



GROUP INTERNAL RESTRUCTURING

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BACKGROUND

- The Group has expanded tremendously in the past 9 years from mergers and acquisitions.
- The Group Internal Restructuring involves the reorganisation of various entities within the Group’s existing business segments into 6 principal business units.
- Post-restructuring, the following legal entities will serve as the anchor companies for the respective business units:

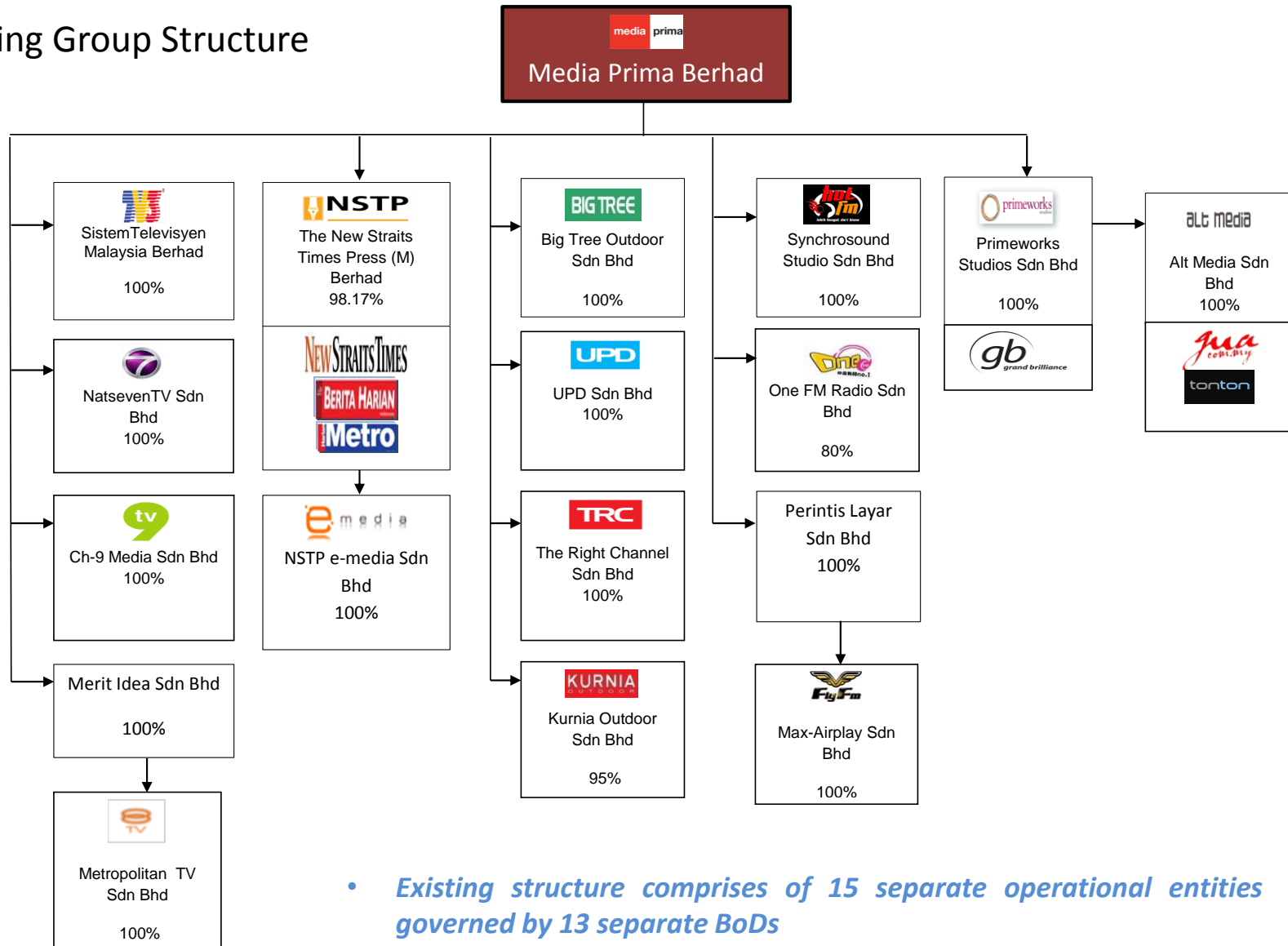
Business Units	Business Unit Anchor Company
Television Networks	Sistem Televisyen Malaysia Berhad (“STMB”)
Print Media	The New Straits Times Press (Malaysia) Berhad (“NSTP”)
Radio Networks	Synchrosound Studio Sdn Bhd (“Synchrosound”)
Outdoor Media	Big Tree Outdoor Sdn Bhd (“Big Tree”)
Content Creation	Primeworks Studios Sdn Bhd (“Primeworks”)
New Media	Alt Media Sdn Bhd (“Alt Media”)

PHASE 1 OF GROUP INTERNAL RESTRUCTURING

- Pursuant to the exercise, MPB will immediately implement Phase 1 of the Group Internal Restructuring which involves the reorganisation of certain subsidiaries of MPB's TV & Radio businesses :-
 - Disposal of MPB's entire interests in the following companies to STMB for a total book value consideration of RM376.7mill:-
 - i. Natseven TV Sdn Bhd ("Natseven") which carries the NTV7 tv channel;
 - ii. Ch-9 Media Sdn Bhd ("Ch-9") which carries the TV9 tv channel; and
 - iii. Merit Idea Sdn Bhd ("Merit Idea") which wholly owns Metropolitan TV Sdn Bhd ("Metropolitan TV") which carries the 8TV tv channel.
 - Disposal of MPB's entire interests in Perintis Layar Sdn Bhd ("Perintis Layar") which wholly owns Max-Airplay Sdn Bhd ("Max-Airplay") which carries the Fly FM radio station, to Synchronsound for a total book value consideration of RM18mill.

