

Miscellaneous

* Asterisks denote mandatory information

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Name of Announcer *	WILMAR INTERNATIONAL LIMITED
Company Registration No.	199904785Z
Announcement submitted on behalf of	WILMAR INTERNATIONAL LIMITED
Announcement is submitted with respect to *	WILMAR INTERNATIONAL LIMITED
Announcement is submitted by *	COLIN TAN TIANG SOON
Designation *	COMPANY SECRETARY
Date & Time of Broadcast	24-Apr-2007 20:28:31
Announcement No.	00177

>> Announcement Details

The details of the announcement start here ...

Announcement Title *	Conditional voluntary take-over offer by Wilmar International Limited ("Wilmar") to acquire all voting shares of PPB Oil Palms Berhad ("PPBOP") not owned by Wilmar ("Offer") – Offer has become unconditional as 62.27% acceptances has been received from PPBOP shareholders as at 24 April 2007
Description	<p>On 24 April 2007, Wilmar has received valid acceptances under the Offer resulting in Wilmar holding more than 50% of the voting shares of PPBOP. Accordingly, on 24 April 2007, the Offer has become unconditional as to acceptances.</p> <p>As at 24 April 2007, Wilmar has received acceptances under the Offer resulting in Wilmar holding 62.27% of the voting shares of PPBOP (including acceptances which represent 3.73% of the voting shares of PPBOP that are subject to verification).</p> <p>As announced to Bursa Malaysia Securities Berhad ("Bursa Securities") on 24 April 2007, the closing date for the Offer has been extended from 5.00 p.m. (Malaysian time) on Monday, 30 April 2007 to 5.00 p.m. (Malaysian time) on Tuesday, 8 May 2007.</p> <p>Shareholders of PPBOP should take note that we do not intend to maintain the listing status of PPBOP in the event PPBOP is unable to comply with the shareholding spread requirement of Bursa Securities (i.e. at least 25% of total issued and paid-up capital of PPBOP being held by at least 1,000 public shareholders holding at least 100 shares each) as a result of acceptances received under the Offer. In this case, Wilmar will procure PPBOP to apply to Bursa Securities for the withdrawal of its listing from the Official List of Bursa</p>

Securities in accordance with the Listing Requirements of Bursa Securities.

Please refer to the following attachments for announcements submitted to Bursa Securities:

- (1) Release dated 24 April 2007 by CIMB Investment Bank Berhad on behalf of Wilmar; and
- (2) PPB Group Berhad Announcement dated 24 April 2007.

Note:

CIMB-GK Securities Pte. Ltd. was the financial adviser to the Company in relation to the acquisition of the Wilmar Group.

Attachments:

 [Release by CIMB 24Apr07.pdf](#)

 [PPBAnnouncement_24Apr07.pdf](#)

Total size = **173K**
(2048K size limit recommended)

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FOR IMMEDIATE RELEASE

24 April 2007

By fax/hand

Bursa Malaysia Securities Berhad
14th Floor, Exchange Square
Bukit Kewangan
50200 Kuala Lumpur

Attention: Encik Johan Abdullah

Dear Sir

**WILMAR INTERNATIONAL LIMITED (FORMERLY KNOWN AS EZYHEALTH ASIA PACIFIC LTD)
("WILMAR")**

Conditional voluntary take-over offer by Wilmar to acquire all the voting shares of PPB Oil Palms Berhad ("PPBOP") ("PPBOP Shares") not owned by Wilmar ("Offer")

On behalf of Wilmar, we wish to inform Bursa Malaysia Securities Berhad that Wilmar has received valid acceptances under the Offer resulting in Wilmar holding more than 50% of the voting shares of PPBOP. Accordingly, on 24 April 2007, the Offer has become unconditional as to the level of acceptances ("**Unconditional Date**").

