptance to be complete and valid in all respects in accordance with the terms and conditions set out in the Offer Document, settlement of the consideration for the Offer will be effected via remittance in the form of cheque(s), banker's draft(s) or cashier's order(s) which will be despatched by ordinary mail to the Accepting Holders (or their designated agents, as they may direct) at the Accepting Holders' registered Malaysian address last maintained with Bursa Malaysia Depository Sdn Bhd ("**Bursa Depository**") at their own risk within ten (10) days from:

- (a) the date the Offer becomes or is declared wholly unconditional, if the valid acceptances are received during the period when the Offer is still conditional; or
- (b) the date of the valid acceptances, if the valid acceptances are received during the period after the Offer is or has become or has been declared wholly unconditional.

Except with the consent of the SC, which would only be granted in certain circumstances in which all Holders are to be treated similarly and other than the Offeror's right to reduce the consideration for the Offer as set out in Section 3.1 of this Notice, the Offeror will settle the consideration in full in accordance with the terms of the Offer without regard to any lien, rights of set-off, counter-claim or other analogous rights to which the Offeror may otherwise be entitled against the Accepting Holder. This, however, is without prejudice to the right of the Offeror to make any claim against the Accepting Holder after such full settlement in respect of a breach of the warranty as set out in Section 3.4 of this Notice.

3.9 Announcement of Acceptances

- (a) The Offeror will inform the SC in writing and announce via Bursa Securities before 9.00 a.m. on the market day following the Relevant Day, the following information:
 - (i) The position of the Offer, that is, as to whether the Offer is closed, becomes or is declared unconditional as to acceptance, revised or extended; and
 - (ii) The total number of Offer Shares (together with the percentage of the issued and paid-up share capital of SEHB represented by such Offer Shares):
 - (aa) for which acceptances of the Offer have been received after the Posting Date;
 - (bb) held by the Offeror as at the Posting Date;
 - (cc) agreed to be acquired by the Offeror during the offer period but after the Posting Date and specifying the percentage of the relevant classes of share capital represented by these figures; and
 - (dd) acquired by the Offeror after the Posting Date and specifying the percentage of the relevant classes of share capital represented by these figures.

- (b) In computing the acceptances of the Offer Shares for announcement purposes, the Offeror may include or exclude acceptances which are not in all respects in order or which are subject to verification.
- (c) References to the making of an announcement or the giving of notice by the Offeror shall include the following:
 - (i) the release of an announcement by MIDF Investment or the advertising agent(s) of the Offeror to the press; or
 - (ii) the delivery of or transmission by facsimile or the Bursa Securities' Listing Information Network System ("Bursa LINK") of an announcement to Bursa Securities.
- (d) An announcement made otherwise than to Bursa Securities shall be notified simultaneously to Bursa Securities, if applicable.

3.10 General

- (a) All communications, notices, documents and payments to be delivered or sent to the Holders (or their designated agents, as they may be direct) will be despatched by ordinary mail to the Holders' registered Malaysian address last maintained with Bursa Depository at their own risk. Foreign shareholders with no registered Malaysian addresses maintained with Bursa Depository who wish to receive communications, notices and documents in relation to the Offer should ensure that they have their foreign mailing addresses changed to a registered Malaysian address. In any event, the Offer Document shall be made available on the website of Bursa Securities at www.bursamalaysia.com upon issuance.

Unless the contrary is proved, delivery of the communication, notice, document or payment shall be presumed to be effected by properly addressing, prepaying and posting by ordinary mail the communication, notice, document or payment and shall be presumed to have been effected at the time when the document would have been delivered in the ordinary course of the mail.

- (b) The Offer and all acceptances received under the Offer will be construed under and governed by Malaysian laws. It will be provided in the Offer Document that the Offeror and Holder shall submit to the exclusive jurisdiction of the courts of Malaysia.
- (c) The acceptances of a Holder shall not exceed his or its total holding of Offer Shares, failing which the Offeror has the right to treat such acceptances as invalid. Nevertheless, the Offeror also reserves the right to treat any acceptance of a Holder exceeding his or its total holding of Offer Shares as valid for and to the extent of his or its total holding of Offer Shares.
- (d) The Form of Acceptance and Transfer which will accompany the Offer Document will contain the following:
 - (i) provisions for the acceptance of the Offer and the transfer of the Offer Shares to the Offeror or its appointed nominee(s) if any;
 - (ii) instructions to complete the Form of Acceptance and Transfer; and
 - (iii) other matters incidental to the acceptance of the Offer and the transfer of the Offer Shares to the Offeror or its appointed nominee(s) if any.

