

THIS NOTICE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

You should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately if you have any doubt as to the course of action to be taken.

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

Neither the Securities Commission Malaysia (“SC”) nor Bursa Malaysia Securities Berhad (“**Bursa Securities**”) has perused the contents of this Notice prior to its issuance and as such, the SC and Bursa Securities take no responsibility for the contents of this Notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Notice.

NOTICE TO THE SHAREHOLDERS OF

CARING PHARMACY GROUP BERHAD

IN RELATION TO THE

UNCONDITIONAL MANDATORY TAKE-OVER OFFER

BY

CONVENIENCE SHOPPING (SABAH) SDN BHD

(Registration No. 199601009089 (381437-U))

(Incorporated in Malaysia)

(“**OFFEROR**”)

A WHOLLY-OWNED SUBSIDIARY OF

7-ELEVEN MALAYSIA HOLDINGS BERHAD

(Registration No. 201301028701 (1058531-W))

(Incorporated in Malaysia)

(“**ULTIMATE OFFEROR**”)

THROUGH



RHB Investment Bank Berhad

(Registration No. 197401002639 (19663-P))

(A Participating Organisation of Bursa Malaysia Securities Berhad)

TO ACQUIRE

**ALL THE REMAINING ORDINARY SHARES IN CARING PHARMACY GROUP BERHAD
 (“CARING SHARES”) NOT ALREADY HELD BY THE OFFEROR FOR A CASH OFFER PRICE OF
 RM2.60 PER CARING SHARE**

This Notice is dated 26 March 2020.



26 March 2020

Registered office of
CONVENIENCE SHOPPING (SABAH) SDN BHD:
12th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia

Registered office of
RHB INVESTMENT BANK BERHAD:
Level 10, Tower One
RHB Centre
Jalan Tun Razak
50400 Kuala Lumpur, Malaysia

To: The shareholders of Caring Pharmacy Group Berhad ("Caring")

Dear Sir/Madam,

UNCONDITIONAL MANDATORY TAKE-OVER OFFER BY CONVENIENCE SHOPPING (SABAH) SDN BHD ("OFFEROR"), A WHOLLY-OWNED SUBSIDIARY OF 7-ELEVEN MALAYSIA HOLDINGS BERHAD ("ULTIMATE OFFEROR"), THROUGH RHB INVESTMENT BANK BERHAD TO ACQUIRE ALL THE REMAINING ORDINARY SHARES IN CARING ("CARING SHARES") NOT ALREADY HELD BY THE OFFEROR FOR A CASH OFFER PRICE OF RM2.60 PER CARING SHARE ("OFFER")

We refer to the offer document dated 6 March 2020 which sets out the terms and conditions of the Offer ("**Offer Document**") as well as the press notice dated 20 March 2020 in relation to the extension of closing date of the Offer ("**Press Notice**").

On behalf of the Offeror, RHB Investment Bank Berhad wishes to inform you that the closing time and date for the acceptance of the Offer have been **extended** from 5:00 p.m. (Malaysian time) on Friday, 27 March 2020 to **5:00 p.m. (Malaysian time) on Friday, 10 April 2020** ("**Extended Closing Date**").

Save for the Extended Closing Date, all other details, terms and conditions of the Offer as set out in the Offer Document remain unchanged.

In accordance with Paragraph 13.01 of the Rules on Take-Overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia, the level of acceptances of the Offer as at 5:00 p.m. (Malaysian time) on 20 March 2020, being the date of the Press Notice, is as follows:

	No. of Caring Shares	(1)%
Caring Shares held by the Offeror and Ultimate Offeror as at 6 March 2020 (being the date of despatch of the Offer Document (" Posting Date "))	64,826,000	29.78
Caring Shares held by Motivasi Optima Sdn Bhd ⁽²⁾ and other persons acting in concert with the Offeror (" PACs ") as at the Posting Date for which acceptances of the Offer have not been received by the Offeror as at 20 March 2020	55,689,577	25.58
Caring 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 20 March 2020 from the following:		
(i) PACs; and	19,822,780	9.10
(ii) holders of the Caring Shares (" Holders ") (other than the PACs)	57,588,955	26.45