The total acceptances received and the number of PPBOP Shares held by Wilmar as at the Unconditional Date are as follows:

	Number of PPBOP Shares	% of issued and paid-up share capital of PPBOP
PPBOP Shares held by Wilmar at the time of posting of the Offer Document on 26 March 2007	-	-
PPBOP Shares for which acceptances have been received after the posting of the Offer Document on 26 March 2007	277,351,060 ^{*1}	62.27
PPBOP Shares held by Wilmar as at the Unconditional Date	277,351,060	62.27

Note:

^{*1} Including 16,607,385 PPBOP Shares, representing 3.73% of the issued and paid-up share capital of PPBOP which are subject to verification.

Holders of PPBOP Shares who have yet to accept the Offer are advised to refer to the Offer Document dated 26 March 2007 for terms, conditions and procedures for acceptance of the Offer, should they wish to accept the Offer. **The Offer shall remain open for acceptances up to 5.00 p.m. (Malaysian time) on 8 May 2007, being 14 days from the Unconditional Date.**



Should you have any query, please contact us.

Yours faithfully
for **CIMB Investment Bank Berhad**

Chan Wan Shen
Associate Director
Corporate Finance

Tan Ai Ling
Assistant Manager
Corporate Finance

c.c.: *Bernama*

*The Editor
Business Times*

*The Editor
The Star*

*The Editor
Berita Harian*

*The Editor
Utusan Malaysia*

*The Editor
Nanyang Siang Pau*

Securities Commission

Wilmar



Form Version 2.0

General Announcement

Submitted by PPB GROUP on 04/24/2007 05:36:41 PM

Reference No PG-070424-60900

Submitting Merchant Bank :
(if applicable)

Submitting Secretarial Firm :
Name
(if applicable)

- * Company name : PPB GROUP BERHAD
- * Stock name : PPB
- * Stock code : 4065
- * Contact person : TAN TEONG BOON
- * Designation : COMPANY SECRETARY

* Type : ☒ Announcement ☐ Reply to query

* Subject :
PPB GROUP BERHAD ("PPB" OR "COMPANY")

OFFER FROM WILMAR INTERNATIONAL LIMITED ("WILMAR") TO ACQUIRE THE FOLLOWING FROM FFM BERHAD ("FFM"), PPB'S WHOLLY-OWNED SUBSIDIARY:-

(I) 65.8% EQUITY INTEREST IN PGEO GROUP SDN BHD ("PGEO") TO BE SATISFIED BY THE ISSUANCE OF 287,122,772 WILMAR SHARES ("PGEO OFFER"); AND

(II) 28% EQUITY INTEREST IN KUOK OILS & GRAINS PTE LTD ("KOG") TO BE SATISFIED BY THE ISSUANCE OF 305,635,556 WILMAR SHARES ("KOG OFFER")

CONDITIONAL VOLUNTARY OFFER ON ALL THE VOTING SHARES IN PPB OIL PALMS BERHAD ("PPBOP") NOT OWNED BY WILMAR ("TAKE-OVER OFFER")

COLLECTIVELY "PROPOSALS"

* Contents :-

We refer to our announcement on 14 December 2006 and subsequent announcements in relation to the Proposals.

We wish to announce that PPB has on 24 April 2007 accepted the Take-Over Offer as detailed in Wilmar's offer document dated 26 March 2007 in respect of all of PPB's direct and indirect 55.6% equity interests in PPBOP comprising 247,604,099 ordinary shares for a consideration of 2.3 ordinary shares in Wilmar for each PPBOP share.

The consideration is expected to be settled by Wilmar within 21 days from the close of the Take-Over Offer, in accordance with the terms and conditions of the Take-Over Offer.

Pursuant to the acceptance of the Take-Over Offer, PPBOP has ceased to be a subsidiary of PPB.

This announcement is dated 24 April 2007.

Tables Section - This section is to be used to create and insert tables . Please make the appropriate reference to the table (s) in the Contents of the Announcement :