

THIS SUPPLEMENTAL PROSPECTUS IS ISSUED FOR INFORMATION PURPOSES ONLY AND IS INTENDED TO PROVIDE YOU WITH DETAILS OF THE REVISED OFFER AND ANY CHANGE TO OUR PROSPECTUS DATED 5 NOVEMBER 2009 ARISING FROM THE REVISED OFFER. THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR INITIAL PROSPECTUS.

YOU ARE NOT REQUIRED TO TAKE ANY ACTION WITH RESPECT TO THIS SUPPLEMENTAL PROSPECTUS. NO ISSUE OF, OFFER FOR SUBSCRIPTION OR PURCHASE OF, OR INVITATION TO SUBSCRIBE FOR OR PURCHASE SECURITIES IS OR WILL BE MADE ON THE BASIS OF THIS SUPPLEMENTAL PROSPECTUS.

THE DISTRIBUTION OF THIS SUPPLEMENTAL PROSPECTUS AND THE WARRANTS LISTING ARE SUBJECT TO THE LAWS OF MALAYSIA. WE AND OUR ADVISERS ARE NOT RESPONSIBLE FOR THE DISTRIBUTION OF THIS SUPPLEMENTAL PROSPECTUS OUTSIDE MALAYSIA. WE AND OUR ADVISERS HAVE NOT TAKEN ANY ACTION TO PERMIT AN OFFERING OF OUR SECURITIES BASED ON THIS SUPPLEMENTAL PROSPECTUS OR THE DISTRIBUTION OF THIS SUPPLEMENTAL PROSPECTUS OUTSIDE MALAYSIA. THIS SUPPLEMENTAL PROSPECTUS MAY NOT BE USED FOR AN OFFER TO SELL OR INVITATION TO BUY SECURITIES IN ANY JURISDICTION OR IN ANY CIRCUMSTANCE. THIS SUPPLEMENTAL PROSPECTUS SHALL NOT BE USED TO MAKE AN OFFER TO SELL OR AN INVITATION TO BUY OUR SECURITIES TO ANY PERSON. WE AND OUR ADVISERS REQUIRE YOU TO INFORM YOURSELF OF AND TO OBSERVE SUCH RESTRICTIONS.

THE ISSUANCE OF THIS SUPPLEMENTAL PROSPECTUS DOES NOT CONSTITUTE ANY WARRANTY WHATSOEVER FROM US OR OUR ADVISERS ON THE SUCCESSFUL LISTING OF THE CONSIDERATION WARRANTS.

A copy of this Supplemental Prospectus has been registered with the SC. The registration of this Supplemental Prospectus should not be taken to indicate that the SC recommends the Warrants or its listing or assumes responsibility for the correctness of any statement made or opinion or report expressed in this Supplemental Prospectus. The SC has not, in any way, considered the merits of the securities being listed. A copy of this Supplemental Prospectus has also been lodged with the Registrar of Companies of Malaysia who takes no responsibility for its contents.

Investors are advised to note that recourse for false or misleading statements or acts made in connection with this Supplemental Prospectus is directly available through Sections 248, 249 and 357 of the CMA.

Securities to be listed on Bursa Securities are premised on full and accurate disclosure of all material information concerning the issue for which any of the persons set out in Section 236 of the CMA, are responsible.

Neither the SC nor Bursa Securities takes any responsibility for the correctness of statements made or opinions expressed in this Supplemental Prospectus. Admission of the Warrants to the Official List of Bursa Securities and the listing of and quotation for the Warrants and the new MPB Shares to be issued upon exercise of the Warrants on the Main Market of Bursa Securities are in no way reflective of the merits of the Warrants or its listing.

Our Board has seen and approved this Supplemental Prospectus, and they collectively and individually accept full responsibility for the accuracy of the information in this Supplemental Prospectus. They confirm, after making all reasonable enquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make any statement in this Supplemental Prospectus false or misleading.

CIMB, being the Principal Adviser for the Warrants Listing, acknowledges that, based on all available information and to the best of its knowledge and belief, this Supplemental Prospectus constitutes a full and true disclosure of all material facts concerning the Warrants and its listing.

All terms used herein shall have the same meaning as those defined in the "Definitions" page of this Supplemental Prospectus.

media prima

MEDIA PRIMA BERHAD

Company No.: 532975-A

(Incorporated in Malaysia under the Companies Act, 1965)

SUPPLEMENTAL PROSPECTUS TO THE PROSPECTUS DATED 5 NOVEMBER 2009 IN RELATION TO THE INITIAL LISTING OF UP TO 24,638,453 FREE NEW WARRANTS IN MEDIA PRIMA BERHAD ("MPB") TO BE ISSUED PURSUANT TO THE CONDITIONAL TAKE-OVER OFFER BY MPB TO ACQUIRE ALL THE REMAINING ORDINARY SHARES OF RM1.00 EACH IN THE NEW STRAITS TIMES PRESS (MALAYSIA) BERHAD NOT ALREADY OWNED BY MPB

Principal Adviser



CIMB Investment Bank Berhad (18417-M)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

This Supplemental Prospectus is dated 24 November 2009

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Supplemental Prospectus:

Board	: Board of Directors
Bonus Warrants	: New warrants in MPB to be issued to Entitled Shareholders pursuant to the Proposed Bonus Issue
Closing Date	: 5.00 p.m. (Malaysian time) on 17 December 2009, or in the event the Revised Offer is revised or extended in accordance with the Code and the terms and conditions of the Original Offer Document unless otherwise stated in the Revised Offer Document, such other revised or extended closing date as we may decide and as may be announced by CIMB on our behalf
CMSA	: Capital Markets and Services Act, 2007, as amended from time to time including any subsequent re-enactment
Code	: Malaysian Code on Take-Overs and Mergers, 1998, as amended from time to time
Consideration Shares	: New MPB Shares to be issued at an issue price of RM2.00 each pursuant to the Revised Offer
Consideration Warrants	: New warrants in MPB to be issued for free to the accepting Holders pursuant to the Revised Offer
Detachable Warrants	: New detachable warrants in MPB to be issued pursuant to the Proposed Bonds with Detachable Warrants Issue
EGM	: Extraordinary General Meeting
Entitled Shareholders	: Existing shareholders of our Company whose names appear on our Record of Depositors on the Entitlement Date and are entitled under the Proposed Bonus Issue (for the avoidance of doubt, the accepting Holders will not be entitled under the Proposed Bonus Issue)
Entitlement Date	: Date of the close of business (after the Revised Offer becomes unconditional) to be determined by the Board of MPB and announced later on which the Entitled Shareholders must be registered in the Record of Depositors of MPB in order to be entitled under the Proposed Bonus Issue
EPS	: Earnings per share
ESOS Options	: Options under the existing employees share option scheme of MPB
Form of Acceptance and Transfer	: Form of acceptance and transfer for the Original Offer, enclosed with the Original Offer Document
FYE	: Financial year ended/ending
Holder	: Holder of the Offer Shares
Initial Prospectus or Prospectus	: Prospectus dated 5 November 2009 in relation to the Warrants Listing

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

DEFINITIONS (Cont'd)

LPD	: 16 November 2009, being the latest practicable date before the registration of this Supplemental Prospectus with the SC
MPB	: Media Prima Berhad
MPB Group	: Our Company and its subsidiaries, collectively
MPB Shares	: Ordinary shares of RM1.00 each in our Company
MPB Special Dividend	: Proposed special tax-exempt dividend to be declared by us amounting to approximately RM37.6 million, being the entire amount of our entitlement under the NSTP Special Dividend (for the avoidance of doubt, the accepting Holders will not be entitled to the MPB Special Dividend)
MPB Warrants	: Consideration Warrants, Bonus Warrants and Detachable Warrants, collectively
NA	: Net assets
Non-resident Holder	: Holder (including without limitation, custodians, nominees and trustees) who is a citizen or national of, or resident in, or has a registered address in a jurisdiction outside Malaysia, or incorporated or registered with, or approved by any authority outside Malaysia
Notice of Original Offer	: Notice of Original Offer dated 16 October 2009, served on the Board of NSTP by our Company through CIMB
Notice of Revised Offer	: Notice of Revised Offer dated 12 November 2009, served on the Board of NSTP by our Company through CIMB
NSTP	: The New Straits Times Press (Malaysia) Berhad
NSTP Group	: NSTP and its subsidiaries, collectively
NSTP Special Dividend	: Special tax-exempt dividend of 40 sen per NSTP Share held as at 26 November 2009, totaling approximately RM86.9 million
Offer Shares	: The remaining NSTP Shares not already owned by us, which are the subject of the Revised Offer
Original Exchange Ratio	: Issuance of one (1) Consideration Share for every one (1) Offer Share accepted and one (1) Consideration Warrant for every five (5) Offer Shares accepted
Original Offer	: Conditional take-over offer by our Company through CIMB to acquire the Offer Shares from the Holders in accordance with the terms and subject to the conditions in the Original Offer Document
Original Offer Document	: Offer document dated 5 November 2009 which sets out the details of the Original Offer together with the Form of Acceptance and Transfer
Other Corporate Proposals	: Proposed Bonus Issue and Proposed Bonds with Detachable Warrants Issue, collectively
Proposed Bonds with Detachable Warrants Issue	: Proposed issue of RM150 million nominal value of Bonds with 50 million Detachable Warrants, on a bought deal basis

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

DEFINITIONS (Cont'd)

Proposed Bonus Issue	:	Proposed bonus issue of up to 24,604,298 Bonus Warrants to the Entitled Shareholders on the basis of one (1) Bonus Warrant for every thirty-five (35) MPB Shares held on the Entitlement Date
Revised Exchange Ratio	:	Issuance of six (6) Consideration Shares and one (1) Consideration Warrant, for every five (5) Offer Shares accepted
Revised Offer	:	Revised conditional take-over offer by our Company through CIMB to acquire the Offer Shares from the Holders in accordance with the terms and subject to the conditions in the Revised Offer Document
Revised Offer Document	:	Revised offer document dated 24 November 2009 which sets out the details of the Revised Offer
RM and sen	:	Ringgit Malaysia and sen, respectively
SC	:	Securities Commission Malaysia
VWAMP	:	Volume-weighted average market price
Warrants	:	Consideration Warrants and Bonus Warrants, collectively
Warrants Listing	:	Initial listing of up to 24,638,453 Consideration Warrants to be issued pursuant to the Revised Offer

All references to **"our Company"** or **"MPB"** in this Supplemental Prospectus are to Media Prima Berhad, and references to **"our Group"** are to our Company and our consolidated subsidiaries. References to **"we"**, **"us"**, **"our"**, **"ourselves"** are to our Company and, where the context otherwise requires, our subsidiaries.

All references to **"you"** in this Supplemental Prospectus are to the Holders.

Words denoting the singular shall, where applicable, include the plural and vice versa and words denoting the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include corporations.

Any reference to a time of day in this Supplemental Prospectus shall be a reference to Malaysian time, unless otherwise stated.

