

## 17. STATUTORY AND GENERAL INFORMATION

### 17.1 Share capital

- (a) No shares will be allotted or issued on the basis of this Prospectus later than 12 months after the date of this Prospectus.
- (b) There are no founder, management or deferred shares in the Company. As at the Latest Practicable Date, there is only one class of shares in the Company, namely ordinary shares of RM0.10 each, all of which rank *pari passu* with one another.
- (c) Save for the Issue Shares reserved for subscription by Directors and eligible employees of EFFICIENT and its subsidiaries as disclosed in Section 2.5 of this Prospectus and the ESOS as disclosed in Section 16 of this Prospectus, there is currently no other scheme involving the Directors and employees of EFFICIENT and its subsidiaries in the share capital of the Company or its subsidiaries.
- (d) Save as disclosed in Sections 5.4 and 5.6 of this Prospectus, no shares or debentures of the Company or its subsidiary companies have been or are proposed to be issued as partly or fully paid-up, in cash or otherwise than in cash, within the 2 years preceding the date of this Prospectus.
- (e) Save for the ESOS as disclosed in Section 16 of this Prospectus, no person has been or is entitled to be given an option to subscribe for any share, stock or debenture of the Company or its subsidiaries.
- (f) As at the Latest Practicable Date, the Company and its subsidiaries do not have any outstanding convertible debt securities.

### 17.2 Articles of Association

The following provisions are reproduced from the Company's Articles of Association.

The terms defined in the Company's Articles of Association shall have the same meanings when used here unless they are otherwise defined here or the context otherwise requires.

#### (a) Transfer of Securities

The provisions of the Articles of Association of the Company in respect of the arrangements for the transfer of shares and restrictions on their free transferability are as follows:

##### **Article 22 – Enforcement of lien**

The Directors may sell the shares subject to any such lien at such time or times and in such manner as they deem fit, but no sale shall be made until such time as the moneys in respect of which such lien exists or some part thereof are or is presently payable or the liability or engagement in respect of which such lien exists is liable to be presently fulfilled or discharged, and until a demand and notice in writing stating the amount due or specifying the engagement and demanding payment or fulfilment or discharge thereof and giving notice of intention to sell in default shall have been served on such Member or on the persons (if any) entitled by reason of his death or bankruptcy to the shares and default in payment, fulfilment or discharge shall have been made by him or them for fourteen (14) days after such notice.

##### **Article 23 – Transfer on sale**

To give effect to any sale, the Directors may authorise any person to transfer such shares to the purchaser.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**Article 24 – Effect of Sale**

Subject to the provisions of the Act, the Central Depositories Act and the Rules, the purchaser shall be registered as the holder of the shares comprised in any such transfer and he shall not be bound or concerned to inquire into the application of the purchase money or the regularity of the sale, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale. The remedy of the holder of such share or of any person claiming under or through him in respect of any alleged irregularity or invalidity shall be in damages against the Company only.

**Article 26 – Transfer of deposited securities**

- (1) The transfer of any securities (including shares) or class of securities (including shares) which have been deposited with the Bursa Depository (including Deposited Shares) shall be by way of book entry by the Bursa Depository in accordance with the Rules and, notwithstanding Sections 103 and 104 of the Act, but subject to Section 107C(2) of the Act, and any exemption that may be made from compliance with Section 107C(1) of the Act, the Company shall be precluded from registering and effecting any transfer of such securities.
- (2) Subject to the provisions of the Act, the Central Depositories Act and the Rules, the transfer of all other shares of the Company not so deposited with the Bursa Depository (not being Deposited Shares) shall be in the manner provided in the Act (including the applicable sections of Table “A” in the Fourth Schedule to the Act) to the extent that the same is not inconsistent with these Articles.

**Article 27 – No restriction on transfer of fully paid shares**

- (1) Subject to the provisions of the Act, the Central Depositories Act and the Rules, there shall be no restriction on the transfer of fully paid shares except where required by law.
- (2) The Bursa Depository may, in its absolute discretion, refuse to effect any transfer of a share that is a Deposited Share which does not comply with the Central Depositories Act and the Rules.

**Article 28 – Non-liability of Company, Directors and officers in respect of transfer**

Subject to the provisions of the Act, the Central Depositories Act and the Rules, the Company, the Directors and the officers of the Company shall not incur any liability for registering or acting upon a transfer of shares registered by the Bursa Depository, although the same may, by reason of any fraud or other cause not known to the Company or its Directors or other officers be legally inoperative or insufficient to pass the property in the shares proposed or professed to be transferred, and although the transfer may, as between the transferor and the transferee, be liable to be set aside, and notwithstanding that the Company may have notice that such instrument of transfer was signed or executed and delivered by the transferor in blank as to the name of the transferee or the particulars of the shares transferred, or otherwise in defective manner.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**Article 29 – Register may be closed**

Subject to the provisions of the Act, the Central Depositories Act and the Rules, the registration of transfers may be suspended at such times and for such period as the Directors may from time to time determine PROVIDED ALWAYS that such registration shall not be suspended for more than thirty (30) days in any year. At least twelve (12) clear Market Days' notice (or such other period as may from time to time be prescribed by the Securities Exchange) prior to such closure shall be published in a daily newspaper circulating in Malaysia and shall also be given to the Securities Exchange. The said notice shall state the period and purpose or purposes of such closure. The Company shall give notice in accordance with the Rules to the Bursa Depository to prepare the appropriate Record of Depositors.

