

VENDEXBB

Treasury - Investor Relati



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SECURITIES AND EXCHANGE COMMISSION - **REGISTERED MAIL**  
450 Fifth Street, N.W.  
WASHINGTON, D.C. 20549  
U.S.A.

File no. 82-4120



Date  
31 March 2004

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Reference  
T04-038/gj

Subject: Rule 12g3-2 (b); File no. 82-4120.

SUPPL

Dear Madam/Sir,

The enclosed information is being furnished to the Securities and Exchange Commission (the "Commission") pursuant to the exemption from the Securities Exchange Act of 1934 (the "Exchange Act") afforded by Rule 12g3-2(b) therunder.

This information is being furnished under Paragraph (1) of Rule 12g3-2(b) with the understanding that such information and documents will not be deemed to be filed with the Commission or otherwise subject to the liabilities of Section 18 of the Exchange Act and that neither this letter nor the furnishing of such information and document shall constitute an admission for any purpose that Royal Vendex KBB N.V. is subject to the Exchange Act.

Yours sincerely,  
For and on behalf of J.N.M. Zomer,  
Corporate Treasurer – Investor Relations Officer,

Grace E. Lapré, secretary

PROCESSED

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THOMSON  
FINANCIAL

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Enclosure.

File NO: 82-4120

**VENDEX**KBB

**PRESS RELEASE**

Amsterdam, March 31, 2004

## **Vendex KBB: exclusivity granted on a € 16 per share offer**

Following the February 5, 2004 press release, Royal Vendex KBB announces that it has completed the exploratory discussions on a possible bid for all outstanding shares with leading international private equity houses. These discussions have led to a bid from a consortium comprising Kohlberg Kravis Roberts & Co. L.P., Change Capital Partners L.L.P. and Alpinvest Partners N.V. of € 16 per (certificate of) ordinary share, subject to completion of negotiations on a merger protocol and subject to limited confirmatory due diligence. The supervisory board and the board of management of Vendex KBB are positively disposed towards this offer and have entered into exclusive negotiations. The parties expect to be able to provide further information within two to three weeks. As is customary, the central works council of Vendex KBB will be consulted.

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### **Investor relations**

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