No acknowledgement of the receipt of the Form of Acceptance and Transfer will be issued.

- (e) All costs and expenses of or incidental to the preparation and posting of the Offer Document (other than professional fees and other costs relating to the Offer incurred by SEHB) will be borne by the Offeror. Malaysian stamp duty and Malaysian transfer fees, if any, resulting from acceptance of the Offer will also be borne by the Offeror. Accepting Holders will, however, bear all costs and expenses incidental to their acceptance of the Offer other than the aforesaid costs, expenses, stamp duty and transfer fees to be borne by the Offeror. For the avoidance of doubt, the payment of any transfer fees, taxes, duties, costs, expenses or other requisite payments due in a jurisdiction outside Malaysia or payment of any levy for the repatriation of capital or income tax shall not be borne by the Offeror.
- (f) Accidental omission to despatch the Offer Document and the Form of Acceptance and Transfer to any Holder shall not invalidate the Offer in any way.

4. LISTING STATUS OF SEHB AND COMPULSORY ACQUISITION

4.1 Listing Status

Paragraph 8.02(1) of the Main Market Listing Requirements of Bursa Securities ("**Listing Requirements**") states that a listed issuer must ensure that at least 25% of its total listed shares (excluding treasury shares) are in the hands of public shareholders. Bursa Securities may accept a percentage lower than 25% of the total number of listed shares (excluding treasury shares) if it is satisfied that such lower percentage is sufficient for a liquid market in such shares.

A listed issuer which fails to maintain the required public shareholding spread may request for an extension of time to rectify the situation in the manner as may be prescribed by Bursa Securities. Where no extension of time is granted by Bursa Securities, Bursa Securities may take or impose any type of action or penalty pursuant to Paragraph 16.19 of the Listing Requirements for a breach of Paragraph 8.02(1) of the Listing Requirements and suspend trading in the securities of the listed issuer pursuant to Paragraph 16.02 of the Listing Requirements. Notwithstanding this, the non-compliance of the public shareholding spread requirement would not automatically result in the delisting of SEHB from Bursa Securities' list specifying all securities which have been admitted for listing on Bursa Securities and not removed ("**Official List**").

In relation to a take-over offer for the acquisition of the listed shares of a listed issuer pursuant to the Code, upon 90% or more of the listed shares (excluding treasury shares) of the said listed issuer being held by a shareholder either individually or jointly with associates of the shareholder, an immediate announcement must be made by the listed issuer. Upon such immediate announcement, Bursa Securities shall, in the case where the offeror does not intend to maintain the listing status, suspend the trading of the listed issuer's securities immediately upon the expiry of five (5) market days from the date of the immediate announcement.

In the event that the Offer is successful, the Offeror does not intend to maintain the listing status of SEHB and the Offeror does not intend to take any step to address the shortfall in the public shareholding spread of SEHB.

The Offeror will procure SEHB to take the requisite steps to withdraw its listing status from the Official List of Bursa Securities in accordance with Chapter 16 of the Listing Requirements in the event that the Acceptance Condition is met.

If SEHB is delisted from the Official List of Bursa Securities, SEHB Shares will no longer be traded on the Main Market of Bursa Securities.

4.2 Compulsory Acquisition

Section 222(1) of the CMSA provides that, subject to Section 224 of the CMSA, where a take-over offer by an offeror to acquire all the shares or all the shares in any particular class in an offeree has, within four (4) months after the making of the take-over offer, been accepted by the holders of not less than nine-tenths (9/10) in the nominal value of those shares or of the shares of that class (excluding shares already held at the date of the take-over offer by the offeror or persons acting in concert), the offeror may, at any time within two (2) months from the date the nine-tenths (9/10) in the nominal value of those shares having been achieved, give notice in the manner prescribed under the Code to any dissenting shareholder that it desires to acquire his or its shares together with a statutory declaration by the offeror that the conditions for the giving of the notice are satisfied.

If the Offer has been accepted by the Holders of not less than nine-tenths (9/10) in the nominal value of the Offer Shares (excluding SEHB Shares already held by the Offeror as at the date of the Offer, if any) ("Compulsory Acquisition Condition"), **the Offeror intends to invoke the provisions of Section 222 of the CMSA** to compulsorily acquire any outstanding Offer Shares for which valid acceptances have not been received, and necessary steps will thereafter be taken to de-list SEHB from the Official List of Bursa Securities. Under such circumstance, all the Holders of these Offer Shares will be paid in cash for the Offer Shares compulsorily acquired. The consideration for the Offer Shares under compulsory acquisition will, subject to Section 224(1) of the CMSA, be equivalent to the Offer Price and on the same terms as set out in the Offer Document.