**Article 32 – Transmission on death of Members**

Except as required by law, in the case of the death of a Member, the executors and administrators of the deceased shall be the only persons recognised by the Company as having any title to his interest in the shares but nothing herein contained shall release the estate of a deceased shareholder from any liability in respect of any share which had been held by him.

**Article 33 – Production of evidence of title before registration**

Subject to the provisions of the Act, the Central Depositories Act and the Rules, any person becoming entitled to a share in consequence of the death or bankruptcy or insolvency or winding up of a Member may upon such evidence being produced as may from time to time be required by the Directors be registered as a Member in respect of the share (or instead of being registered himself, to make such transfer of the share as the deceased or bankrupt or insolvent or wound up person could have made) but the Directors shall in either case have the same right to decline or suspend registration as they would have had in the case of transfer of the share by that Member before his death or bankruptcy or insolvency or winding up PROVIDED THAT where the share is a Deposited Share, subject to the Rules, a transfer or withdrawal of the share may be carried out by the person becoming so entitled. Subject to the provisions of the Act, the Central Depositories Act and the Rules, before recognising any executor or administrator the Directors may require him to take out probate or letters of administration as evidence.

**Article 34 – Notice of Election**

Subject to Article 33, if any person so becoming entitled elects to register himself, he shall deliver or send to the Company a notice in writing signed by him and stating that he so elects PROVIDED THAT where the share is a Deposited Share and the person becoming entitled elects to have the share transferred to him, the aforesaid notice must be served by him on the Bursa Depository together with such other relevant documents as may be required by the Bursa Depository. If he elects to have another person registered, he shall testify his election by executing to that person a transfer of the share. All the limitations, restrictions and provisions of these Articles relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or bankruptcy of the Member had not occurred and the notice or transfer were a transfer executed by that Member.

**Article 35 – Person entitled by transmission may receive dividend before registration but not vote**

A person entitled to shares in consequence of the death or bankruptcy of a Member shall be entitled upon the production of such evidence as may from time to time be required by the Directors or the Bursa Depository in that behalf to receive and may give a discharge for all dividends and other moneys payable in respect of the shares, but he shall not be entitled to receive notice of or to attend or vote at any meeting, or, save as aforesaid, to exercise any of the rights and privileges of a Member, unless and until he shall have become a Member in respect of the shares.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**


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**Article 36 – Transmission of securities from Foreign Register**

(1) Where:

- (a) the shares or other securities of the Company are listed on an Approved Market Place; and
- (b) the Company is exempted from compliance with Section 14 of the Central Depositories Act or Section 29 of the Securities Industry (Central Depositories) (Amendment) Act 1998, as the case may be, under the Rules in respect of such shares or other securities,

the Company shall, upon request of a holder of shares or other securities, permit a transmission of shares or other securities held by such holder of shares or other securities from the register of holders maintained by the registrar of the Company in the jurisdiction of the Approved Market Place (hereinafter referred to as “the Foreign Register”), to the register of holders maintained by the registrar of the Company in Malaysia (hereinafter referred to as “the Malaysian Register”) subject to the following conditions:

- (i) there shall be no change in the ownership of such shares or other securities; and
- (ii) the transmission shall be executed by causing such shares or securities to be credited directly into the securities account of such holder of shares or other securities (as may be applicable).

(2) For the avoidance of doubt, where the Company fulfils the requirements of subparagraphs (a) and (b) of Article 36(1), it shall not allow any transmission of shares or other securities from the Malaysian Register into the Foreign Register.

**Article 40 – Notice of forfeiture to be given and entered in Register or Record of Depositors**

When any share has been forfeited in accordance with these Articles, notice of the forfeiture shall forthwith be given to the holder of the share or to the person entitled to the share by transmission, and an entry of such notice having been given, the forfeiture with the date thereof shall forthwith be made or cause to be made in the Register or Record of Depositors.

**(b) Remuneration of Directors**

The provisions in the Articles of Association of the company dealing with the remuneration of the Directors are as follows:

**Article 101- Director’s fees**

The fees of the Directors shall be determined from time to time by the Company in general meeting. Such fees shall not be increased except pursuant to a resolution passed at a general meeting, where notice of the proposed increase shall have been given in the notice convening the meeting. Such fees shall be divided among the Directors in such proportions and manner as they may agree (or failing agreement, equally). Such fees shall, so far as a Director who is not an executive Director is concerned, be by way of a fixed sum and not by way of a commission on or percentage of profits or turnover, subject always however to the other provisions of these Articles. Salaries and other remuneration payable to executive Directors pursuant to a contract of service need not be determined by the Company in general meeting but may not include a commission on or a percentage of turnover.

