

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

If you have sold or transferred all your Offer Shares (as defined herein), you should hand over this Notice immediately to the person through whom you effected the sale or transfer, for delivery to the purchaser or transferee.

Neither the Securities Commission Malaysia (“**SC**”) nor Bursa Malaysia Securities Berhad (“**Bursa Securities**”) has perused this Notice and as such, the SC and Bursa Securities shall not have any 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 due to, your reliance on this Notice.

**NOTICE TO SHAREHOLDERS OF
LAY HONG BERHAD
IN RELATION TO THE
CONDITIONAL TAKE-OVER OFFER**

BY



QL RESOURCES BERHAD

(Company No. 428915-X)

(Incorporated in Malaysia under the Companies Act, 1965)

THROUGH



RHB Investment Bank Berhad

(Company No. 19663-P)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

TO ACQUIRE

ALL THE REMAINING ORDINARY SHARES OF RM1.00 EACH IN LAY HONG BERHAD NOT ALREADY HELD BY QL RESOURCES BERHAD (“OFFER SHARE(S)”) (“OFFER”)

This Notice is dated 4 November 2014



RHB Investment Bank Berhad 19663-P
(A Participating Organisation of Bursa Malaysia Securities Berhad)
Level 12, Tower 3, RHB Centre, Jalan Tun Razak
50400 Kuala Lumpur, Malaysia
TEL +603 9287 3888 FAX +603 9287 2233/3355/4770

4 November 2014

Registered office of
QL RESOURCES BERHAD
No. 16A, Jalan Astaka U8/83
Bukit Jelutong
40150 Shah Alam
Selangor Darul Ehsan

To: Holders of the Offer Shares

Dear Sir/ Madam,

CONDITIONAL TAKE-OVER OFFER BY QL RESOURCES BERHAD (“QL” OR THE “OFFEROR”) THROUGH RHB INVESTMENT BANK BERHAD (“RHB INVESTMENT BANK”) TO ACQUIRE ALL THE REMAINING ORDINARY SHARES OF RM1.00 EACH IN LAY HONG BERHAD (“LHB”) (“LHB SHARES”) NOT ALREADY HELD BY THE OFFEROR (“OFFER”)

(The terms used herein shall, unless the context otherwise stated, bear the same meaning as those defined in the offer document dated 15 October 2014 in relation to the offer (“Offer Document”) which sets out the details, terms and conditions of the Offer.)

We refer to the Offer Document and the press notice dated 3 November 2014 in relation to the extension of time and date for acceptance of the Offer issued by RHB Investment Bank, on behalf of the Offeror.

On behalf of the Offeror, we, RHB Investment Bank wish to inform you that the closing time and date of the Offer has been extended from 5.00 p.m. (Malaysian time) on Wednesday, 5 November 2014 to **5.00 p.m. (Malaysian time) on Wednesday, 26 November 2014**, being the extended closing time and date of the Offer (“**Extended Closing Date**”). **Save for the Extended Closing Date, all other terms and conditions of the Offer as set out in the Offer Document shall remain unchanged.**

Holders who have yet to accept the Offer are advised to refer to the Offer Document for the details, terms and conditions of the Offer and procedures to accept the Offer. You are also advised to read the independent advice circular dated 27 October 2014 issued by LHB.

If you have already sold all your LHB Shares or have already accepted the Offer, or if you do not wish to accept the Offer, no action is required from you.



In accordance with Section 26(1) of the Code, the detailed disclosure of the level of acceptances of the Offer as at 5.00 p.m. (Malaysian time) on 3 November 2014 is set out in the **Appendix I** of this Notice.

Yours faithfully,
For and on behalf of
RHB INVESTMENT BANK BERHAD

JAIMIE SIA
Executive Director
Head, Group Investment Banking

TOMMY HAR
Director
Co-Head, Corporate Finance

In accordance with Section 26(1) of the Code, the disclosure on the level of acceptances of the Offer as at 5.00 p.m. (Malaysian time) on 3 November 2014 is as follows:

	<u>No. of LHB Shares</u>	<u>* %</u>
LHB Shares held by the Offeror as at the date of despatch of the Offer Document on 15 October 2014 (" Posting Date ")	17,210,400	34.10
LHB Shares for which acceptances of the Offer (which are complete and valid in all respects) have been received by the Offeror after the Posting Date and up to 5.00 p.m. (Malaysian time) on 3 November 2014	782,805	1.55
LHB Shares acquired or agreed to be acquired by the Offeror (other than the acceptances) after the Posting Date and up to 5.00 p.m. (Malaysian time) on 3 November 2014	838,000	1.66
Total Shares held by the Offeror as at 3 November 2014	<u>18,831,205</u>	<u>37.31</u>
LHB Shares for which acceptances under the Offer (which are subject to verification) have been received by the Offeror after the Posting Date and up to 5.00 p.m. (Malaysian time) on 3 November 2014	134,200	0.27

Note:-

* Based on the issued and paid-up share capital of LHB as at 3 November 2014 of 50,477,000 LHB Shares.