

MANDATORY UNCONDITIONAL CASH OFFER

by



CIMB BANK BERHAD (13491-P)
Singapore Branch
(Incorporated in Malaysia)

for and on behalf of

SUKI SUSHI PTE. LTD.
(Incorporated in Singapore)
(Co. Reg. No: 200204495W)

to acquire all of the issued and paid-up ordinary shares
in the capital of

MARY CHIA HOLDINGS LIMITED
(Incorporated in Singapore)
(Co. Reg. No: 200907634N)

other than those already owned, controlled or agreed to be acquired by
Suki Sushi Pte. Ltd.

CLOSE OF OFFER AND FINAL LEVEL OF ACCEPTANCES

1. INTRODUCTION

CIMB Bank Berhad, Singapore Branch ("**CIMB**") refers to the following:

- (i) the offer document dated 8 September 2017 (the "**Offer Document**") in relation to the mandatory unconditional cash offer (the "**Offer**") by CIMB, for and on behalf of Suki Sushi Pte. Ltd. (the "**Offeror**"), for all the issued and paid-up ordinary shares (the "**Shares**") in the capital of Mary Chia Holdings Limited (the "**Company**") other than those already owned, controlled or agreed to be acquired by the Offeror; and
- (ii) the announcement dated 27 September 2017 in which it was stated that the shareholding percentage represented by the number of Shares owned, controlled or agreed to be acquired (including by way of valid acceptances of the Offer) by the Offeror and parties acting or deemed to be acting in concert with the Offeror has exceeded 90 per cent. of the total number of Shares¹.

Unless otherwise defined, capitalised terms in this Announcement shall bear the same meanings as set out in the Offer Document.

¹ Unless otherwise stated, in this Announcement, all references to the total number of Shares shall be to 163,495,140 Shares.

2. CLOSE OF THE OFFER

CIMB wishes to announce, for and on behalf of the Offeror, that the Offer has closed as of 5.30 p.m. (Singapore time) on 6 October 2017 (the “**Closing Date**”).

Accordingly, the Offer is no longer open for acceptances and any acceptances received after 5.30 p.m. (Singapore time) on the Closing Date will be rejected.

3. FINAL LEVEL OF ACCEPTANCES OF THE OFFER AND AGGREGATE SHAREHOLDING

In accordance with Rule 28.1 of the Code, CIMB wishes to announce, for and on behalf of the Offeror, that:

- (a) **Acceptances of the Offer.** Based on information provided to the Offeror, as at 5.30 p.m. (Singapore time) on 6 October 2017, the Offeror has received, pursuant to the Offer, valid acceptances in respect of 19,959,793 Offer Shares, representing approximately 12.21 per cent. of the total number of Shares¹.
- (b) **Shares held before the Offer Period.** As at 24 August 2017, prior to the release of the Offer Announcement, the Offeror and parties acting or deemed to be acting in concert with the Offeror collectively owned, controlled or had agreed to acquire an aggregate of 132,387,046 Shares, representing approximately 80.97 per cent. of the total number of Shares¹.
- (c) **Offer Shares acquired or agreed to be acquired during the Offer Period.** From the Offer Announcement Date and up to 5.30 p.m. (Singapore time) on 6 October 2017, save for the acceptances tendered pursuant to the Offer as stated in paragraph 3(a) above, neither the Offeror nor any of the parties acting or deemed to be acting in concert with the Offeror (based on information available to the Offeror as at 5.30 p.m. (Singapore time) on 6 October 2017) has acquired or agreed to acquire any further Offer Shares.
- (d) **Aggregate holdings.** Accordingly, based on information provided to the Offeror, as at 5.30 p.m. (Singapore time) on 6 October 2017, the Offeror and parties acting or deemed to be acting in concert with the Offeror own, control or have agreed to acquire (including by way of valid acceptances of the Offer) an aggregate of 152,346,839 Shares, representing approximately 93.18 per cent. of the total number of Shares.

4. LOSS OF PUBLIC FLOAT AND TRADING SUSPENSION

According to Rule 1303(1) of the Catalist Rules, as the percentage of the Shares (excluding treasury shares) held in public hands has fallen below 10 per cent., the SGX-ST will suspend trading of the Shares on the SGX-ST at the close of the Offer.

As stated in the Offer Document, it is the current intention of the Offeror to maintain the listing status of the Company on the Catalist. Accordingly, the Offeror intends to take such steps which are necessary to restore the Company’s public float in order to maintain the listing status of the Company. However, there is no assurance that timely and appropriate actions can be taken as these are dependent on *inter alia* prevailing market conditions at the relevant time.

5. RESPONSIBILITY STATEMENT

The directors of the Offeror (including any director who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Announcement are fair and accurate and that there are no material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the directors of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

The directors of the Offeror jointly and severally accept full responsibility accordingly.

Issued by
CIMB Bank Berhad, Singapore Branch

For and on behalf of
Suki Sushi Pte. Ltd.

6 October 2017
Singapore