**17. STATUTORY AND GENERAL INFORMATION (Cont'd)****Article 102 – Expenses and extra remuneration**

- (1) The Directors shall be entitled to be repaid all travelling or such other reasonable expenses as may be incurred in attending and returning from meetings of the Directors or of any committee of the Directors or general meetings or otherwise howsoever in or about the business of the Company in the course of the performance of their duties as Directors.
- (2) Any Director who is appointed as an Executive Director or to any executive office or serves on any committee or who otherwise performs or renders services, which in the opinion of the majority of the Directors are outside his ordinary duties as a Director, may be paid such extra remuneration as the Directors may determine PROVIDED THAT such remuneration shall not include a commission on or percentage of turnover and such remuneration need not be determined by the Company in general meeting.
- (3) In these Articles, the expression “Executive Director” shall mean and include a Managing Director who has been or is engaged substantially whole time in the business of the Company or of any related company or partly in one and partly in another. The expression “related company” in these Articles shall include any company which is deemed to be related to the Company in terms of Section 6 of the Act or which in the opinion of the majority of the Directors can properly be otherwise regarded as being connected with the Company or its related company.

**Article 111 – Remuneration of Managing Director**

The remuneration of a Director holding an executive office pursuant to these Articles (including Managing Director(s)) shall be fixed by the Directors and may be by way of salary or commission or participation in profits or otherwise or by any or all of such modes but shall not include a commission on or a percentage of turnover and such remuneration need not be determined by the Company in general meeting.

- (c) **Voting and borrowing powers of directors, including powers in relation to proposals, arrangements or contracts in which they are interested**

The provisions in the Articles of Association of the Company dealing with the voting and borrowing powers of directors, including voting powers in relation to proposals, arrangements or contracts in which they are interested, are as follows:

**Article 129 – Directors’ meeting and quorum**

- (1) The Directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings and proceedings as they deem fit and may from time to time determine the quorum necessary for the transaction of business. Until otherwise determined, two (2) Directors shall form a quorum. A meeting of the Directors for the time being at which a quorum is present shall be competent to exercise all or any of the powers, authorities and discretion by or under these Articles vested in or exercisable by the Directors generally.
- (2) A Director may participate in a meeting of Directors by means of a telephone conference, video conference or any communication equipment which allows all persons participating in the meeting to hear each other. A Director so participating shall be deemed to be present in person at the meeting and shall be entitled to vote or be counted in a quorum accordingly. Such a meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no such group, where the Chairman of the meeting then is.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**Article 131 – Interested Director to be counted in quorum**

A Director notwithstanding his interest may be counted in the quorum present at any meeting where he or any other Director is appointed to hold any office or place of profit under the Company, or where the Directors resolve to exercise any of the rights of the Company (whether by the exercise of voting rights or otherwise) to appoint or concur in the appointment of a Director to hold any office or place of profit under any other company, or where the terms of any such appointment as hereinafter mentioned are considered, or where any decision is taken upon any contract or arrangement in which he is in any way interested PROVIDED ALWAYS that he has complied with Section 131 and all other relevant provisions of the Act and of these Articles and PROVIDED FURTHER that he shall not take part in any deliberations at the meeting in respect of the contract or arrangement in which he is interested.

**Article 132 – Questions to be decided by majority of votes**

Questions arising at any meeting shall be decided by a majority of votes. A determination by a majority of Directors shall for all purposes be deemed a determination of the Directors. In case of an equality of votes, the Chairman shall have a second or casting vote except when only two (2) Directors are present and form a quorum and only such a quorum is present at the meeting or at which only two (2) Directors are competent to vote on the question at issue, in which event the Chairman shall not have a second or casting vote and the question arising at the meeting shall be deemed to have been lost or not carried.

**Article 133 – Chairman of meetings of Directors**

The Directors may elect a Chairman of their meetings and determine the period for which he is to hold office. The Chairman shall preside at all meetings of Directors. If a Chairman is not elected, or if at any meeting the Chairman is not present within fifteen (15) minutes of the time appointed for holding the same, the Directors present shall choose one of their number to be Chairman of such meeting. Any Director acting as Chairman of a meeting of the Directors shall have the Chairman's right to a second or casting vote whenever there is an equality of votes subject however to the exception specified in Article 132.

**Article 134 – Directors may delegate powers to committee**

The Directors may delegate any of their powers to committees consisting of such member or members of their body as they may deem fit. Any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Directors.

**Article 137 – Resolution in writing signed by Directors effective**

A resolution in writing signed by a majority of the Directors or their alternates shall be as effective for all purposes as a resolution passed at a meeting of the Directors duly convened, held and constituted. Any such resolution may consist of several documents in like form, each signed by one or more Directors. Without limiting the generality of the expression "signed", any such document may be accepted as sufficiently signed by a Director if transmitted to the Company by any technology purporting to include a signature and/or electronic or digital signature of the Director.

