

CORDLIFE GROUP LIMITED
(Company Registration No.: 200102883E)
(Incorporated in the Republic of Singapore)

TAKE-OVER OFFER TO ACQUIRE ALL THE REMAINING ORDINARY SHARES IN STEMLIFE BERHAD NOT ALREADY OWNED BY CORDLIFE GROUP LIMITED

- FINAL EXTENSION OF OFFER

The Board of Directors ("**Board**") of Cordlife Group Limited (the "**Company**"), refers to the Company's announcement on 12 November 2015 (the "**Initial Announcement**") that the Company had, through Maybank Investment Bank Berhad, served a notice of conditional mandatory take-over offer (the "**Offer**") on the board of directors of StemLife Berhad ("**StemLife**") to acquire all the remaining ordinary shares of RM0.10 each in the capital of StemLife not already owned by the Company (the "**Offer Shares**").

Further to the Initial Announcement, the Board wishes to announce that as at 5.00 p.m. today, the Company has received valid acceptances in respect of 3,727,025 Offer Shares. In addition, the Company holds and has previously acquired an aggregate of 204,653,654 shares in the share capital of StemLife. Accordingly, as at the date of this announcement, the Company owns or has agreed to acquire an aggregate of 208,380,679 StemLife shares representing approximately 84.19% of the total number of issued StemLife shares.

As announced to Bursa Malaysia Securities Berhad ("**Bursa Securities**") today, the closing date and time for acceptance of the Offer has been extended from 5.00 p.m. (Malaysian time) on Monday, 11 January 2016 to **5.00 p.m. (Malaysian time) on Tuesday, 2 February 2016** (the "**Final Closing Date**"). Save for the Final Closing Date, all other details, terms and condition of the Offer remain unchanged.

In accordance with the Malaysian Code on Take-Overs and Mergers, 2010 and as stated in the offer document outlining the terms and condition of the Offer, the closing date for acceptance of the Offer shall be no later than the Final Closing Date.

A copy of the press notice dated 8 January 2016 issued by Maybank Investment Bank Berhad on behalf of the Company in relation to the Final Closing Date is annexed to this announcement.

The Company will make further announcements as and when appropriate.

By Order of the Board
CORDLIFE GROUP LIMITED

Mr. Yee Pinh Jeremy
Director
8 January 2016

ANNEX



Maybank
Investment Bank

Maybank Investment Bank Berhad (15938-H)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

FOR IMMEDIATE RELEASE

Date: 8 January 2016

To:	Attention:	Fax No.:
Securities Commission	YBhg. Datuk Ranjit Ajit Singh	03- 6201 5158
Bursa Malaysia Securities Berhad	Mr. Inderjit Singh	03- 2732 5258
StemLife Berhad	Mr. Sophian Bin Abdul Rahman	03- 2164 9808
Berita Harian	En. Saidon Idris	03- 2056 7081 / 2056 7082
Utusan Malaysia & Utusan Melayu	En. Mowardi Mahmud	03- 9223 0957 / 9223 6031
The Star	Mr Risen Jaya Seelan Dennis	03- 7957 0694
Bernama	YBhg. Datuk Zakaria Abd Wahab	03- 2694 9636
The New Straits Time Press (M) Bhd	En. Mohammad Khaidir Abdul Majid	03- 2056 7148
The Edge Financial Daily	En. Azam Aris	03- 7721 8038 / 7721 8018
The Malaysian Reserve	En. Halim Wahab	03- 6211 1852
The Sun	Ms Kang Siew Li	03- 7785 2624 / 7785 2625
Nanyang Siang Pau Sdn Bhd	Ms. Tong Siok Ching	03- 7872 6993
Sin Chew Jit Poh (Malaysia)	Ms. Low Sow Wan	03- 7955 8379 / 7955 6881
China Press	Ms. Loh Yee Wei	03- 2282 7125

CORDLIFE GROUP LIMITED (“OFFEROR”)

UNCONDITIONAL TAKE-OVER OFFER BY THE OFFEROR THROUGH MAYBANK INVESTMENT BANK BERHAD (“MAYBANK IB”) TO ACQUIRE ALL THE REMAINING ORDINARY SHARES OF RM0.10 EACH IN STEMLIFE BERHAD (“STEMLIFE”) NOT ALREADY OWNED BY THE OFFEROR (“OFFER SHARES”) FOR A CASH OFFER PRICE OF RM0.45 PER OFFER SHARE (“OFFER”)

(Unless otherwise stated, the words and abbreviations used herein shall have the same meaning as defined in the offer document in relation to the Offer dated 3 December 2015 which sets out the details, terms and condition of the Offer together with the Form of Acceptance and Transfer (“Offer Document”).