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THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

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THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

media prima

MEDIA PRIMA BERHAD
Company No.: 532975-A
(Incorporated in Malaysia under the Act)

Registered Office:

Sri Pentas
No. 3, Persiaran Bandar Utama
Bandar Utama
47800 Petaling
Selangor Darul Ehsan

24 November 2009

Our Board:

Datuk Johan bin Jaaffar (Non-Independent Non-Executive Chairman)
Dato' Amrin bin Awaluddin (Group Managing Director)
Dato' Sri Ahmad Farid bin Ridzuan (Executive Director)
Shahril Ridza bin Ridzuan (Non-Independent Non-Executive Director)
Tan Sri Lee Lam Thye (Independent Non-Executive Director)
Tan Sri Mohamed Jawhar (Independent Non-Executive Director)
Dato' Abdul Kadir bin Mohd Deen (Independent Non-Executive Director)
Dato' Gumuri bin Hussain (Independent Non-Executive Director)
Datuk Ahmad bin Abd Talib (Executive Director)
Dato' Fateh Iskandar bin Tan Sri Dato' Mohamed Mansor (Independent Non-Executive Director)

To: The Holders

Dear Sir/Madam

**SUPPLEMENTAL PROSPECTUS TO THE PROSPECTUS DATED 5 NOVEMBER 2009 IN
RELATION TO THE INITIAL LISTING OF UP TO 24,638,453 CONSIDERATION WARRANTS TO
BE ISSUED PURSUANT TO THE OFFER**

1. INTRODUCTION

- 1.1 On 16 October 2009, CIMB served, on our behalf, the Notice of Original Offer on the Board of NSTP to inform them of our intention to undertake the Original Offer.
- 1.2 On 4 November 2009, CIMB announced, on our behalf, that BNM had in its letter dated 2 November 2009 (which was received on 4 November 2009) approved the issuance of the MPB Warrants to holders who may be non-residents.

In the same letter, BNM also approved the issuance of any additional MPB Warrants to holders who may be non-residents arising from adjustments, if any, made pursuant to the provisions of the Deed Poll constituting the MPB Warrants.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

- 1.3 On 5 November 2009, CIMB announced, on our behalf, that the Original Offer Document together with the Form of Acceptance and Transfer have been despatched to the shareholders of NSTP on 5 November 2009.

On the same day, we sent to you our Initial Prospectus in respect of the initial listing of the Consideration Warrants to be issued as part consideration under the Original Offer.

- 1.4 On 9 November 2009, CIMB announced, on our behalf, that Bursa Securities had in its letter dated 5 November 2009 approved-in-principle the admission of the Consideration Warrants to the Official List of Bursa Securities and the listing and quotation of up to 24,638,453 Consideration Warrants and up to 123,192,264 Consideration Shares to be issued pursuant to the Original Offer, up to 24,604,298 Bonus Warrants to be issued pursuant to the Proposed Bonus Issue and up to 49,242,751 new MPB Shares to be issued upon exercise of the Consideration Warrants and Bonus Warrants.

- 1.5 On 12 November 2009, CIMB served, on our behalf, the Notice of Revised Offer on the Board of NSTP to notify them of our intention to revise certain terms of the Original Offer.

- 1.6 On 12 November 2009, NSTP announced the receipt of the Notice of Revised Offer.

- 1.7 Full details of the Revised Offer are set out in the Revised Offer Document dated 24 November 2009, a copy of which has been sent to you and can also be found on the website of Bursa Malaysia Berhad at www.bursamalaysia.com.

- 1.8 As prescribed under Section 238(1) of the CMSA, our Company is required to submit a supplementary prospectus to the SC for registration as the Revised Offer constitutes a significant change affecting matters disclosed in our Initial Prospectus.

The SC had on 20 November 2009 granted us waivers from complying with the following requirements under the Prospectus Guidelines – Supplementary/Replacement Prospectus (“**SP Guidelines**”):

- (i) Chapter 1.08 of the SP Guidelines – requirement to publish a summary advertisement for the Supplemental Prospectus in a widely-circulated Bahasa Malaysia newspaper and English newspaper; and
 - (ii) Chapter 2.06 of the SP Guidelines – requirement for the Supplemental Prospectus to be accompanied by a new application form that is reasonably identical to the original application form.
- 1.9 The approval of our shareholders for the Revised Offer and the Proposed Bonus Issue are still pending since the date of our Initial Prospectus and will be sought at our forthcoming EGM.

THIS SUPPLEMENTAL PROSPECTUS IS ISSUED FOR INFORMATION PURPOSES ONLY AND IS INTENDED TO PROVIDE YOU WITH DETAILS OF THE REVISED OFFER AND ANY CHANGE TO OUR INITIAL PROSPECTUS ARISING FROM THE REVISED OFFER. THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ IN CONJUNCTION WITH OUR INITIAL PROSPECTUS.

YOU ARE NOT REQUIRED TO TAKE ANY ACTION WITH RESPECT TO THIS SUPPLEMENTAL PROSPECTUS.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

2. DETAILS OF THE REVISED OFFER

2.1 Consideration

Under the Revised Offer, the offer price for each Offer Share has been increased from RM2.00 to **RM2.40**. Details of the Revised Offer are set out below:

Original Offer	Original Exchange Ratio
RM2.00 per Offer Share	(i) one (1) new MPB Share at an issue price of RM2.00 each for every one (1) Offer Share accepted; and (ii) one (1) new MPB Warrant for free for every five (5) Offer Shares accepted.
Revised Offer	Revised Exchange Ratio
RM2.40 per Offer Share	(i) six (6) new MPB Shares at an issue price of RM2.00 each for every five (5) Offer Shares accepted; and (ii) one (1) new MPB Warrant for free for every five (5) Offer Shares accepted.

On 12 November 2009, NSTP declared the NSTP Special Dividend totaling RM86.9 million.

As our Company is an existing shareholder of NSTP, we are entitled to our portion of the NSTP Special Dividend amounting to approximately RM37.6 million. Our Company proposes to distribute the MPB Special Dividend, the entitlement date for which will be announced later. For the avoidance of doubt, the accepting Holders will not be entitled to the MPB Special Dividend.

Accordingly, our Company **will not** adjust the number of Consideration Shares to be issued as consideration for the Offer Shares resulting from the NSTP Special Dividend and/or the MPB Share Dividend.

- 2.2 Holders who have accepted the Original Offer will be entitled to receive the Revised Offer and the NSTP Special Dividend.
- 2.3 The NSTP Special Dividend and MPB Special Dividend will be paid to existing shareholders of NSTP and our existing shareholders respectively, prior to the completion of the Revised Offer.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

2.4 Conditions of the Revised Offer

The Revised Offer is **conditional** upon the following:

- (i) our Company having received by the Closing Date, valid acceptances (provided that such acceptances are not, where permitted, subsequently withdrawn) in respect of the Offer Shares, which would result in us holding, together with such NSTP Shares that are already acquired, held or entitled to be acquired or held by our Company, 51% or more of the total voting shares of NSTP;
- (ii) approval of Bursa Securities for the admission of the Consideration Warrants to the Official List of Bursa Securities and the listing of and quotation for the Consideration Shares, Consideration Warrants and new MPB Shares to be issued upon the exercise of the Consideration Warrants on the Main Market of Bursa Securities.

Bursa Securities had on 5 November 2009 approved-in-principle, amongst others, the admission of the Consideration Warrants to the Official List of Bursa Securities and the listing and quotation of up to 24,638,453 Consideration Warrants, up to 123,192,264 Consideration Shares and up to 24,638,453 new MPB Shares to be issued upon the exercise of the Consideration Warrants on Bursa Securities. As the Revised Offer will involve the issuance of an additional 24,638,453 Consideration Shares ("**Additional Consideration Shares**"), an application has been made to Bursa Securities for the listing of and quotation for the Additional Consideration Shares.

- (iii) approval of BNM for the issuance of the Consideration Warrants to accepting Non-resident Holders; and
- (iv) approval of the shareholders of MPB for the Revised Offer at an EGM to be convened;

failing which the Revised Offer shall lapse and all acceptances shall be returned to the Holders who have accepted the Revised Offer.

Save for item (iii), none of the above conditions for the Revised Offer has been met as at the LPD.

- 2.5 Our Company intends to close the Revised Offer on the Closing Date i.e., at 5.00 p.m. (Malaysian time) on 17 December 2009, or in the event the Revised Offer is extended, on such extended closing date as we may decide and as may be announced by CIMB on our behalf.
- 2.6 Full details of the Revised Offer are set out in the Revised Offer Document dated 24 November 2009, a copy of which has been sent to you and can also be found on the website of Bursa Malaysia Berhad at www.bursamalaysia.com. As the Revised Offer Document is intended to supplement the Original Offer Document which sets out the offer by us to acquire the Offer Shares, you should also refer to the Original Offer Document for additional details not found in the Revised Offer Document which is of relevance to the Revised Offer.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

3. EFFECTS OF THE REVISED OFFER AND OTHER CORPORATE PROPOSALS

For illustrative purposes only, the proforma effects of the Revised Offer and the Other Corporate Proposals, on the share capital, earnings, NA and gearing and dividends of our Company are set out below based on the following scenarios:

Scenario 1 : Scenario assuming the following:

Proforma I	Based on the issued and paid-up share capital of our Company as at 30 October 2009 and assuming none of the 7,198,800 ESOS Options outstanding as at 30 October 2009 are exercised prior to the Entitlement Date.
Proforma II	After Proforma I and the distribution of the NSTP Special Dividend and MPB Special Dividend.
Proforma III	After Proforma II and assuming our Company holds 51% of the voting shares of NSTP as at the completion of the Revised Offer.
Proforma IV	After Proforma III and the Proposed Bonus Issue. For the avoidance of doubt, the accepting Holders who will become new shareholders of our Company upon the completion of the Revised Offer will not be entitled to the Bonus Warrants under the Proposed Bonus Issue.
Proforma Va	After Proforma IV and the Proposed Bonds with Detachable Warrants Issue (and assuming none of the MPB Warrants are exercised).
Proforma Vb	After Proforma IV and the Proposed Bonds with Detachable Warrants Issue (and assuming all the MPB Warrants to be issued are exercised).

Scenario 2 : Scenario assuming the following:

Proforma I	Based on the issued and paid-up share capital of our Company as at 30 October 2009 and assuming the full exercise of all 7,198,800 ESOS Options outstanding as at 30 October 2009 prior to the Entitlement Date.
Proforma II	After Proforma I and the distribution of the NSTP Special Dividend and MPB Special Dividend.
Proforma III	After Proforma II and assuming our Company holds 100% of the voting shares of NSTP as at the completion of the Revised Offer.
Proforma IV	After Proforma III and the Proposed Bonus Issue. For the avoidance of doubt, the accepting Holders who will become new shareholders of our Company upon the completion of the Revised Offer will not be entitled to the Bonus Warrants under the Proposed Bonus Issue.
Proforma Va	After Proforma IV and the Proposed Bonds with Detachable Warrants Issue (and assuming none of the MPB Warrants are exercised).
Proforma Vb	After Proforma IV and the Proposed Bonds with Detachable Warrants Issue (and assuming all the MPB Warrants to be issued are exercised).