**17. STATUTORY AND GENERAL INFORMATION (Cont'd)****Article 119 – Borrowing powers**

Subject to applicable laws, the Directors may exercise all the powers of the Company whatsoever to borrow money, raise funds, accept credit facilities and to mortgage or charge its undertakings or property (both present and future) and uncalled capital, or any part thereof, and to issue debentures and other securities at par, or at discount or premium and whether outright or as security for any debt, liability or obligation of the Company or of any third party PROVIDED ALWAYS that nothing contained in these Articles shall authorise the Directors to borrow any money or mortgage or charge any of the Company's or its subsidiaries' undertaking, property or any uncalled capital or to issue debentures and other securities whether outright or as security for any debt, liability or obligation of an unrelated third party.

**(d) Changes in capital and variation of class rights**

The provisions in the Articles of Association of the Company dealing with the changes in capital or variation of class rights, which are no less stringent than those required by law, are as follows:

**Article 47 – Issue of shares**

Subject to the conditions restrictions and limitations expressed in these Articles and to any special rights attached to any shares for the time being issued, the Directors may with the approval of the Company in general meeting allot, grant options over or otherwise dispose of the unissued share capital of the Company to such persons, at such time and on such terms as they deem proper PROVIDED ALWAYS THAT:

- (a) no shares shall be issued at a discount except in compliance with the provisions of the Act;
- (b) no shares shall be issued which shall have the effect of transferring a controlling interest in the Company without the prior approval of the Members of the Company in general meeting;
- (c) in the case of shares other than ordinary shares, no rights shall be attached until the same have been expressed in these Articles;
- (d) no director shall participate in any issue of shares or options to employees unless :
  - (i) the Members of the Company in general meeting have approved of the specific allotment to be made to such director; and
  - (ii) such director holds office in an executive capacity,

PROVIDED ALWAYS THAT a Director not holding office in an executive capacity may so participate in such issues of shares pursuant to a public offer or a public issue.

**Article 48 – Power to issue preference shares**

Without prejudice to any special rights previously conferred on the holders of any share or class of shares already issued but subject to the Act and these Articles, any shares in the Company (whether forming part of the original share capital or not) may be issued or have attached thereto such preferred, deferred or other special rights, or such restrictions, whether in regard to dividend, return of capital, voting or otherwise, as the Company may from time to time by special resolution determine PROVIDED THAT:

- (a) the total nominal value of issued preference shares shall not exceed the total nominal value of the issued ordinary shares at any time;

**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

- (b) the holders of preference shares shall be entitled to the same rights as the holders of ordinary shares in relation to receiving notices, reports and audited accounts and attending general meetings of the Company BUT shall only have the right to vote at any meeting convened:
- (i) where any resolution or proposal is to be submitted to the meeting:
- (1) for the purpose of reducing the share capital of the Company, disposing of the whole of the property, business or undertaking of the Company or winding up the Company; or
- (2) which affects rights attached to the preference shares;
- (ii) when the dividend or part of the dividend on the preference shares is in arrears for more than six (6) months; or
- (iii) during the winding up of the Company,
- (c) the Company may issue further preference shares ranking equally with preference shares already issued but shall not issue further preference shares ranking in priority above preference shares already issued unless Article 58 is complied with;
- (d) the holders of preference shares shall be entitled to a return of capital in preference to holders of ordinary shares when the Company is wound up.

Subject to the Act, any preference shares may be issued on the terms that they are, or at the option of the Company, are liable to be redeemed.

**Alteration, reduction and increase of capital****Article 49 – Consolidation, sub-division and cancellation of shares**

The Company may from time to time by ordinary resolution:

- (a) Consolidate and divide all or any of its share capital into shares of larger amount than its existing shares.
- (b) Sub-divide its existing shares, or any of them, into shares of smaller amount than is fixed by the Memorandum of Association subject, nevertheless, to the provisions of section 62(1)(d) of the Act, and so that as between the resulting shares, one or more of such shares may, by the resolution by which such sub-division is effected, be given any preference or advantage as regards dividend, return of capital, voting or otherwise over the others or any other of such shares.
- (c) Cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled.

**Article 50 – Reduction of share capital**

The Company may from time to time by special resolution reduce its share capital and any capital redemption reserve fund or any share premium account in any manner authorised by the Act and subject to any consent required by law.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**Article 51 – Company may increase its capital**

The Company may from time to time by ordinary resolution passed at a general meeting of the Company whether all the shares for the time being authorised shall have been issued or all the shares for the time being issued shall have been fully called up or not, increase its share capital by the creation and issue of new shares, such aggregate increase to be of such amount and to be divided into shares of such respective amounts and (subject to any special rights for the time being attached to any existing class of shares) to carry such preferential, deferred or other special rights (if any) or to be subject to such conditions or restrictions in regard to dividend, return of capital, voting or otherwise as the Company in general meeting directs.

**Article 52 – Offer of new shares/other convertible securities to Members**

Subject to any direction to the contrary that may be given by the Company in general meeting, all new shares or other convertible securities shall, before issue, be offered to such persons as at the date of the offer are entitled to receive notices from the Company of general meetings in proportion, as nearly as the circumstances admit, to the amount of the existing shares or securities to which they are entitled. Such offer shall be made by notice specifying the number of shares or securities offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares or securities offered, the Directors may dispose of those shares or securities in such manner as they deem most beneficial to the Company. The Directors may likewise also dispose of any new shares or securities which (by reason of the ratio which the new shares or securities bear to shares or securities held by persons entitled to an offer of new shares or securities or by reason of any similar difficulty in apportioning the same) cannot, in the opinion of the Directors be conveniently offered in the manner provided under this Article.

