

**MANAGEPAY SYSTEMS BERHAD (“MANAGEPAY” OR THE “COMPANY”)**

- Agreement entered into between Multimedia Prospect Sdn Bhd, a wholly-owned subsidiary of the Company with bpost international, a business unit of bpost

**1. INTRODUCTION**

The Board of Directors of ManagePay (“Board”) is pleased to announce that Multimedia Prospect Sdn Bhd (“MPSB”), a wholly-owned subsidiary of the Company, had on 25 June 2012 entered into an agreement (“Agreement”) with bpost international, a business unit of bpost, whereby the parties are to offer the services as set out in Section 4 of this announcement.

**2. INFORMATION OF MPSB**

MPSB was incorporated in Malaysia under the Companies Act, 1965 on 12 June 2000 as a private limited company. The principal activities of MPSB are as follows:

- (a) software development business, marketing of computer software solution, telecommunication and hardware equipment, providing consultancy services in respect of e-commerce, e-business creation, management of web-site and providing maintenance services; and
- (b) provision of merchant acquisition services, deployment of connectivity infrastructure and terminal equipment for electronic payment between merchants and financial institutions and providing electronic data capture point of sales terminals rentals to merchants.

**3. INFORMATION OF BPOST INTERNATIONAL**

bpost international is a business unit of bpost, a public limited liability company governed by public law, incorporated under the laws of Belgium (“naamloze vennootschap van publiek recht”) with its registered office at Centre Monnaie, 1000 Brussels, registered in the Crossroad Banks for Enterprises under company number 0214.596.464.

bpost international was incorporated in year 2002 and is based in Zaventem, Belgium. The principal activity of bpost international is providing postal services for customers in Belgium and internationally. Its services include daily and administrative mail, direct mailings, and parcel delivery, as well as distribution of paper and electronic documents. It serves publishers and mail-order companies, as well as organisations in services, financial, and pharmaceutical sectors.

#### **4. BRIEF INFORMATION ON THE AGREEMENT**

Pursuant to the Agreement, MPSB shall allow bpost international to provide its International Trade Lane service via MPSB's e-commerce trading platform that allows companies' websites to sell goods to individual consumers located abroad via the e-commerce trading platform or website. Consumers will have the option to choose on the website of MPSB to ship their purchased goods with bpost international to the countries agreed between bpost international and MPSB, and a tool developed by bpost international as a component to the International Trade Lane service offered that calculates and guarantee to the consumer the total landed cost i.e. cost for handling, customs clearance and other services that relate to the importation of the goods in the country of clearance, the possible customs duties, possible Value Added Tax and Government Service Tax, and other possible taxes upon importation that are at the expense of the consumer.

#### **5. FINANCIAL EFFECTS OF THE AGREEMENT**

The Agreement is not expected to have any material effect on the earnings per share, net assets per share, gearing, share capital and substantial shareholders' shareholding of the Company for the financial year ending 31 December 2012.

#### **6. DIRECTORS AND MAJOR SHAREHOLDERS' INTEREST AND PERSONS CONNECTED TO DIRECTORS AND MAJOR SHAREHOLDERS**

None of the Directors and major shareholders of ManagePay and/or persons connected with them have any interest, direct or indirect, in the Agreement.

#### **7. STATEMENT BY THE DIRECTORS**

The Board of Directors of ManagePay, having taken into consideration all aspects of the Agreement, is of the opinion that the Agreement is in the best interest of the Company and its subsidiaries.

#### **8. APPROVALS REQUIRED**

The Agreement is not subject to approval of the shareholders of ManagePay and any relevant government authorities.

ManagePay Systems Berhad (Company No. 887689-D)

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## **9. DOCUMENT AVAILABLE FOR INSPECTION**

The Agreement is available for inspection at the Registered Office of ManagePay at Lot 6.05, Level 6, KPMG Tower, 8 First Avenue, Bandar Utama, 47800 Petaling Jaya, Selangor Darul Ehsan during normal office hours from Mondays to Fridays (except for Public Holidays) for a period of three (3) months from the date of this announcement.

This announcement is dated 25 June 2012.