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

3.1 Share capital

	Par value RM	< ----- Scenario 1 ----- >		< ----- Scenario 2 ----- >	
		No. of MPB Shares	RM	No. of MPB Shares	RM
Existing issued and paid-up capital as at 30 October 2009	1.00	853,870,042	853,870,042	853,870,042	853,870,042
Arising from the exercise of ESOS Options outstanding as at 30 October 2009	1.00	-	-	⁽¹⁾ 7,198,800	7,198,800
		853,870,042	853,870,042	861,068,842	861,068,842
Arising from the Revised Offer	1.00	⁽²⁾ 20,100,769	20,100,769	⁽³⁾ 147,830,717	147,830,717
		873,970,811	873,970,811	1,008,899,559	1,008,899,559
Arising from the Proposed Bonus Issue	1.00	-	-	-	-
Arising from the Proposed Bonds with Detachable Warrants Issue	1.00	-	-	-	-
Arising from full exercise of the MPB Warrants	1.00	⁽⁴⁾ 77,746,415	77,746,415	⁽⁵⁾ 99,240,420	99,240,420
Enlarged issued and paid-up share capital	1.00	951,717,226	951,717,226	1,108,139,979	1,108,139,979

Notes:

⁽¹⁾ Assuming the issue of 7,198,800 new MPB Shares as a result of the full exercise of all 7,198,800 ESOS Options outstanding as at 30 October 2009.

⁽²⁾ Assuming the issue of 20,100,769 new MPB Shares as a result of MPB having received valid acceptances from the Holders resulting in our Company holding 51% of the voting share of NSTP as at the completion of the Revised Offer.

⁽³⁾ Assuming the issue of 147,830,717 new MPB Shares as a result of MPB having received valid acceptances from the Holders resulting in our Company holding 100% of the voting shares of NSTP as at the completion of the Revised Offer.

⁽⁴⁾ Assuming the issuance of the following:

(i) 3,350,128 new MPB Shares as a result of the exercise of 3,350,128 Consideration Warrants;

(ii) 24,396,287 new MPB Shares as a result of the exercise of the 24,396,287 Bonus Warrants; and

(iii) 50,000,000 new MPB Shares as a result of the exercise of 50,000,000 Detachable Warrants.

⁽⁵⁾ Assuming the issuance of the following:

(i) 24,638,453 new MPB Shares as a result of the exercise of 24,638,453 Consideration Warrants;

(ii) 24,601,967 new MPB Shares as a result of the exercise of the 24,601,967 Bonus Warrants; and

(iii) 50,000,000 new MPB Shares as a result of the exercise of 50,000,000 Detachable Warrants.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

3.2 Earnings

The Revised Offer is anticipated to be completed by the first (1st) quarter of 2010 and as such is not expected to have any material effect on the earnings or EPS of our Group for the FYE 31 December 2009. However, upon the successful completion of the Revised Offer, the NSTP Group is expected to contribute positively to the future earnings of our enlarged Group.

The following proforma effects of the Revised Offer and the Other Corporate Proposals on the net EPS of our Group based on our audited consolidated financial statements as at FYE 31 December 2008 under Scenario 1 and Scenario 2 are prepared for illustrative purposes only, on the assumption that the proposals had been effected as at 1 January 2008:

Scenario 1

	Audited 31 Dec 2008	Proforma I	Proforma II ⁽¹⁾	Proforma III ⁽²⁾⁽⁶⁾	Proforma IV ⁽³⁾⁽⁹⁾	Proforma Va ⁽³⁾⁽¹⁰⁾	Proforma Vb ⁽³⁾⁽¹⁰⁾
PATAMI (RM '000)	86,023	86,023	86,023	111,304	111,304	105,004	106,429
Number of MPB Shares in issue ('000)	853,811	853,870	853,870	873,971	873,971	873,971	⁽⁴⁾ 951,717
Basic and diluted EPS ⁽¹¹⁾ (sen)	⁽⁷⁾ 10.17	⁽¹²⁾ 10.07	⁽¹²⁾ 10.07	⁽¹²⁾ 12.74	⁽¹²⁾ 12.74	⁽¹²⁾ 12.01	⁽¹²⁾ 11.18

Scenario 2

	Audited 31 Dec 2008	Proforma I	Proforma II ⁽¹⁾	Proforma III ⁽⁵⁾⁽⁸⁾	Proforma IV ⁽³⁾⁽⁹⁾	Proforma Va ⁽³⁾⁽¹⁰⁾	Proforma Vb ⁽³⁾⁽¹⁰⁾
PATAMI (RM '000)	86,023	86,023	86,023	291,520	291,520	285,220	286,645
Number of MPB Shares in issue ('000)	853,811	861,069	861,069	1,008,900	1,008,900	1,008,900	⁽⁶⁾ 1,108,140
Basic and diluted EPS ⁽¹¹⁾ (sen)	⁽⁷⁾ 10.17	⁽¹²⁾ 9.99	⁽¹²⁾ 9.99	⁽¹²⁾ 28.89	⁽¹²⁾ 28.89	⁽¹²⁾ 28.27	⁽¹²⁾ 25.87

Notes:

- ⁽¹⁾ Assuming the distribution of NSTP Special Dividend and MPB Special Dividend is completed immediately prior to the completion of the Revised Offer.
- ⁽²⁾ Assuming MPB holds 51% of the voting shares of NSTP as at the completion of the Revised Offer, which is assumed to be on 1 January 2008 for illustrative purposes only.
- ⁽³⁾ Assuming completion on the same day as the Revised Offer on 1 January 2008 for illustrative purposes only.
- ⁽⁴⁾ Assuming the full exercise of 77,746,415 MPB Warrants (comprising 3,350,128 Consideration Warrants, 24,396,287 Bonus Warrants and 50,000,000 Detachable Warrants) on 1 January 2008 immediately after the Revised Offer, the Proposed Bonus Issue and the Proposed Bonds with Detachable Warrants Issue were assumed completed for illustrative purposes only.
- ⁽⁵⁾ Assuming MPB holds 100% of the voting shares of NSTP as at the completion of the Revised Offer, which is assumed to be on 1 January 2008 for illustrative purposes only.
- ⁽⁶⁾ Assuming the full exercise of 99,240,420 MPB Warrants (comprising 24,638,453 Consideration Warrants, 24,601,967 Bonus Warrants and 50,000,000 Detachable Warrants) on 1 January 2008 immediately after the Revised Offer, the Proposed Bonus Issue and the Proposed Bonds with Detachable Warrants Issue were assumed completed for illustrative purposes only.

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- ⁽⁷⁾ Computed based on the weighted average number of shares in issue of 845,483,000.
- ⁽⁸⁾ After taking into consideration the estimated expenses for the Revised Offer of approximately RM1.5 million.
- ⁽⁹⁾ After taking into consideration the estimated expenses for the Proposed Bonus Issue of approximately RM0.5 million.
- ⁽¹⁰⁾ After taking into consideration the estimated expenses for the Proposed Bonds with Detachable Warrants Issue of approximately RM1.5 million.
- ⁽¹¹⁾ The number of MPB Shares used as the basis of calculation for diluted EPS remains unchanged as there were no dilutive potential MPB Shares since the average market price of MPB Shares in the past 12 months up to 30 October 2009 was lower than the exercise price of the ESOS Options and the MPB Warrants.
- ⁽¹²⁾ Computed based on number of MPB Shares in issue.

The determination of negative goodwill recognised as part of earnings in Proforma I to Va and Vb of RM23.5 million and RM182.3 million under Scenario 1 and 2 respectively are based on the carrying value of assets and liabilities of NSTP in its audited consolidated balance sheet for the financial year as at 31 December 2007/1 January 2008, and have not been recognised/measured at their respective fair values. Adjustments to the carrying values of assets and liabilities including intangible assets and contingent liabilities of NSTP upon completion of a purchase price allocation review will have a corresponding effect on the results of the enlarged MPB Group in view of the negative goodwill arising and amortisation of potential intangibles.

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3.3 NA and gearing

The following proforma effects of the Revised Offer and Other Corporate Proposals on the NA and gearing of our Group based on our audited consolidated financial statements as at FYE 31 December 2008 under Scenario 1 and Scenario 2 are prepared for illustrative purposes only, on the assumption that the proposals had been effected as at 31 December 2008:

Scenario 1

	Audited as at 31 Dec 2008 RM '000	Proforma I RM '000	Proforma II ⁽¹⁾ RM '000	Proforma III ⁽²⁾⁽⁹⁾ RM '000	Proforma IV ⁽³⁾⁽¹⁰⁾ RM '000	Proforma Va ⁽³⁾⁽¹¹⁾ RM '000	Proforma Vb ⁽³⁾⁽⁴⁾⁽¹¹⁾ RM '000
Share capital	853,811	853,870	853,870	873,971	873,971	873,971	951,717
Share premium	188,118	188,146	188,146	208,247	208,247	208,247	271,852
Other reserves	33,900	33,683	33,683	35,090	35,090	38,588	33,683
Accumulated losses	(524,527)	(524,310)	(561,924)	(535,774)	(536,274)	(536,274)	(542,774)
NA attributable to ordinary shareholders	551,302	551,389	513,775	581,534	581,034	584,532	714,478
MI	(11,533)	(11,533)	(11,533)	428,570	428,570	428,570	428,570
Total equity	539,769	539,856	502,242	1,010,104	1,009,604	1,013,102	1,143,048
Number of MPB Shares ('000)	853,811	853,870	853,870	873,971	873,971	873,971	951,717
NA attributable to ordinary shareholders per share (RM)	0.65	0.65	0.60	0.67	0.66	0.67	0.75
Total borrowings ⁽⁷⁾	381,683	381,683	381,683	498,074	498,074	638,076	508,130
Gearing ratio ⁽⁸⁾ (times)	0.69	0.69	0.74	0.86	0.86	1.09	0.71

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Scenario 2

	Audited as at 31 Dec 2008 RM '000	Proforma I RM '000	Proforma II ⁽¹⁾ RM '000	Proforma III ⁽³⁾⁽⁹⁾ RM '000	Proforma IV ⁽³⁾⁽¹⁰⁾ RM '000	Proforma Va ⁽³⁾⁽¹¹⁾ RM '000	Proforma Vb ⁽³⁾⁽⁶⁾⁽¹¹⁾ RM '000
Share capital	853,811	861,069	861,069	1,008,900	1,008,900	1,008,900	1,108,140
Share premium	188,118	194,227	194,227	342,057	342,057	342,057	431,797
Other reserves	33,900	33,065	33,065	43,413	43,413	46,911	33,066
Accumulated losses	(524,527)	(524,310)	(561,924)	(322,457)	(322,957)	(322,957)	(329,457)
NA attributable to ordinary shareholders	551,302	564,051	526,437	1,071,913	1,071,413	1,074,911	1,243,546
MI	(11,533)	(11,533)	(11,533)	(11,533)	(11,533)	(11,533)	(11,533)
Total equity	539,769	552,518	514,904	1,060,380	1,059,880	1,063,378	1,232,013
Number of MPB Shares ('000)	853,811	861,069	861,069	1,008,900	1,008,900	1,008,900	1,108,140
NA attributable to ordinary shareholders per share (RM)	0.65	0.66	0.61	1.06	1.06	1.07	1.12
Total borrowings ⁽⁷⁾	381,683	381,683	381,683	498,074	498,074	638,076	498,074
Gearing ratio ⁽⁸⁾ (times)	0.69	0.68	0.73	0.46	0.46	0.59	0.40

Notes:

- ⁽¹⁾ Assuming the distribution of NSTP Special Dividend and MPB Special Dividend is completed immediately prior to the completion of the Revised Offer.
- ⁽²⁾ Assuming MPB holds 51% of the voting shares of NSTP as at the completion of the Revised Offer, which is assumed to be on 31 December 2008 for illustrative purposes only.
- ⁽³⁾ Assuming completion on the same day as the Revised Offer on 31 December 2008 for illustrative purposes only.
- ⁽⁴⁾ Assuming the full exercise of 77,746,415 MPB Warrants (comprising 3,350,128 Consideration Warrants, 24,396,287 Bonus Warrants and 50,000,000 Detachable Warrants) on 31 December 2008 immediately after the Revised Offer, the Proposed Bonus Issue and the Proposed Bonds with Detachable Warrants Issue were assumed completed for illustrative purposes only.
- ⁽⁵⁾ Assuming MPB holds 100% of the voting shares of NSTP as at the completion of the Revised Offer, which is assumed to be on 31 December 2008 for illustrative purposes only.
- ⁽⁶⁾ Assuming the full exercise of 99,240,420 MPB Warrants (comprising 24,638,453 Consideration Warrants, 24,601,967 Bonus Warrants and 50,000,000 Detachable Warrants) on 31 December 2008 immediately after the Revised Offer, the Proposed Bonus Issue and the Proposed Bonds with Detachable Warrants Issue were assumed completed for illustrative purposes only.
- ⁽⁷⁾ Based on all interest-bearing borrowings.
- ⁽⁸⁾ Computed based on the total of all interest-bearing borrowings divided by NA attributable to ordinary shareholders.
- ⁽⁹⁾ After taking into consideration the estimated expenses for the Revised Offer of approximately RM1.5 million.