**Article 53 – Waiver from Securities Exchange for convening extraordinary general meeting for new issue of shares**

Notwithstanding the provisions of these Articles, the Company may apply to the Securities Exchange to waive the convening of an extraordinary general meeting to obtain Members approval for further issues of shares (other than bonus or rights issues) where the aggregate issues of which in any one financial year do not exceed 10% of the issued share capital.

**Article 54 – New shares subject to same provisions as original shares**

Except so far as otherwise provided by the conditions of issue, any capital raised by the creation of new shares shall be considered as part of the original ordinary share capital of the Company and shall be subject to the same provisions with reference to the payment of calls, lien, transfer, transmission, forfeiture and otherwise as if it had been part of such capital.

**Article 57 – Purchase of own shares**

Subject to and in accordance with the provisions of the Act and such other relevant law, regulation or guideline for the time being in force, the Company is allowed and shall have power, to the fullest extent permitted, to purchase any of its own shares and thereafter, the Directors may resolve and shall have the fullest power to deal with such purchased shares in accordance with the provisions of the Act and such other relevant law, regulation or guideline.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**Article 58 – Alteration on rights**

If at any time the share capital of the Company is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of shares of that class) may, whether or not the Company is being wound up, be varied, modified, abrogated or dealt with, with the consent in writing of the holders of at least three-fourths (3/4) of the issued shares of that class, or with the sanction of a special resolution passed at a separate general meeting of the holders of the shares of that class. To every such separate general meeting, the provisions of these Articles relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be Members or any Member holding or representing by proxy or by attorney one-tenth (1/10) of the capital paid or credited as paid on the issued shares of that class and that any holder of shares of that class present in person or by proxy or by attorney may demand a poll. To every such special resolution the provisions of Section 152 of the Act shall, with such adaptations as are necessary, apply PROVIDED ALWAYS THAT where the necessary majority for such a special resolution is not obtained at the meeting, consent in writing if obtained from holders of at least three-fourths (3/4) of shares of the class concerned within two (2) months of the meeting shall be as valid and effectual as a special resolution carried at the meeting.

**Article 59 – Alteration on rights preference shares**

Notwithstanding the provisions of these Articles, the repayment of preference share capital other than redeemable preference capital or any other alteration of preference shareholders' rights, may only be made pursuant to a special resolution of the preference shareholders concerned PROVIDED ALWAYS THAT where the necessary majority for such a special resolution is not obtained at the meeting, consent in writing if obtained from the holders of at least three-fourths (3/4) of the preference capital concerned within two (2) months of the meeting shall be as valid and effectual as a special resolution carried at the meeting.

**17.3 Directors and substantial shareholders**

- (a) The names, addresses and occupations of the Directors of EFFICIENT are set out in the Corporate Directory of this Prospectus.
- (b) A Director of EFFICIENT is not required to hold any qualification shares in the Company unless otherwise so fixed by the Company in general meeting.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

- (c) The direct and indirect interests of the Directors of EFFICIENT in EFFICIENT Shares before and after the Public Issue are as follows:

Name	Existing <sup>1</sup>				After Public Issue <sup>5</sup>			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Dato' Abdul Latif bin Abdullah	-	-	-	-	300,000 <sup>5</sup>	0.25	-	-
Vincent Cheah Chee Kong	3,890,020	4.32	69,350,000 <sup>2</sup>	77.05	3,890,020	3.24	69,350,000 <sup>2</sup>	57.79
Victor Cheah Chee Wai	-	-	69,350,000 <sup>2</sup>	77.05	500,000 <sup>5</sup>	0.42	69,350,000 <sup>2</sup>	57.79
Esther Soon Yoke Leng	-	-	41,610,000 <sup>3</sup>	46.23	500,000 <sup>5</sup>	0.42	41,610,000 <sup>3</sup>	34.67
Sreedhar Subramaniam	-	-	-	-	500,000 <sup>5</sup>	0.42	-	-
Dato' Kalimullah bin Masheerul Hassan	-	-	12,260,000 <sup>4</sup>	13.62	300,000 <sup>5</sup>	0.25	12,260,000 <sup>4</sup>	10.22
Datuk Syed Hussian bin Syed Junid	-	-	-	-	300,000 <sup>5</sup>	0.25	-	-
Ho Hin Choy	-	-	-	-	300,000 <sup>5</sup>	0.25	-	-

*Notes:*

1. Based on the Register of Directors' shareholdings of the Company as at 1 November 2004.
2. Deemed interested by virtue of their shareholdings in CCKSB and CCKSB's shareholdings in CSSSB pursuant to Section 6A of the Act.
3. Deemed interested by virtue of her shareholdings in CSSSB pursuant to Section 6A of the Act.
4. Deemed interested by virtue of his shareholdings in ANC pursuant to Section 6A of the Act.
5. Assuming full subscription of their respective entitlements pursuant to the Pink Form Allocation.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