We refer to the Offer Document and the press notices dated 7 December 2015 and 23 December 2015 in relation to the Offer.

On behalf of the Offeror, Maybank IB wishes to notify the Holders that the closing date and time for acceptance of the Offer has been extended from 5.00 p.m. (Malaysian time) on Monday, 11 January 2016 to **5.00 p.m. (Malaysian time) on Tuesday, 2 February 2016 (“Final Closing Date”)**. Notice of the said extension will be posted to the Holders accordingly.

Following the provision of the Code and as stated in the Offer Document, the closing date shall be no later than 2 February 2016, being the next Market Day after the sixtieth (60th) day from the posting of the Offer Document on 3 December 2015 (“**Posting Date**”).

Save for the Final Closing Date, all other details, terms and condition of the Offer remain unchanged.

In compliance with Section 26(1) of the Code, on behalf of the Offeror, Maybank IB wishes to announce that the level of acceptances of the Offer as at 5.00 p.m. (Malaysian time) on 8 January 2016 is as follows:

	No. of StemLife Shares	% of total issued and paid-up share capital of StemLife
StemLife Shares held by the Offeror as at the Posting Date	81,742,880	33.03
Offer Shares for which acceptances of the Offer (which are complete and valid in all respects) have been received by the Offeror after the Posting Date and up to 5.00 p.m. (Malaysian time) on 8 January 2016	84,549,199	34.16
Offer Shares agreed to be acquired by the Offeror (other than by way of acceptances of the Offer) after the Posting Date up to 5.00 p.m. (Malaysian time) on 8 January 2016	-	-
Offer Shares acquired by the Offeror (other than by way of acceptances of the Offer) after the Posting Date up to 5.00 p.m. (Malaysian time) on 8 January 2016	42,088,600	17.00
	<u>208,380,679</u>	<u>84.19</u>
Offer Shares for which acceptances of the Offer have been received by the Offeror (which are subject to verification) after the Posting Date up to 5.00 p.m. (Malaysian time) on 8 January 2016	1,880,200	0.76
	<u>210,260,879</u>	<u>84.95</u>

Paragraph 8.02(1) of the Listing Requirements states that a listed issuer must ensure that at least 25% of its total listed shares (excluding treasury shares) are in the hands of public shareholders ("**Public Spread Requirement**").

As stated in Section 5 of the Offer Document, in the event the Offeror receives acceptances under the Offer resulting in the Offeror holding 75% or more of the listed shares of StemLife, **the Offeror does not intend to maintain the listing status of StemLife and does not intend to address any shortfall to meet the Public Spread Requirement.** Under such circumstances, the Offeror will procure StemLife to take the necessary procedures to withdraw its listing status from the Official List of Bursa Securities in accordance with Chapter 16 of the Listing Requirements.

In addition, if the Offer has been accepted by the Holders of not less than nine-tenths (9/10) in the nominal value of Offer Shares, **the Offeror intends to invoke the provisions of Section 222 of the CMSA** to compulsorily acquire any outstanding Offer Shares for which valid acceptances have not been received, and necessary steps will thereafter be taken to de-list StemLife from the Official List of Bursa Securities.

The Offer will remain open for acceptances until 5.00 p.m. (Malaysian time) on the Final Closing Date. Holders who have yet to accept the Offer are advised to refer to the Offer Document for the details, terms and condition of the Offer and the procedures for acceptance of the Offer as well as the independent advice circular in relation to the Offer dated 14 December 2015.

Yours faithfully
For and on behalf of
MAYBANK INVESTMENT BANK BERHAD



Hidayah Hassan
Director
Co-Head, Corporate Finance



Suren Raj Nadarajah
Director
Corporate Finance

c.c. *Cordlife Group Limited*