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⁽¹⁰⁾ After taking into consideration the estimated expenses for the Proposed Bonus Issue of approximately RM0.5 million.

⁽¹¹⁾ After taking into consideration the estimated expenses for the Proposed Bonds with Detachable Warrants Issue of approximately RM1.5 million.

The determination of negative goodwill recognised as part of retained earnings in Proforma I to Va and Vb of RM26.2 million and RM201.9 million under Scenario 1 and 2 respectively are based on the carrying value of assets and liabilities of NSTP in its audited consolidated balance sheet for the financial year as at 31 December 2008, and have not been recognised/measured at their respective fair values. Adjustments to the carrying values of assets and liabilities including intangible assets and contingent liabilities of NSTP upon completion of a purchase price allocation review will have a corresponding effect on the negative goodwill, net tangible assets, revaluation reserve and minority interest balance as well as the results of the enlarged MPB Group in view of the negative goodwill arising and amortisation of potential intangibles.

3.4 Dividends

On 28 July 2009, our Company paid a final dividend of 6.7 sen gross per MPB Share, less income tax at 25% to our shareholders in respect of the FYE 31 December 2008. Our Company is further proposing to declare the MPB Special Dividend in respect of the FYE 31 December 2009.

Barring any unforeseen circumstances, we do not expect the Revised Offer and the Other Corporate Proposals to affect the dividend policy of our Company for the FYE 31 December 2009. Nevertheless, the decision to declare and pay dividends in the future will depend, amongst others, on the performance, cash flow position and funding requirements of our Group.

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4. SHAREHOLDINGS OF OUR SUBSTANTIAL SHAREHOLDERS AND DIRECTORS

4.1 Substantial shareholders

The proforma effects of the Revised Offer and Other Corporate Proposals on the shareholdings of our substantial shareholders as at 30 October 2009 under Scenario 1 and Scenario 2 are as follows:

Scenario 1

	Existing as at 30 October 2009				Proforma I and II				Proforma III ⁽¹⁾				Proforma IV and Va				Proforma Vb			
	< ----- Direct ----- >	No. of MPB Shares held	%	< -- Indirect -- >	< ----- Direct ----- >	No. of MPB Shares held	%	< - Indirect - >	< ----- Direct ----- >	No. of MPB Shares held	%	< - Indirect - >	< ----- Direct ----- >	No. of MPB Shares held	%	< -- Indirect -- >	< ----- Direct ----- >	No. of MPB Shares held	%	< -- Indirect -- >
EPF	214,588,258	25.13	-	-	214,588,258	25.13	-	-	214,588,258	24.55	-	-	214,588,258	24.55	-	-	220,719,351	23.19	-	-
GKSB	123,023,070	14.41	-	-	123,023,070	14.41	-	-	123,023,070	14.08	-	-	123,023,070	14.08	-	-	126,538,014	13.30	-	-
Altima	87,840,471	10.29	-	-	87,840,471	10.29	-	-	87,840,471	10.05	-	-	87,840,471	10.05	-	-	90,350,198	9.49	-	-
Harris	86,488,700	10.13	-	-	86,488,700	10.13	-	-	86,488,700	9.90	-	-	86,488,700	9.90	-	-	88,959,805	9.35	-	-

Scenario 2

	Existing as at 30 October 2009				Proforma I and II				Proforma III				Proforma IV and Va				Proforma Vb			
	< ----- Direct ----- >	No. of MPB Shares held	%	< -- Indirect -- >	< ----- Direct ----- >	No. of MPB Shares held	%	< - Indirect - >	< ----- Direct ----- >	No. of MPB Shares held	%	< - Indirect - >	< ----- Direct ----- >	No. of MPB Shares held	%	< -- Indirect -- >	< ----- Direct ----- >	No. of MPB Shares held	%	< -- Indirect -- >
EPF	214,588,258	25.13	-	-	214,588,258	24.92	-	-	244,866,718	24.27	-	-	244,866,718	24.27	-	-	256,044,221	23.11	-	-
GKSB	123,023,070	14.41	-	-	123,023,070	14.29	-	-	123,023,070	12.19	-	-	123,023,070	12.19	-	-	126,538,014	11.42	-	-
Altima	87,840,471	10.29	-	-	87,840,471	10.20	-	-	87,840,471	8.71	-	-	87,840,471	8.71	-	-	90,350,198	8.15	-	-
Harris	86,488,700	10.13	-	-	86,488,700	10.04	-	-	86,488,700	8.57	-	-	86,488,700	8.57	-	-	88,959,805	8.03	-	-

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Notes:

- (1) Assuming none of our substantial shareholders accepts the Revised Offer under Scenario 1.
- (2) Assuming EPF accepts the Revised Offer in respect of all its 25,232,050 NSTP Shares, representing 11.62% of the issued and paid-up share capital of NSTP as at 30 October 2009.

Definitions:

EPF: Employees Provident Fund Board

GKSB: Gabungan Kesturi Sdn Bhd

Harris: Harris Associates L.P.

Altima: Altima, Inc

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4.2 Directors

The proforma effects of the Revised Offer and Other Corporate Proposals on the shareholdings of our Directors as at 30 October 2009 under Scenario 1 and Scenario 2 are as follows:

Scenario 1

	Existing as at 30 October 2009			Proforma I and II			Proforma III			Proforma IV and Va			Proforma Vb		
	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >
	No. of MPB Shares held	%	No. of MPB Shares held	No. of MPB Shares held	%	No. of MPB Shares held	No. of MPB Shares held	%	No. of MPB Shares held	%	No. of MPB Shares held	%	No. of MPB Shares held	%	No. of MPB Shares held
Dato' Amrin bin Awaluddin	189,033	0.02	-	189,033	0.02	-	189,033	0.02	-	189,033	0.02	-	189,033	0.02	-
Dato' Sri Ahmad Farid bin Ridzuan	190,000	0.02	-	190,000	0.02	-	190,000	0.02	-	190,000	0.02	-	190,000	0.02	-

Scenario 2


	Existing as at 30 October 2009			Proforma I and II			Proforma III			Proforma IV and Va			Proforma Vb		
	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >	< --- Direct --- >	< --- Indirect --- >	< --- Indirect --- >
	No. of MPB Shares held	%	No. of MPB Shares held	No. of MPB Shares held	%	No. of MPB Shares held	No. of MPB Shares held	%	No. of MPB Shares held	%	No. of MPB Shares held	%	No. of MPB Shares held	%	No. of MPB Shares held
Dato' Amrin bin Awaluddin	189,033	0.02	-	189,033	0.02	-	189,033	0.02	-	189,033	0.02	-	189,033	0.02	-
Dato' Sri Ahmad Farid bin Ridzuan	190,000	0.02	-	190,000	0.02	-	190,000	0.02	-	190,000	0.02	-	190,000	0.02	-

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

5. ADDITIONAL INFORMATION

You are requested to refer to the attached appendices for additional information.

Yours faithfully
for and on behalf of the Board of Directors of
MEDIA PRIMA BERHAD



Dato' Amrin bin Awaluddin
Group Managing Director

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APPENDIX I

**PROFORMA CONSOLIDATED BALANCE SHEETS OF MPB AS AT 31 DECEMBER 2008
TOGETHER WITH THE REPORTING ACCOUNTANTS' LETTER**

(Prepared for inclusion in this Supplemental Prospectus)



The Board of Directors
Media Prima Berhad
Sri Pentas
No 3 Persiaran Bandar Utama
Bandar Utama
47800 Petaling
Selangor Darul Ehsan

18 November 2009

PwC/NAL/ra/1904J

MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008

Dear Sirs,

- 1 We report on the proforma consolidated balance sheets as at 31 December 2008 of Media Prima Berhad ('MPB') and its subsidiaries (collectively known as 'MPB Group'), together with the Notes thereon (collectively known as 'Proforma Consolidated Balance Sheets'), as set out in the Appendix to this letter for which the Directors are solely responsible.
- 2 The Proforma Consolidated Balance Sheets have been prepared for illustrative purposes only, for inclusion in the Supplemental Prospectus to the Prospectus dated 5 November 2009 in connection with the initial listing of up to 24,638,453 free new warrants in MPB ('Consideration Warrants') to be issued pursuant to the conditional take-over offer by MPB to acquire all the remaining ordinary shares of RM1.00 each in The New Straits Times Press (Malaysia) Berhad not already owned by MPB ('Offer Shares') ('Warrants Listing'), at an offer price of RM2.40 for each Offer Share to be satisfied by the issuance of six (6) ordinary shares of RM1.00 each in MPB ('MPB Share') at an issue price of RM2.00 each ('Consideration Share') and the issuance of one (1) Consideration Warrant for every five (5) Offer Shares accepted ('Proposed Offer'), to be dated 24 November 2009.

Responsibilities

- 3 It is the responsibility solely of the Directors of MPB to prepare the Proforma Consolidated Balance Sheets in accordance with the requirements of the Prospectus Guidelines – Abridged Prospectus and Prospectus Guidelines – Supplementary/Replacement Prospectus issued by the Securities Commission.
- 4 It is our responsibility to form an opinion on the Proforma Consolidated Balance Sheets and our report is given to you solely for this, and for no other purpose.

PricewaterhouseCoopers
(AF 1146)
Chartered Accountants
Level 10, 1 Sentral
Jalan Travers, Kuala Lumpur Sentral
P O Box 10192
50706 Kuala Lumpur, Malaysia
Telephone +60 3 2173 1188
Facsimile +60 3 2173 1288
pwc.com

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The Board of Directors
Media Prima Berhad
PwC/NAL/ra/1904J
18 November 2009

Responsibilities (continued)

- 5 In providing this opinion, we are not updating or refreshing any reports or opinions previously made by us on any financial information used in the compilation of the Proforma Consolidated Balance Sheets, nor do we accept responsibility for such reports or opinions beyond that owed to those to whom those reports or opinions were addressed by us at the dates of their issue.