- (d) The direct and indirect interests of the substantial shareholders of EFFICIENT in EFFICIENT Shares before and after the Public Issue are as follows:

Name	Existing <sup>1</sup>				After Public Issue			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
CCKSB	27,740,000	30.82	41,610,000 <sup>2</sup>	46.23	27,740,000	23.12	41,610,000 <sup>2</sup>	34.67
Vincent Cheah Chee Kong	3,890,020	4.32	69,350,000 <sup>3</sup>	77.05	3,890,020	3.24	69,350,000 <sup>3</sup>	57.79
Victor Cheah Chee Wai	-	-	69,350,000 <sup>3</sup>	77.05	500,000 <sup>6</sup>	0.42	69,350,000 <sup>3</sup>	57.79
CSSSB	41,610,000	46.23	-	-	41,610,000	34.67	-	-
Ho Choong Lim	-	-	41,610,000 <sup>4</sup>	46.23	300,000 <sup>6</sup>	0.25	41,610,000 <sup>4</sup>	34.67
Esther Soon Yoke Leng	-	-	41,610,000 <sup>4</sup>	46.23	500,000 <sup>6</sup>	0.42	41,610,000 <sup>4</sup>	34.67
ANC	12,260,000	13.62	-	-	12,260,000	10.22	-	-
Dato' Kalimullah bin Masheerul Hassan	-	-	12,260,000 <sup>5</sup>	13.62	300,000 <sup>6</sup>	0.25	12,260,000 <sup>5</sup>	10.22

*Notes:*

1. Based on the Register of Substantial Shareholders' shareholdings of the Company as at 1 November 2004.
  2. Deemed interested by virtue of its shareholdings in CSSSB pursuant to Section 6A of the Act.
  3. Deemed interested by virtue of their shareholdings in CCKSB and CCKSB's shareholdings in CSSSB pursuant to Section 6A of the Act.
  4. Deemed interested by virtue of their shareholdings in CSSSB pursuant to Section 6A of the Act.
  5. Deemed interested by virtue of his shareholdings in ANC pursuant to Section 6A of the Act.
  6. Assuming full subscription of their respective entitlements pursuant to the Pink Form Allocation.
- (e) None of the Directors or substantial shareholders of EFFICIENT has any interest, direct or indirect, in any business carrying on a similar trade as EFFICIENT or any of its subsidiaries.
- (f) None of the Directors or substantial shareholders of EFFICIENT has any interest, direct or indirect, in the promotion of or in any assets acquired by or proposed to be acquired by or assets disposed of by or proposed to be disposed of by or leased to or proposed to be leased to the Company or its subsidiaries within the 2 years preceding the Latest Practicable Date.
- (g) None of the Directors or substantial shareholders of EFFICIENT has any interest in any contract or arrangement, which is significant in relation to the business of the Company or its subsidiaries taken as a whole subsisting as at the Latest Practicable Date.
- (h) Save as disclosed in Sections 17.3(c) and 17.3(d) of this Prospectus, there are no persons who are able to, directly or indirectly, jointly or severally, exercise control over the Company and its subsidiaries.

**17.4 General**

- (a) The nature of the EFFICIENT Group's business is described in Section 5.1 of this Prospectus. The details of the corporations deemed to be related to EFFICIENT by virtue of Section 6 of the Act are set out in Sections 5.6 and 7.1.3(a) of this Prospectus.
- (b) The last day and time of the opening of the application is set out in Section 2.2 of this Prospectus.

## 17. STATUTORY AND GENERAL INFORMATION *(Cont'd)*

- (c) The amount payable in full on application is RM0.63 per Issue Share.
- (d) The manner in which copies of this Prospectus together with the Application Forms and envelopes may be obtained is set out in Section 18 of this Prospectus.
- (e) The names and addresses of the Auditors and Reporting Accountants are set out in the Corporate Directory of this Prospectus.
- (f) The Group has not established any other place of business outside Malaysia.
- (g) Other than salaries, Directors' fees and employment related benefits, no amount or benefit has been paid or given within the 2 years preceding the Latest Practicable Date, nor is it intended to be so paid or given, to any promoters, substantial shareholders or Directors of EFFICIENT.
- (h) Save as disclosed in this Prospectus, the Directors of EFFICIENT are not aware of any material information including trading factors or risks which are unlikely to be known or anticipated by the general public and which would materially affect the profits of the Group.