Notwithstanding the above, if the Offeror receives acceptances from the Holders resulting in the Offeror holding not less than nine-tenths (9/10) in the nominal value of the issued and paid-up share capital of SEHB on or before the Closing Date, a Holder who has not accepted the Offer ("**Dissenting Shareholder**") may exercise his or its rights under Section 223 of the CMSA by serving a notice on the Offeror to require the Offeror to acquire his or its SEHB Shares on the same terms as set out in the Offer Document or such other terms as may be agreed between the Offeror and such Dissenting Shareholder.

If a Dissenting Shareholder invokes the provisions of Section 223 of the CMSA, the Offeror will acquire such Offer Shares in accordance with the provisions of the CMSA, subject to Section 224 of the CMSA. In accordance with Section 224(3) of the CMSA, when a Dissenting Shareholder exercises his or its rights under Section 223(1) of the CMSA, the court may, on an application made by such Dissenting Shareholder or by the Offeror, order that the terms on which the Offeror shall acquire such Offer Shares shall be as the court thinks fit.

5. INFORMATION ON THE OFFEROR

MCC LABL2 was incorporated on 26 August 2008 and headquartered in Amsterdam, the Netherlands. The principal business activity of MCC LABL2 is to own and operate MCC's global label operations.

As at the date of this Notice, the authorised share capital of MCC LABL2 is €90,000, divided into 90,000 ordinary shares of €1 each ("**MCC LABL2 Shares**"), of which 18,000 MCC LABL2 Shares have been issued and are fully paid-up.

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6. INFORMATION ON THE ULTIMATE OFFEROR

MCC was incorporated in 1985, succeeding the predecessor business. MCC's corporate offices are located at 4053 Clough Woods Drive, Batavia, Ohio 45103.

MCC's common stock, has been listed on the NASDAQ Global Select Market (formerly known as NASDAQ National Market) since August 1987.

MCC provides a wide range of products for the packaging needs of its customers and is the producer of high quality pressure sensitive, in-mold and heat transfer labels, and a manufacturer of glue-applied and shrink sleeve labels. MCC also provides a full complement of print methods including flexographic, lithographic, rotogravure, letterpress and digital, plus in-house pre-press services.

The authorised share capital of MCC is 25,000,000 shares of common stock ("MCC Shares") of which 16,645,679 MCC Shares are outstanding as at 15 June 2015.

7. FINANCIAL RESOURCES OF THE OFFEROR

MCC LABL2 has confirmed that the Offer would not fail due to insufficient financial capability of MCC LABL2 and that every Holder who wishes to accept the Offer will be paid in full by way of cash.

MIDF Investment is satisfied that the Offer would not fail due to insufficient financial capability of MCC LABL2 and that every Holder who wishes to accept the Offer will be paid in full by way of cash.

8. DISCLOSURE OF INTERESTS IN SEHB

In accordance with Sections 11(9)(d) and 11(9)(e) of the Code, the Offeror hereby discloses the following:

- (i) as at the date of this Notice, the Offeror and the Ultimate Offeror do not have directly and/or indirectly any interest in SEHB;
- (ii) as at the date of this Notice, save as disclosed in Section 1.6 of this Notice, the Offeror has not received any irrevocable undertaking from any Holder to accept the Offer;
- (iii) as at the date of this Notice, the Offeror has not entered into or been granted any option to acquire any additional Offer Shares; and
- (iv) as at the date of this Notice, save as disclosed in Section 1.6 of this Notice, the Offeror is not aware of any existing or proposed agreement, arrangement or understanding in relation to the Offer Shares between the Offeror and any other Holder.

9. OFFEROR'S RESPONSIBILITY STATEMENT

The Offeror has seen this Notice and has approved the issuance of this Notice. The Directors of MCC LABL2 individually and collectively accepts full responsibility for the accuracy of the information contained in this Notice and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other material facts, the omission of which would make any statement in this Notice false or misleading.

10. PUBLIC RELEASE

In accordance with the provisions of the Code, copies of this Notice will be released to the press and forwarded to the SC and Bursa Securities for public release.

Further details of the Offer will be set out in the Offer Document, which will be despatched to the Holders in due course.

We would be grateful if you could acknowledge receipt by signing and returning to us the duplicate of this Notice.

Yours faithfully
For and on behalf of
MIDF AMANAH INVESTMENT BANK BERHAD



Datuk Mohd Najib Hj. Abdullah
Group Managing Director /
Chief Executive Officer



Yong Lee Mei
Head
Corporate Finance

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