Basis of opinion

- 6 Our work consisted primarily of comparing the audited financial information in the Appendix with the audited financial statements of MPB Group, considering the evidence supporting the adjustments and discussing the Proforma Consolidated Balance Sheets with the Directors of MPB Group. Our work involved no independent examination of any of the underlying financial information.
- 7 As the Proforma Consolidated Balance Sheets are prepared for illustrative purposes only, such information, because of its nature, do not give a true picture of the effects of the Proposal, the Assumption, the Recent Corporate Announcements and the Recent Approved Transactions as described in Note 1, on the financial position and results of MPB Group had the transaction or event occurred at the balance sheet date. Further, such information does not purport to predict MPB Group's future financial position, results and cash flows.
- 8 As described in Note 2.2.2, the Proforma Consolidated Balance Sheets have been prepared in accordance with the accounting policies adopted by MPB Group in the preparation of the audited financial statements of MPB Group for the financial year ended 31 December 2008, except that the assets and liabilities including intangible assets and contingent liabilities of NSTP accounted for to illustrate the effects of the Proposed Offer described in Note 1.1.1 have not been recognised/measured at their respective fair values. Instead, these assets and liabilities are based on the carrying values of assets and liabilities in NSTP's audited consolidated balance sheet as at 31 December 2008. Adjustments to the carrying values of assets and liabilities of NSTP upon completion of a purchase price allocation review will have a corresponding effect on negative goodwill, net tangible assets, revaluation reserve and minority interest balance as well as results of MPB Group in view of the potential negative goodwill arising and amortisation of potential intangibles.
- 9 In illustrating the issuance of Consideration Shares pursuant to the Proposed Offer, the value of Consideration Shares were not measured at their fair value of RM1.11 per MPB Share, which is the closing share price as at 31 December 2008, being the assumed completion date. Instead the fair value used in the proforma illustration was based on the issue price of RM2.00 per Consideration Share as detailed in the Supplemental Prospectus.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.



The Board of Directors
Media Prima Berhad
PwC/NAL/ra/1904J
18 November 2009

Basis of opinion (continued)

- 10 In illustrating the issuance of the Consideration Warrants pursuant to the Proposed Offer, the value of these Consideration Warrants were not measured at their fair value as at 31 December 2008, being the assumed completion date. Instead the fair value used in the proforma illustration was based on an illustrative theoretical value of RM0.49 per Consideration Warrant as detailed in the Notes to the Proforma Consolidated Balance Sheets.

Opinion

- 11 Except for the matters detailed in Paragraphs 8, 9 and 10, in our opinion:
- (a) the Proforma Consolidated Balance Sheets have been properly compiled on the basis set out in the Notes thereon using the financial statements prepared in accordance with the approved accounting standards which includes the Financial Reporting Standards ("FRS"), the Malaysian Accounting Standards Board ("MASB") Approved Accounting Standards in Malaysia for Entities Other than Private Entities, and in a manner consistent with both the format of the financial statements and accounting policies of the MPB Group for the financial year ended 31 December 2008; and
 - (b) the adjustments made to the information used in the preparation of the Proforma Consolidated Balance Sheets are appropriate for the purposes of preparing the Proforma Consolidated Balance Sheets.

Yours faithfully,

A handwritten signature in black ink that reads "PricewaterhouseCoopers".

PRICEWATERHOUSECOOPERS
(No. AF: 1146)
Chartered Accountants

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

APPENDIX

Page 1

MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON

1 INTRODUCTION

The Proforma Consolidated Balance Sheets of Media Prima Berhad ('MPB' or the 'Company') and its subsidiaries (collectively known as the 'MPB Group') for which the Directors of MPB are solely responsible, has been prepared for illustrative purposes only, for the purpose of inclusion in the Supplemental Prospectus to the Prospectus dated 5 November 2009 in connection with the initial listing of up to 24,638,453 free new warrants in MPB ('Consideration Warrants') to be issued pursuant to the conditional take-over offer by MPB to acquire all the remaining ordinary shares of RM1.00 each in The New Straits Times Press (Malaysia) Berhad not already owned by MPB ('Offer Shares') ('Warrants Listing').

The Proforma Consolidated Balance Sheets have been prepared for illustrative purposes only to show the effects on the audited consolidated balance sheet of MPB as at 31 December 2008, of the Proposal set out in 1.1, the Assumption set out in 1.2, the Recent Corporate Announcements set out in 1.3 and the Recent Approved Transactions set out in Note 1.4, had all been effected on that date.

1.1 The Proposal

1.1.1 Proposed Offer

The Proposed Offer entails the acquisition by MPB of the Offer Shares at the offer price of RM2.40 for each Offer Share, to be fully satisfied by the issuance of six (6) new MPB ordinary shares of RM1.00 each in MPB ('MPB Share') at an issue price of RM2.00 each ('Consideration Share') and the issuance of one (1) Consideration Warrant for every five (5) Offer Shares accepted.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

APPENDIX

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MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

1 INTRODUCTION (CONTINUED)

1.2 Assumption

- 1.2.1 As at 30 October 2009, MPB has 7.2 million options outstanding under the existing Employees Share Option Scheme ('ESOS'), as shown in the table below ('collectively referred to as 'ESOS Options').

No. of ESOS Options as converted under	Balance of ESOS Options 31.12.2008 Units ('000)	Exercise price RM	No. of ESOS Options exercised up to 30.10.2009 Units ('000)	No. of ESOS Options lapsed due to staff resignation up to 30.10.2009 Units ('000)	Balance of ESOS Options outstanding at 30.10.2009 Units ('000)
Tranche 1	1,469	1.46	54	157	1,258
Tranche 2	5,043	1.55	5	1,475	3,563
Tranche 3	3,211	2.23	0	833	2,378
	<u>9,723</u>		<u>59</u>	<u>2,465</u>	<u>7,199</u>

It is assumed in Scenario 1 that none of the ESOS Options outstanding as at 30 October 2009 are exercised.

It is assumed in Scenario 2 that all ESOS Options outstanding as at 30 October 2009 are exercised.

This assumption has been illustrated even though the exercise prices of the ESOS Options are higher than the current market price of MPB Shares at 31 December 2008. The implications of this assumption are not significant.

1.3 Recent Corporate Announcements

In addition to the Proposed Offer, MPB has also announced, on 16 October 2009, a Proposed Bonus Issue and a Proposed Bonds with Detachable Warrants Issue as set out in 1.3.1 and 1.3.2 below.

1.3.1 Proposed Bonus Issue

A proposed bonus issue of up to 24,604,298 new warrants in MPB ('Bonus Warrants') will be provided to the existing shareholders of MPB on the basis of one (1) Bonus Warrant for every thirty-five (35) MPB Shares held on an entitlement date to be determined later. For the avoidance of doubt, the accepting NSTP shareholders who will become new MPB shareholders will not be entitled to the Bonus Warrants under the Proposed Bonus Issue. The implementation of the Proposed Bonus Issue is conditional upon the Proposed Offer becoming unconditional.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

APPENDIX

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MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

1 INTRODUCTION (CONTINUED)

1.3.2 Proposed Bonds with Detachable Warrants Issue

The Proposed Bonds with Detachable Warrants Issue involves the issuance of RM150,000,000 nominal value of Bonds together with 50,000,000 provisional rights to the Detachable Warrants ('Provisional Rights of Warrants'), on a bought deal basis. Upon issuance, the Provisional Rights of Warrants will be immediately detached from the Bonds by the primary subscriber and placed to investors to be identified.

The implementation of the Proposed Bonds with Detachable Warrants Issue is conditional upon the Proposed Offer becoming unconditional.

The Consideration Warrants, Bonus Warrants and Detachable Warrants will be collectively referred to as 'MPB Warrants'.

For illustration purposes, the exercise price of MPB Warrants is assumed at RM1.80 each. These MPB Warrants will entitle the holder to subscribe for one (1) new MPB Share at the pre-determined exercise price of RM1.80 each.

The new MPB Shares to be issued pursuant to the exercise of MPB Warrants will, upon the allotment and issue, rank pari passu in all respects with the then existing MPB Shares, except that they shall not be entitled to any dividends, rights, allotment and/or other distributions, the entitlement date of which is prior to the date of allotment of the new MPB Shares.

1.4 Recent Approved Transactions

1.4.1 The Board of Directors of NSTP had on 12 November 2009 declared the payment of a special tax exempt dividend of 40 sen per ordinary share of NSTP ('NSTP Special Dividend') held as at 26 November 2009.

1.4.2 Accordingly, MPB will receive a portion of the NSTP Special Dividend amounting to RM37,614,216 which will be distributed to MPB's existing shareholders as tax exempt dividend at an entitlement date to be announced later ('MPB Special Dividend').

1.4.3 The NSTP Special Dividend and MPB Special Dividend will be paid to the existing shareholders of NSTP and MPB respectively, prior to the completion of the Proposed Offer.

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008

2.1 The Proforma Consolidated Balance Sheets of MPB Group as set out below have been prepared, solely for illustrative purposes, to show the effects on the audited consolidated balance sheet of MPB Group as at 31 December 2008, of the Proposal set out in Note 1.1, the Assumption set out in 1.2, the Recent Corporate Announcements set out in Note 1.3 and the Recent Approved Transactions set out in Note 1.4, had all been effected on that date as follows:

2.1.1 Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised

Scenario 1 has been prepared to show the effects on the audited consolidated balance sheet at MPB Group as at 31 December 2008 had the Proposal set out in Note 1.1, the Assumption set out in 1.2, the Recent Corporate Announcements set out in Note 1.3 and the Recent Approved Transactions set out in Note 1.4 been effected as follows:

- (i) It is assumed that none of the existing ESOS Options outstanding up to 30 October 2009 are exercised.
- (ii) It is assumed that the NSTP Special Dividend and the MPB Special Dividend will be distributed prior to the completion of the Proposed Offer.
- (iii) In respect of the Proposed Offer, it is assumed that MPB will hold 51% of the voting shares of NSTP at the completion of the Proposed Offer.
- (iv) The Proposed Bonus Issue and Proposed Bonds with Detachable Warrants Issue will be implemented. In respect of the MPB Warrants, the effects of the two assumptions below have been illustrated:
 - Assumption A - None of the MPB Warrants are exercised
 - Assumption B - All MPB Warrants are assumed to be exercised

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.1.2 Scenario 2: Proforma of MPB Group assuming 100% acceptance of the Proposed Offer and assuming all the ESOS Options are exercised

Scenario 2 has been prepared to show the effects on the audited consolidated balance sheet of MPB Group as at 31 December 2008 had the Proposal set out in Note 1.1, the Assumption set out in 1.2, the Recent Corporate Announcements set out in Note 1.3 and the Recent Approved Transactions set out in Note 1.4, been effected as follows:

- (i) It is assumed that all existing ESOS Options outstanding as at 30 October 2009 are exercised.
- (ii) It is assumed that the NSTP Special Dividend and the MPB Special Dividend will be distributed prior to the completion of the Proposed Offer.
- (iii) In respect of the Proposed Offer, it is assumed that MPB will hold 100% of the voting shares of NSTP at the completion of the Proposed Offer.
- (iv) The Proposed Bonus Issue and Proposed Bonds with Detachable Warrants Issue will be implemented. In respect of the MPB Warrants, the effects of the two assumptions below have been illustrated:
 - Assumption A - None of the MPB Warrants are exercised
 - Assumption B - All MPB Warrants are assumed to be exercised

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised

		Assumption	Recent Approved Transactions	Proposal		Recent Corporate Announcements	
						Assumption A	Assumption B
		Proforma I	Proforma II	Proforma III	Proforma IV	Proforma V(a)	Proforma V(b)
		Assumed no exercise of existing ESOS Options outstanding at 31.12.2008 RM'000	After (I) and the distribution of NSTP and MPB Special Dividends RM'000	After (II) and obtaining 51% acceptance of the Proposed Offer RM'000	After (III) and the Proposed Bonus Issue RM'000	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants not exercised RM'000	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants all exercised RM'000
CAPITAL AND RESERVES ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY							
Share capital	853,811	853,870	853,870	873,971	873,971	873,971	951,717
Share premium	188,118	188,146	188,146	208,247	208,247	208,247	271,852
Other reserves	33,900	33,683	33,683	35,090	35,090	38,588	33,683
Accumulated losses	(524,527)	(524,310)	(561,924)	(535,774)	(536,274)	(536,274)	(542,774)
	551,302	551,389	513,775	581,534	581,034	584,532	714,478
MINORITY INTEREST	(11,533)	(11,533)	(11,533)	428,570	428,570	428,570	428,570
TOTAL EQUITY	539,769	539,856	502,242	1,010,104	1,009,604	1,013,102	1,143,048
NON-CURRENT LIABILITIES							
Bank guaranteed medium term notes	163,990	163,990	163,990	163,990	163,990	163,990	163,990
Interest bearing bank borrowings:							
- Term loans	49,589	49,589	49,589	49,589	49,589	49,589	49,589
Hire-purchase and lease creditors	14,585	14,585	14,585	14,585	14,585	14,585	14,585
Redeemable fixed rate bonds	-	-	-	-	-	140,002	10,056
Trade and other payables	950	950	950	950	950	950	950
Deferred tax liabilities	20,007	20,007	20,007	39,658	39,658	39,658	39,658
	249,121	249,121	249,121	268,772	268,772	408,774	278,828
TOTAL EQUITY AND NON-CURRENT LIABILITIES	788,890	788,977	751,363	1,278,876	1,278,376	1,421,876	1,421,876
NON-CURRENT ASSETS							
Property, plant and equipment	212,553	212,553	212,553	789,523	789,523	789,523	789,523
Investment properties	13,682	13,682	13,682	44,616	44,616	44,616	44,616
Prepaid lease rentals	9,162	9,162	9,162	15,515	15,515	15,515	15,515
Associates	347,444	347,444	309,830	202,117	202,117	202,117	202,117
Investments	2,393	2,393	2,393	2,393	2,393	2,393	2,393
Other investments	-	-	-	744	744	744	744
Prepaid transmission station rentals	2,622	2,622	2,622	2,622	2,622	2,622	2,622
Intangible assets	179,084	179,084	179,084	179,084	179,084	179,084	179,084
Deferred tax assets	19,445	19,445	19,445	21,643	21,643	21,643	21,643
	786,385	786,385	748,771	1,258,257	1,258,257	1,258,257	1,258,257

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised (continued)

		Assumption	Recent Approved Transactions	Proposal	Recent Corporate Announcements		
		Proforma I	Proforma II	Proforma III	Proforma IV	Assumption A Proforma V(a)	Assumption B Proforma V(b)
	Audited Balance Sheet as at 31.12.2008	Assumed no exercise of existing ESOS Options outstanding at 30.10.2009	After (I) and the distribution of NSTP and MPB Special Dividends	After (II) and obtaining 51% acceptance of the Proposed Offer	After (III) and the Proposed Bonus Issue	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants not exercised	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants all exercised
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
CURRENT ASSETS							
Inventories	35	35	35	128,024	128,024	128,024	128,024
Trade and other receivables	280,180	280,180	280,180	374,515	374,515	374,515	374,515
Deposits, cash and bank balances	51,083	51,170	51,170	57,522	57,522	201,022	201,022
Tax recoverable	3,814	3,814	3,814	5,169	5,169	5,169	5,169
Amount due from an associate	843	843	843	-	-	-	-
	335,955	336,042	336,042	565,230	565,230	708,730	708,730
Assets of subsidiary acquired exclusively for sale	42,402	42,402	42,402	42,402	42,402	42,402	42,402
Non-current assets or disposal group classified as held for sale	-	-	-	187	187	187	187
	378,357	378,444	378,444	607,819	607,819	751,319	751,319
CURRENT LIABILITIES							
Trade and other payables	191,341	191,341	191,341	272,966	273,466	273,466	273,466
Amount due to an associate	4,282	4,282	4,282	16,791	16,791	16,791	16,791
Commercial papers	137,000	137,000	137,000	137,000	137,000	137,000	137,000
Term loans	14,845	14,845	14,845	131,236	131,236	131,236	131,236
Bank overdrafts	1,674	1,674	1,674	1,674	1,674	1,674	1,674
Current tax liabilities	18,283	18,283	18,283	19,106	19,106	19,106	19,106
	367,425	367,425	367,425	578,773	579,273	579,273	579,273
Liabilities of subsidiary acquired exclusively for sale	8,427	8,427	8,427	8,427	8,427	8,427	8,427
	375,852	375,852	375,852	587,200	587,700	587,700	587,700
NET CURRENT ASSETS							
	2,505	2,592	2,592	20,619	20,119	163,619	163,619
	788,890	788,977	751,363	1,278,876	1,278,376	1,421,876	1,421,876
Number of MPB Shares ('000)							
	853,811	853,870	853,870	873,971	873,971	873,971	951,717
Net assets attributable to ordinary shareholders (RM)							
	551,302	551,389	513,775	581,534	581,034	584,532	714,478
Net assets attributable to ordinary shareholders per share (RM)							
	0.65	0.65	0.60	0.67	0.66	0.67	0.75
Total borrowings (RM)							
	381,683	381,683	381,683	498,074	498,074	638,076	508,130
Gearing ratio (times)(1)							
	0.69	0.69	0.74	0.86	0.86	1.09	0.71

(1) The gearing ratio is computed based on the total of all interest bearing borrowings divided by Net Assets attributable to ordinary shareholders.

The Proforma Consolidated Balance Sheets should be read in conjunction with the accompanying notes.

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

Scenario 2: Proforma of MPB Group assuming 100% acceptance of the Proposed Offer and assuming all the ESOS Options are exercised

		Assumption	Recent Approved Transactions	Proposal		Recent Corporate Announcements	
		Proforma I	Proforma II	Proforma III	Proforma IV	Assumption A Proforma V(a)	Assumption B Proforma V(b)
	Audited Balance Sheet as at 31.12.2008 RM'000	Assumed exercise of all existing ESOS Options outstanding at 30.10.2009 RM'000	After (I) and the distribution of NSTP and MPB Special Dividends RM'000	After (II) and obtaining 100% acceptance of the Proposed Offer RM'000	After (III) and the Proposed Bonus Issue RM'000	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants not exercised RM'000	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants all exercised RM'000
CAPITAL AND RESERVES							
ATTRIBUTABLE TO EQUITY							
HOLDERS OF THE COMPANY							
Share capital	853,811	861,069	861,069	1,008,900	1,008,900	1,008,900	1,108,140
Share premium	188,118	194,227	194,227	342,057	342,057	342,057	431,797
Other reserves	33,900	33,065	33,065	43,413	43,413	46,911	33,066
Accumulated losses	(524,527)	(524,310)	(561,924)	(322,457)	(322,957)	(322,957)	(329,457)
	551,302	564,051	526,437	1,071,913	1,071,413	1,074,911	1,243,546
MINORITY INTEREST	(11,533)	(11,533)	(11,533)	(11,533)	(11,533)	(11,533)	(11,533)
TOTAL EQUITY	539,769	552,518	514,904	1,060,380	1,059,880	1,063,378	1,232,013
NON-CURRENT LIABILITIES							
Bank guaranteed medium term notes	163,990	163,990	163,990	163,990	163,990	163,990	163,990
Interest bearing bank borrowings:							
- Term loans	49,589	49,589	49,589	49,589	49,589	49,589	49,589
Hire-purchase and lease creditors	14,585	14,585	14,585	14,585	14,585	14,585	14,585
Redeemable fixed rate bonds	-	-	-	-	-	140,002	-
Trade and other payables	950	950	950	950	950	950	950
Deferred tax liabilities	20,007	20,007	20,007	39,657	39,657	39,657	39,657
	249,121	249,121	249,121	268,771	268,771	408,773	268,771
TOTAL EQUITY AND NON-CURRENT LIABILITIES	788,890	801,639	764,025	1,329,151	1,328,651	1,472,151	1,500,784
NON-CURRENT ASSETS							
Property, plant and equipment	212,553	212,553	212,553	789,523	789,523	789,523	789,523
Investment properties	13,682	13,682	13,682	44,616	44,616	44,616	44,616
Prepaid lease rentals	9,162	9,162	9,162	15,515	15,515	15,515	15,515
Associates	347,444	347,444	309,830	239,731	239,731	239,731	239,731
Investments	2,393	2,393	2,393	2,393	2,393	2,393	2,393
Other investments	-	-	-	744	744	744	744
Prepaid transmission station rentals	2,622	2,622	2,622	2,622	2,622	2,622	2,622
Intangible assets	179,084	179,084	179,084	179,084	179,084	179,084	179,084
Deferred tax assets	19,445	19,445	19,445	21,643	21,643	21,643	21,643
	786,385	786,385	748,771	1,295,871	1,295,871	1,295,871	1,295,871

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

Scenario 2: Proforma of MPB Group assuming 100% acceptance of the Proposed Offer and assuming all the ESOS Options are exercised (continued)