### 17.5 Expenses and Commission

- (a) Underwriting commission is payable by the Company to the Managing Underwriter and Underwriters at the rate of 2% of the issue price of RM0.63 per Issue Share as disclosed in Section 2.9 of this Prospectus.
- (b) Brokerage is payable by the Company in respect of the successful application bearing the stamps of RHB Sakura, participating organisations of Bursa Securities, members of the Association of Banks in Malaysia, members of the Association of Merchant Banks in Malaysia or MIDFCCS at the rate of 1% of the issue price of RM0.63 per Issue Share as disclosed in Section 2.9 of this Prospectus.
- (c) Placement fee is payable by the Company to the Placement Agent at the rate of 0.5% of the issue price of RM0.63 per Issue Share for the placement of 21,000,000 Issue Shares as disclosed in Section 2.9 of this Prospectus.
- (d) Expenses incidental to the listing of and quotation for the entire enlarged issued and paid-up share capital of the Company on the MESDAQ Market amounting to RM1.6 million will be borne by the Company.
- (e) Save as disclosed above, no commissions, discounts, brokerages or other special terms has been paid or is payable by the Company and/or its subsidiaries for the preceding 2 years from the Latest Practicable Date for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares in or debentures of the Company and its subsidiaries and in connection with the sale or issue of any capital of the Company or any of its subsidiaries and no Director or proposed Director or promoter or expert is or are entitled to receive any such payment.

### 17.6 Public take-overs

During the last financial year and the current financial year up to the Latest Practicable Date, there were no:

- (a) public take-over offers by third parties in respect of the Company's Shares; and
- (b) public take-over offers by the Company in respect of other companies' shares.

## 17. STATUTORY AND GENERAL INFORMATION *(Cont'd)*

### 17.7 Material contracts

Save as disclosed below, there are no other contracts, which are or may be material (not being contracts entered into in the ordinary course of business), which had been entered into by EFFICIENT and its subsidiaries within the 2 years preceding the date of this Prospectus:

- (a) Restructuring and share sale agreement dated 16 January 2004 between EFFICIENT and EMC for the acquisition of 20,000 ordinary shares of RM1.00 each in VPI for a cash consideration of RM20,000.
- (b) Restructuring and share sale agreement dated 16 January 2004 between EFFICIENT and Esther Soon Yoke Leng, Victor Cheah Chee Wai and Sreedhar Subramaniam for the acquisition of 3 ordinary shares of RM1.00 each in SOFTEC for a cash consideration of RM3.
- (c) Restructuring and share sale agreement dated 16 January 2004 between EFFICIENT and CSSSB, CCKSB, ANC, Chan Sai Wan, Tang Kim Yoke and Vincent Cheah Chee Kong for the acquisition of 9,000,000 ordinary shares of RM1.00 each in EMC for a consideration of RM9,000,000 to be satisfied by the issuance of 9,000,000 new ordinary shares of RM1.00 each in EFFICIENT.
- (d) Sale and purchase agreement dated 6 April 2004 between EMC and KLIE Assets Sdn Bhd for the acquisition by EMC of a piece of freehold land held under HS(D) 142710 , PT No. 17655, Mukim Damansara, Daerah Petaling, Selangor for a cash consideration of RM4,475,250.
- (e) Underwriting agreement dated 10 November 2004 between EFFICIENT, the Managing Underwriter and Underwriters in relation to the underwriting of up to 9,000,000 Issue Shares for an underwriting commission of 2% of the issue price of RM0.63 per Issue Share.
- (f) Placement agreement dated 8 November 2004 between EFFICIENT and the Placement Agent in relation to the placement of 21,000,000 Issue Shares for a placement fee of 0.5% of the issue price of RM0.63 per Issue Share.

### 17.8 Material agreements

Save as disclosed below, there are no agreements which are or may be material (including but not limited to shareholders' agreements, agreements underlying the basis of the Company or its subsidiaries' business, supplier agreements, customer agreements, insurance policies and directors' service agreements), which have been entered into by EFFICIENT and its subsidiaries:

- (a) **Customers' agreements**
  - (i) Service agreement entered into between EMC and Aetna Universal Insurance Berhad (now known as ING Insurance Bhd) ("Aetna") on 15 November 1999 for the appointment of EMC as Aetna's data printing and mailing agent, letter of award dated 11 May 2004 from Aetna to EMC for outsourcing of printing and finishing for policy documents, notices and statements, and a non-disclosure and confidentiality agreement entered into between EMC and Aetna dated 12 May 2004.
  - (ii) Service agreement entered into between EMC and Standard Chartered Bank Malaysia Berhad ("SCB") on 17 July 2000 for EMC to provide SCB with EMC's services (which includes data printing and data warehousing services).
  - (iii) Service agreement entered into between EMC and Great Eastern Life Assurance Berhad ("GE") on 12 October 2000 for the appointment of EMC as GE's data, printing and mailing agent.