EFFECTS ON MPB'S GROUP STRUCTURE

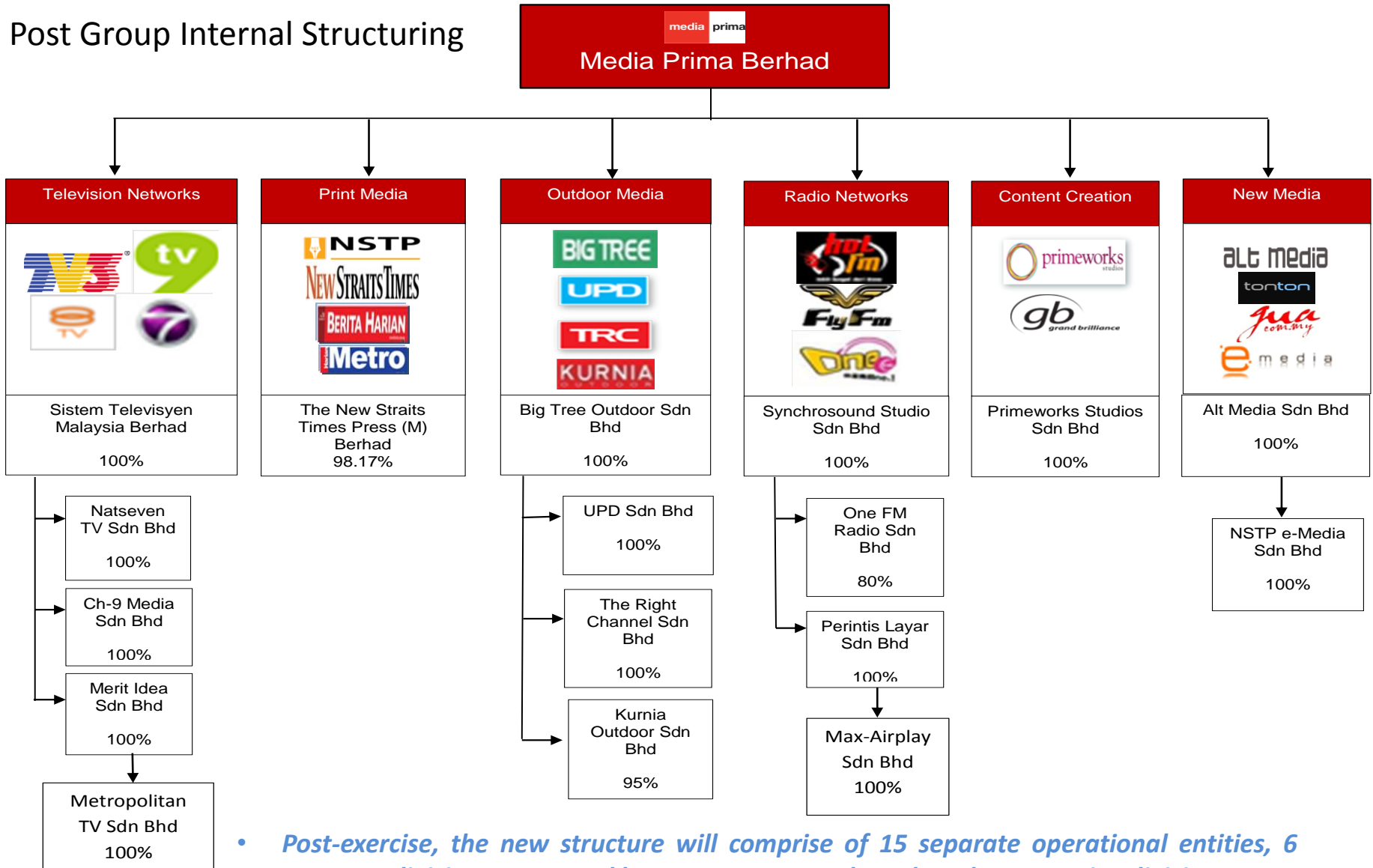
Existing Group Structure



- Existing structure comprises of 15 separate operational entities governed by 13 separate BoDs

EFFECTS ON MPB GROUP'S STRUCTURE (Cont'd)

Post Group Internal Structuring



- *Post-exercise, the new structure will comprise of 15 separate operational entities, 6 separate divisions, governed by 6 separate BoDs based on the respective division.*

RATIONALE & BENEFITS

- Represents a progression for the Group in the ongoing integration and optimisation execution
- Improvements in operational efficiency to support its potential future expansion
- Improve financial standing allowing sustainable earnings to fuel future dividend streams and cost optimisation
- Governance : Only 1 Board of Directors for every platform/division setting up strategic direction, policies and governance for all non-competing businesses. More practical and cost effective in setting up Board compositions and board meetings. Not less than 50% of board members are Independent Non-Executive Directors.
- Financial Reporting : Financial statutory preparation and reporting will be less complex for year end audit and thus, facilitate a timely finalisation of statutory accounts of respective legal entities

OTHER CONSIDERATIONS

- Further, the Phase 1 restructuring approach shall be replicated to other platforms (Radio Networks, Outdoor Media & New Media) to achieve similar benefits (“Phase 2”)
- Financial Effects : The exercise will not have any material impact on the share capital, earnings and net assets of the MPB Group
- Completion : The Group Internal Restructuring exercise is expected to be fully completed by the end of 2012 with Phase 2 expected to be completed by 2nd quarter of 2012
- Approvals : The exercise is not subject to any regulatory approvals save for the Inland Revenue Board (Stamp Duty Office) of Malaysia for stamp duty exemption with regards to the transfer of companies