	Assumption	Recent Approved Transactions	Proposal	Recent Corporate Announcements		
	Proforma I	Proforma II	Proforma III	Proforma IV	Assumption A	Assumption B
	Assumed exercise of all existing ESOS Options outstanding at 30.10.2009	After (I) and the distribution of NSTP and MPB Special Dividends	After (II) and obtaining 100% acceptance of the Proposed Offer	After (III) and the Proposed Bonus Issue	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants not exercised	After (IV) and Proposed Bonds with Detachable Warrants Issue - MPB Warrants all exercised
	Audited Balance Sheet as at 31.12.2008					
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
CURRENT ASSETS						
Inventories	35	35	35	128,024	128,024	128,024
Trade and other receivables	280,180	280,180	280,180	374,515	374,515	374,515
Deposits, cash and bank balances	51,083	63,832	63,832	70,183	213,683	242,316
Tax recoverable	3,814	3,814	3,814	5,169	5,169	5,169
Amount due from an associate	843	843	843	-	-	-
	335,955	348,704	348,704	577,891	721,391	750,024
Assets of subsidiary acquired exclusively for sale	42,402	42,402	42,402	42,402	42,402	42,402
Non-current assets or disposal group classified as held for sale	-	-	-	187	187	187
	378,357	391,106	391,106	620,480	763,980	792,613
CURRENT LIABILITIES						
Trade and other payables	191,341	191,341	191,341	272,966	273,466	273,466
Amount due to an associate	4,282	4,282	4,282	16,791	16,791	16,791
Commercial papers	137,000	137,000	137,000	137,000	137,000	137,000
Term loans	14,845	14,845	14,845	131,236	131,236	131,236
Bank overdrafts	1,674	1,674	1,674	1,674	1,674	1,674
Current tax liabilities	18,283	18,283	18,283	19,106	19,106	19,106
	367,425	367,425	367,425	578,773	579,273	579,273
Liabilities of subsidiary acquired exclusively for sale	8,427	8,427	8,427	8,427	8,427	8,427
	375,852	375,852	375,852	587,200	587,700	587,700
NET CURRENT ASSETS	2,505	15,254	15,254	33,280	176,280	204,913
	788,890	801,639	764,025	1,329,151	1,472,151	1,500,784
Number of MPB Shares ('000)	853,811	861,069	861,069	1,008,900	1,008,900	1,108,140
Net assets attributable to ordinary shareholders (RM)	551,302	564,051	526,437	1,071,913	1,074,911	1,243,546
Net assets attributable to ordinary shareholders per share (RM)	0.65	0.66	0.61	1.06	1.07	1.12
Total borrowings (RM)	381,683	381,683	381,683	498,074	638,076	498,074
Gearing ratio (times)(1)	0.69	0.68	0.73	0.46	0.59	0.40

(1) The gearing ratio is computed based on the total of all interest bearing borrowings divided by Net Assets attributable to ordinary shareholders.

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.2 Basis of preparation of Proforma Consolidated Balance Sheets

2.2.1 The Proforma Consolidated Balance Sheets have been prepared based on the following:

- (i) The audited consolidated financial statements of MPB for the financial year ended 31 December 2008; and
- (ii) The audited consolidated financial statements of NSTP for the financial year ended 31 December 2008.

2.2.2 The Proforma Consolidated Balance Sheets have been prepared in accordance with the accounting policies adopted in the preparation of the audited financial statements of MPB Group for the financial year ended 31 December 2008, except that:

- (i) The assets and liabilities including intangible assets and contingent liabilities of NSTP accounted for to illustrate the effects of the Proposed Offer described in Note 1.1.1 have not been recognised/measured at their respective fair values. Instead, these assets and liabilities are based on the carrying values of assets and liabilities in NSTP's audited consolidated balance sheet as at 31 December 2008. Adjustments to the carrying values of assets and liabilities of NSTP upon completion of a purchase price allocation review will have a corresponding effect on negative goodwill, net tangible assets, revaluation reserve and minority interest balance as well as results of MPB Group in view of the potential negative goodwill arising and amortisation of potential intangibles.
- (ii) In illustrating the issuance of Consideration Shares pursuant to the Proposed Offer, the value of Consideration Shares were not measured at their fair value of RM1.11 per MPB Share, which is the closing share price as at 31 December 2008, being the assumed completion date. Instead the fair value used in the proforma illustration was based on the issue price of RM2.00 per Consideration Share as detailed in the Supplemental Prospectus.
- (iii) In illustrating the issuance of the Consideration Warrants pursuant to the Proposed Offer, the value of these Consideration Warrants were not measured at their fair value as at 31 December 2008, being the assumed completion date. Instead the fair value used in the proforma illustration was based on an illustrative theoretical value of RM0.49 per Consideration Warrant as detailed in the Supplemental Prospectus, based on the "Trinomial" pricing model as at 15 October 2009, being the last full trading day prior to the announcement of the Proposed Offer.

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Effects on the Proforma Consolidated Balance Sheets

The Proforma Consolidated Balance Sheets incorporate the effects of the Proposal set out in Note 1.1, the Assumption set out in 1.2, the Recent Corporate Announcements set out in Note 1.3 and the Recent Approved Transactions set out in Note 1.4 on the basis and assumptions made by the Directors of MPB as if they were effected as at 31 December 2008.

(a) Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised

(i) Proforma I incorporates the effects of the exercise and lapse of existing ESOS Options up to 30 October 2009. The remaining unexercised ESOS Options of 7,198,800 as at 30 October 2009 are assumed not exercised.

(ii) Proforma II incorporates the effects of Proforma I and the effects of the payment of NSTP Special Dividend as detailed in Note 1.4.1, by NSTP to its existing shareholders.

Accordingly, MPB will receive a portion of the NSTP Special Dividend amounting to RM37,614,216 which will be distributed to MPB's existing shareholders, prior to the completion of the Proposed Offer.

(iii) Proforma III incorporates the effects of Proforma II and the effects of the Proposed Offer as detailed in Note 1.1.1 assuming 51% acceptance of the Proposed Offer.

This Proforma assumes the issuance of 20.1 million new MPB Shares, representing approximately 2% of the enlarged issued and paid up share capital of MPB after the Proposed Offer at an illustrative price of RM2.00 per MPB Share. This forms the cost of acquiring the Offer Shares.

This Proforma also assumes the issuance of 3,350,128 Consideration Warrants on completion of the Proposed Offer. The fair value of the Consideration Warrant is illustrated at RM0.49 each, and is included as part of the cost of acquiring the Offer Shares.

Upon obtaining 51% of the voting shares in NSTP after completion of the Proposed Offer, NSTP is regarded as a subsidiary. Accordingly, NSTP has been consolidated using the acquisition method of accounting.

The estimated costs in respect of the Proposed Offer is RM1.5 million and have been included as part of the cost of acquiring the Offer Shares.

Arising from the above, negative goodwill of RM26.2 million has been recognised. The negative goodwill is calculated based on the carrying values of assets and liabilities in NSTP's audited consolidated balance sheet as at 31 December 2008, and has been adjusted to the retained earnings.

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Effects on the Proforma Consolidated Balance Sheets (continued)

(a) Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised (continued)

- (iv) Proforma IV incorporates the effects of Proforma III and the effects of the Proposed Bonus Issue as set out in Note 1.3.1 with the assumption that the Consideration Warrants and Bonus Warrants are not exercised. This Proforma assumes the issuance of 24,396,287 Bonus Warrants at no consideration.

The estimated costs in respect of the Proposed Bonus Issue is RM0.5 million and have been included as part of retained earnings.

- (v) Proforma V(a) incorporates the effects of Proforma IV and the effects of the Proposed Bonds with Detachable Warrants Issue as set out in Note 1.3.2, with the assumption that none of the MPB Warrants are exercised.

The respective fair values of the Proposed Bonds with Detachable Warrants are determined as follows:

	<u>RM'million</u>
Fair value of Bonds based on market interest rates of 6.0%	140.0
Fair value of Detachable Warrants	3.5
Proceeds from Proposed Bonds with Detachable Warrants Issue, net of bond issuance costs of RM1.5 million	<u>143.5</u>

The proceeds from the Proposed Bonds with Detachable Warrants Issue and its proposed utilisation are illustrated as follows:

	<u>RM'million</u>
Refinancing of bridging loan	70.0
Financing the acquisition / investments in media assets to be identified	71.3
Deposit in debt service reserve account	3.7
Less : Bonds issuance costs	(1.5)
	<u>143.5</u>

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

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MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Effects on the Proforma Consolidated Balance Sheets (continued)

(a) Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised (continued)

- (vi) Proforma V(b) incorporates the effects of Proforma IV and the effects of the Proposed Bonds with Detachable Warrants Issue as set out in Note 1.3.2, with the assumption of the full exercise of all MPB Warrants at the exercise price of RM1.80 per MPB Share.

Gross proceeds from the assumed exercise of all MPB Warrants amount to RM139.9 million, and will be utilised to partially repay the Bonds issued under the Proposed Bonds with Detachable Warrants Issue:

	<u>RM'million</u>
Fair value/Nominal value of Bonds	150.0
Repayment utilising proceeds from assumed exercise of all MPB Warrants	<u>(139.9)</u>
Outstanding balance	<u>10.1</u>

MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Effects on the Proforma Consolidated Balance Sheets (continued)

(b) Scenario 2: Proforma of MPB Group assuming 100% acceptance of the Proposed Offer and assuming all the ESOS Options are exercised

(i) Proforma I incorporates the effects of the exercise and lapse of existing ESOS Options up to 30 October 2009. The remaining unexercised ESOS Options of 7,198,800 as at 30 October 2009 are assumed to be exercised. This assumption has been illustrated even though the exercise prices of the ESOS Options are higher than the current market price of MPB Shares at 31 December 2008. The implications of this assumption are not significant.

(ii) Proforma II incorporates the effects of Proforma I and the effects of the payment of NSTP Special Dividend as detailed in Note 1.4.1, by NSTP to its existing shareholders.

Accordingly, MPB will receive a portion of the NSTP Special Dividend amounting to RM37,614,216 which will be distributed to MPB's existing shareholders, prior to the completion of the Proposed Offer.

(iii) Proforma III incorporates the effects of Proforma II and the effects of the Proposed Offer as detailed in Note 1.1.1 assuming 100% acceptance of the Proposed Offer.

This Proforma assumes the issuance of 147.8 million new MPB Shares, representing approximately 14.7% of the enlarged issued and paid up share capital of MPB after the Proposed Offer at an illustrative price of RM2.00 per MPB Share. This forms the cost of acquiring the Offer Shares.

This Proforma also assumes the issuance of 24,638,453 Consideration Warrants on completion of the Proposed Offer. The fair value of the Consideration Warrant is illustrated at RM0.49 each, and is included as part of the cost of acquiring the Offer Shares.

Upon obtaining 100% of the voting shares in NSTP after completion of the Proposed Offer, NSTP is regarded as a subsidiary. Accordingly, NSTP has been consolidated using the acquisition method of accounting.

The estimated costs in respect of the Proposed Offer is RM1.5 million and have been included as part of the cost of acquiring the Offer Shares.

Arising from the above, negative goodwill of RM201.9 million has been recognised. The negative goodwill is calculated based on the carrying values of assets and liabilities in NSTP's audited consolidated balance sheet as at 31 December 2008, and has been adjusted to the retained earnings.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

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PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Effects on the Proforma Consolidated Balance Sheets (continued)

(b) Scenario 2: Proforma of MPB Group assuming 100% acceptance of the Proposed Offer and assuming all the ESOS Options are exercised (continued)

- (iv) Proforma IV incorporates the effects of Proforma III and the effects of the Proposed Bonus Issue as set out in Note 1.3.1, with the assumption that the Consideration Warrants and Bonus Warrants are not exercised. This Proforma assumes the issuance of 24,601,967 Bonus Warrants at no consideration.

The estimated costs in respect of the Proposed Bonus Issue is RM0.5 million and have been included as part of retained earnings.

- (v) Proforma V(a) incorporates the effects of Proforma IV and the effects of the Proposed Bonds with Detachable Warrants Issue as set out in Note 1.3.2, with the assumption that none of the MPB Warrants are exercised. This is as detailed in Note 2.3(a)(v).

- (vi) Proforma V(b) incorporates the effects of Proforma IV and the effects of the Proposed Bonds with Detachable Warrants Issue as set out in Note 1.3.2, with the assumption of the full exercise of all MPB Warrants at the exercise price of RM1.80 per MPB Share.