RHB Investment Bank Berhad (Reg no. 19563-P)
(A Participating Organisation of Bursa Malaysia Securities Berhad)
(A Trading Participant of Bursa Malaysia Derivatives Berhad)

Corporate Finance
Level 12, Tower Three, RHB Centre, Jalan Tun Razak, 50400 Kuala Lumpur, Malaysia
T +603 9287 3888 F +603 9287 2233/3355/4770 www.rhbgroup.com

Together We Progress

	No. of Caring Shares	(1)%
Caring Shares acquired or agreed to be acquired by the Offeror (other than by way of acceptances of the Offer) after the Posting Date and up to 5:00 p.m. (Malaysian time) on 20 March 2020	-	-
Total Caring Shares held by the Offeror, Ultimate Offeror and PACs as at 5:00 p.m. (Malaysian time) on 20 March 2020	197,927,312	90.91
Caring Shares transferred by the Holders (other than the PACs) to the Offeror but pending receipt of the acceptance documents (which are subject to verification) after the Posting Date and up to 5:00 p.m. (Malaysian time) on 20 March 2020	16,764,500	7.70

Notes:

- (1) Calculated based on the total issued Caring Shares of 217,706,400 as at 20 March 2020.
- (2) Motivasi Optima Sdn Bhd, being a PAC with the Offeror, had on 16 December 2019 provided the Offeror an irrevocable undertaking not to accept the Offer in respect of all its 54,425,857 Caring Shares held, representing approximately 25.00% equity interest in Caring.

In accordance with Paragraph 16.02(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**Listing Requirements**"), as the Offeror, Ultimate Offeror and PACs collectively hold more than 90% of the Caring Shares as a result of the Offer and in view that the Offeror does not intend to maintain the listing status of Caring on the Main Market of Bursa Securities, Bursa Securities will suspend the trading of the Caring Shares upon the expiry of five (5) market days from the close of the Offer. Thereafter, the Offeror and Ultimate Offeror will procure Caring to take the requisite steps to withdraw its listing status from the Official List of Bursa Securities in accordance with Paragraph 16.07 of the Listing Requirements.

Based on the Extended Closing Date, the suspension of Caring Shares will be effected from 9.00 a.m. (Malaysian time) on **Monday, 20 April 2020**.

If you wish to accept the Offer, you are advised to refer to the Offer Document for the details, terms and conditions of the Offer as well as the procedures for acceptance of the Offer. You are also advised to consider carefully the independent advice circular dated 16 March 2020 issued by Mercury Securities Sdn Bhd ("**Independent Advice Circular**") before making your decision. You do not need to take any action if you have already sold all your Caring Shares or have already accepted the Offer or do not wish to accept the Offer.

You may obtain additional copies of the Offer Document including the Form of Acceptance and Transfer for the Offer Shares from the Share Registrar, whose normal business hours are from 9:00 a.m. to 5:30 p.m. (Malaysian time) on Mondays to Fridays (excluding public holidays and the affected period under the movement control order imposed by the Government of Malaysia), at the following address:

Berjaya Registration Services Sdn Bhd

Lot 10-04A & 10-04B, Level 10, West
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur

Telephone no. : + (603) 2145 0533
Facsimile no. : + (603) 2145 9702

The Offer Document, Form of Acceptance and Transfer for the Offer Shares and the Independent Advice Circular are also available on the website of Bursa Malaysia Berhad at www.bursamalaysia.com.

Yours faithfully

For and on behalf of

RHB INVESTMENT BANK BERHAD

JAIMIE SIA

Executive Director

Head, Group Capital Markets

JASON LAM

Director

Co-Head, Corporate Finance