Gross proceeds from the assumed exercise of all MPB Warrants amount to RM178.6 million, and will be utilised as follows:

	<u>RM'million</u>
Repayment of Bonds issued under the Proposed Bonds with Detachable Warrants Issue	150.0
For working capital purposes	28.6
	<u>178.6</u>

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Share capital, share premium, other reserves, accumulated losses and minority interest

Movements in the issued and paid up share capital, share premium, other reserves and minority interest of MPB Group are as follows:

Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised

	Share capital RM'000	Share premium RM'000	Other reserves RM'000	Accumulated losses RM'000	Total RM'000	Minority interest RM'000	Total equity RM'000
Audited Consolidated Balance Sheet of MPB as at 31 December 2008	853,811	188,118	33,900	(524,527)	551,302	(11,533)	539,769
Effects arising from the exercise and lapse of ESOS Options up to 30 October 2009 (Note 2.3(a)(i))	59	28	(217)	217	87	-	87
As shown in Proforma I	853,870	188,146	33,683	(524,310)	551,389	(11,533)	539,856
Effects arising from the distribution of MPB and NSTP Special Dividends (Note 2.3(a)(ii))	-	-	-	(37,614)	(37,614)	-	(37,614)
As shown in Proforma II	853,870	188,146	33,683	(561,924)	513,775	(11,533)	502,242
Effects arising from MPB obtaining 51% of the voting shares in NSTP at completion of the Proposed Offer							
- Issuance of 20,100,769 MPB Shares, 3,350,128 of Consideration Warrants and the effects of consolidation of NSTP (Note 2.3(a)(iii))	20,101	20,101	1,407	26,150	67,759	440,103	507,862
As shown in Proforma III	873,971	208,247	35,090	(535,774)	581,534	428,570	1,010,104
Effects arising from the Proposed Bonus Issue of 24,396,287 Bonus Warrants (Note 2.3(a)(iv))	-	-	-	(500)	(500)	-	(500)
As shown in Proforma IV	873,971	208,247	35,090	(536,274)	581,034	428,570	1,009,604

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

MEDIA PRIMA BERNAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Share capital, share premium, other reserves, accumulated losses and minority interest (continued)

Movements in the issued and paid up share capital, share premium, other reserves and minority interest of MPB Group are as follows:

Scenario 1: Proforma of MPB Group assuming 51% acceptance of the Proposed Offer and assuming none of the ESOS Options are exercised (continued)

	Share capital RM'000	Share premium RM'000	Other reserves RM'000	Accumulated losses RM'000	Total RM'000	Minority interest RM'000	Total equity RM'000
Effects arising from Proposed Bonds with Detachable Warrants Issue and assuming none of the MPB Warrants are exercised (Note 2.3(a)(v))	-	-	3,498	-	3,498	-	3,498
As shown in Proforma V(a)	873,971	208,247	38,588	(536,274)	584,532	428,570	1,013,102

Assumption B

Effects arising from Proposed Bonds with Detachable Warrants with
assumed exercise of all MPB Warrants at an exercise price of
RM1.80 per MPB Share (Note 2.3(a)(vi))

As shown in Proforma V(b)

	77,746	63,605	(1,407)	(6,500)	133,444	-	133,444
	951,717	271,852	33,683	(542,774)	714,478	428,570	1,143,048

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Share capital, share premium, other reserves, accumulated losses and minority interest (continued)

Movements in the issued and paid up share capital, share premium, other reserves and minority interest of MPB Group are as follows:

Scenario 2: Proforma of MPB Group assuming 100% acceptance of the Proposed Offer and assuming all the ESOS Options are exercised

	Share capital RM'000	Share premium RM'000	Other reserves RM'000	Accumulated losses RM'000	Total RM'000	Minority interest RM'000	Total equity RM'000
Audited Consolidated Balance Sheet of MPB as at 31 December 2008	853,811	188,118	33,900	(524,527)	551,302	(11,533)	539,769
Effects arising from the exercise and lapse of ESOS Options up to 30 October 2009 and assumed full exercise of all ESOS Options unexercised at 30 October 2009 (Note 2.3(b)(i))	7,258	6,109	(835)	217	12,749	-	12,749
As shown in Proforma I	861,069	194,227	33,065	(524,310)	564,051	(11,533)	552,518
Effects arising from the distribution of MPB and NSTP Special Dividends (Note 2.3(b)(ii))	-	-	-	(37,614)	(37,614)	-	(37,614)
As shown in Proforma II	861,069	194,227	33,065	(561,924)	526,437	(11,533)	514,904
Effects arising from MPB obtaining 100% acceptance of the voting shares in NSTP at the completion of the Proposed Offer	147,831	147,830	10,348	239,467	545,476	-	545,476
- Issuance of 147,830,717 MPB Shares, 24,638,453 of Consideration Warrants and the effects of consolidation of NSTP (Note 2.3(b)(iii))	1,008,900	342,057	43,413	(322,457)	1,071,413	(11,533)	1,060,380
As shown in Proforma III	-	-	-	(500)	(500)	-	(500)
Effects arising from the Proposed Bonus Issue of 24,601,967 Bonus Warrants (Note 2.3(b)(iv))	1,008,900	342,057	43,413	(322,957)	1,071,413	(11,533)	1,059,880
As shown in Proforma IV							

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2008 (CONTINUED)

2.3 Share capital, share premium, other reserves, accumulated losses and minority interest (continued)

Movements in the issued and paid up share capital, share premium, other reserves and minority interest of MPB Group are as follows:

Scenario 2: Proforma of MPB Group assuming 100% acceptance of the Proposed Offer and assuming all the ESOS Options are exercised (continued)

	Share capital RM'000	Share premium RM'000	Other reserves RM'000	Accumulated losses RM'000	Total RM'000	Minority interest RM'000	Total equity RM'000
Effects arising from Proposed Bonds with Detachable Warrants Issue and assuming none of the MPB Warrants are exercised (Note 2.3(b)(v))	-	-	3,498	-	3,498	-	3,498
As shown in Proforma V(a)	1,008,900	342,057	46,911	(322,957)	1,074,911	(11,533)	1,063,378

Assumption A

Effects arising from Proposed Bonds with Detachable Warrants Issue and assuming none of the MPB Warrants are exercised (Note 2.3(b)(v))

As shown in Proforma V(a)

Assumption B

Effects arising from Proposed Bonds with Detachable Warrants with assumed exercise of all MPB Warrants at an exercise price of RM1.80 per MPB Share (Note 2.3(b)(vi))

As shown in Proforma V(b)

99,240	89,740	(10,347)	(6,500)	172,133	-	172,133
1,108,140	431,797	33,066	(329,457)	1,243,546	(11,533)	1,232,013


THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

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MEDIA PRIMA BERHAD

PROFORMA CONSOLIDATED BALANCE SHEETS AND THE NOTES THEREON (CONTINUED)

Approved on behalf of the Board of Directors of Media Prima Berhad in accordance with a resolution of the Board of Directors dated 16 November 2009.



DATO' AMRIN BIN AWALUDDIN
GROUP MANAGING DIRECTOR

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

APPENDIX II

FURTHER INFORMATION

1. MATERIAL CONTRACTS

Save as disclosed below and in our Initial Prospectus, neither we nor our subsidiaries have entered into any material contracts (not being contracts entered into in the ordinary course of business) during the past two (2) years immediately preceding the LPD:

- (i) on 12 November 2009, MPB entered into a conditional share sale agreement with Asia Posters Sdn Bhd for the acquisition of the following for a total cash consideration of RM20,625,000:
 - (a) 500,000 ordinary shares of RM1.00 each in Kurnia Outdoor Sdn. Bhd. ("**Kurnia Outdoor**") representing 50% of the issued and paid-up share capital of Kurnia Outdoor; and
 - (b) 28,750 ordinary shares of RM1.00 each in Jupiter Network Sdn Bhd ("**Jupiter Network**") representing 50% of the issued and paid-up share capital of Jupiter Network;
- (ii) on 12 November 2009, MPB entered into a conditional share sale agreement with Yew Wai Sung and Koh Swee Han for the acquisition of the following for a total cash consideration of RM21,451,000 and an additional cash consideration of up to a maximum sum of RM4,291,000 which is dependent on certain profitability targets of Kurnia Outdoor, Jupiter Network and their subsidiaries for the FYE 31 December 2009, 2010 and 2011 being achieved:
 - (a) 500,000 ordinary shares of RM1.00 each in Kurnia Outdoor representing 50% of the issued and paid-up share capital of Kurnia Outdoor; and
 - (b) 28,750 ordinary shares of RM1.00 each in Jupiter Network representing 50% of the issued and paid-up share capital of Jupiter Network;
- (iii) on 12 November 2009, MPB entered into a shareholders' agreement with Yew Wai Sung, Koh Swee Han and Kurnia Outdoor to govern the structure and organisation of Kurnia Outdoor and the shareholders' respective rights and obligations as shareholders of Kurnia Outdoor; and
- (iv) on 12 November 2009, MPB entered into a shareholders' agreement with Yew Wai Sung, Koh Swee Han and Jupiter Network to govern the structure and organisation of Jupiter Network and the shareholders' respective rights and obligations as shareholders of Jupiter Network.

2. CONSENTS

CIMB, our Principal Adviser, has given and has not subsequently withdrawn its written consent to the inclusion of its name in the form and context in which they appear in this Supplemental Prospectus.

Messrs PricewaterhouseCoopers, our Auditors and Reporting Accountants, have given and have not subsequently withdrawn their written consent to the inclusion in this Supplemental Prospectus of their name, the proforma consolidated balance sheets of MPB as at 31 December 2008 and the Reporting Accountants' Letter thereon and all references thereto, in the form and context in which they appear in this Supplemental Prospectus.

THIS SUPPLEMENTAL PROSPECTUS SHOULD BE READ TOGETHER WITH OUR PROSPECTUS DATED 5 NOVEMBER 2009.

3. DOCUMENTS FOR INSPECTION

Copies of the following documents may be inspected at our Registered Office at Sri Pentas, No 3, Persiaran Bandar Utama, Bandar Utama, 47800, Petaling, Selangor Darul Ehsan, Malaysia during office hours on Mondays to Fridays (except public holidays) for a period of 12 months from the date of this Supplemental Prospectus:

- (i) The material contracts referred to in Section 1 of Appendix II of this Supplemental Prospectus;
- (ii) the consent letters referred to in Section 2 of Appendix II of this Supplemental Prospectus; and
- (iii) the proforma consolidated balance sheets of our Company as at 31 December 2008 and the Reporting Accountants' Letter referred to in Appendix I of this Supplemental Prospectus.

4. RESPONSIBILITY STATEMENTS

Our Directors have seen and approved this Supplemental Prospectus, and they collectively and individually accept full responsibility for the accuracy of the information in this Supplemental Prospectus. They confirm, after making all reasonable enquiries, and to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make any statement in this Supplemental Prospectus false or misleading.

CIMB, being the Principal Adviser for the Warrants Listing, acknowledges that, based on all available information and to the best of its knowledge and belief, this Supplemental Prospectus constitutes a full and true disclosure of all material facts concerning the Warrants and its listing.

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