**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

- (iv) Confidentiality agreement entered into between EMC and HSBC Bank Malaysia Berhad (“HSBC”) on 28 February 2001 concerning the confidentiality of proprietary customer information released by HSBC to EMC.
- (v) Confidentiality agreement entered into between EMC and American Home Assurance Company (“AHA”) on 31 January 2001 concerning the confidentiality of proprietary customer information released by AHA to EMC.
- (vi) Service agreement entered into between EMC and American International Assurance Co. Ltd on 31 January 2001 (“AIA”) for the appointment of EMC as AIA’s data printing and mailing agent.
- (vii) Automailing services agreement entered into between EMC and Public Bank Berhad (“PBB”) on 1 November 2002 for the appointment of EMC to undertake document processing services for PBB and its subsidiaries and associate companies.
- (viii) Service agreement entered into between EMC and Arab-Malaysian Bank Berhad (“AmBank”) on 30 April 2002 for the appointment of EMC to undertake document processing services on behalf of AmBank, as extended by letter of extension dated 20 May 2004.
- (ix) Service agreement entered into between EMC and TT DotCom Sdn Bhd (“TDC”) on 18 April 2003 for the appointment of EMC as TDC’s data printing and mailing agent as extended by a letter of award dated 11 August 2004 from Time dotCom Berhad.
- (x) Letter of award from MEASAT Broadcast Network Systems Sdn Bhd (“MEASAT”) to EMC on 1 July 2003 and service agreement entered into between EMC and MEASAT on 16 January 2004 for the appointment of EMC for the printing, insertion and mailing of bills.
- (xi) Service agreements entered into between EMC and Prudential Assurance Malaysia Berhad (“Prudential”) on 1 April 1999, 3 January 2000 and 16 July 2003 for the appointment of EMC to undertake DDP services.
- (xii) Letter of agreement entered into between EMC and Electronic Commerce Technology Sdn Bhd on 30 September 2003 setting the revised quotation for data printing, lettershop service and supply of pressure seal form for August 2003 to July 2004 issues, and other subsequent issues as may be agreed between the parties. The rates payable for DDP services (from 0.5 sen to 9 sen), for returned mail management services (20 sen per mail) and for advertisement on outer envelope (from 25 sen to 35 sen).
- (xiii) Service agreement entered into between EMC and Affin Bank Berhad (“Affin”) on 31 December 2003 for the appointment of EMC to undertake the document processing services on behalf of Affin.
- (xiv) Service agreement entered into between EMC and Allianz Life Insurance Berhad (“Allianz”) on 15 January 2004 for the appointment of EMC as Allianz’s data printing and mailing agent.
- (xv) Confidentiality agreement entered into between EMC and Kuala Lumpur Mutual Fund (now known as PB Mutual Fund) on 27 November 2000 for the supply of information by Kuala Lumpur Mutual Fund for the purposes of EMC’s services.
- (xvi) Service agreement entered into between EMC and AmSecurities Sdn Bhd on 13 March 2004 for the appointment of EMC to undertake DDP services.

**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

- (xvii) Mailing service agreement between EMC and Measat Publications Sdn Bhd ("Measat Publications") on 8 July 2002 appointing EMC as Measat Publications' mailing agent.
- (xviii) Non-disclosure agreement entered into between EMC and Measat Publications on 30 July 2004 for the supply of information by Measat Publications for the purposes of EMC's services.
- (xix) Service agreement entered into between EMC and K & N Kenanga Bhd ("K & N") on 21 February 2000 for the appointment of EMC to undertake DDP services.
- (xx) Service agreement entered into between EMC and AmFinance Berhad on 10 August 2003 for the appointment of EMC to undertake DDP services.
- (xxi) Service agreement entered into between EMC and John Hancock Life Insurance (M) Bhd ("JH") on 8 February 2001 for the appointment of EMC as JH's data, printing and mailing agent.
- (xxii) Service agreement entered into between EMC and Alliance Bank Malaysia Berhad ("Alliance Bank") on 11 July 2002 for the appointment of EMC to undertake DDP services.

**(b) Directors' service agreements**

- (i) Service agreement dated 2 August 2004 between EFFICIENT and Vincent Cheah Chee Kong for the appointment of Vincent Cheah Chee Kong as the Managing Director of EFFICIENT from the date of the agreement for an initial term of 2 years subject to earlier termination by either party pursuant to the terms of the agreement. The terms of his appointment provide for payment of a monthly basic salary and other benefits.
- (ii) Service agreement dated 2 August 2004 between EFFICIENT and Victor Cheah Chee Wai as the Executive Director - Operations of EFFICIENT from the date of the agreement for an initial term of 2 years subject to earlier termination by either party pursuant to the terms of the agreement. The terms of his appointment provide for payment of a monthly basic salary and other benefits. Such other benefits include payments under a performance incentive scheme as set out under the agreement.
- (iii) Service agreement dated 2 August 2004 between EFFICIENT and Esther Soon Yoke Leng as the Executive Director - Finance of EFFICIENT from the date of the agreement for an initial term of 2 years subject to earlier termination by either party pursuant to the terms of the agreement. The terms of her appointment provide for payment of a monthly basic salary and other benefits. Such other benefits include payments under a performance incentive scheme as set out under the agreement.
- (iv) Service agreement dated 2 August 2004 between EFFICIENT and Sreedhar Subramaniam as the Executive Director - Technology of EFFICIENT from the date of the agreement for an initial term of 2 years subject to earlier termination by either party pursuant to the terms of the agreement. The terms of his appointment provide for payment of a monthly basic salary and other benefits. Such other benefits include payments under a performance incentive scheme as set out under the agreement.

**17. STATUTORY AND GENERAL INFORMATION (Cont'd)****(c) Insurance policies**

As at the Latest Practicable Date, the insurance policies of the Group purchased from AXA Affin Assurance Berhad, AmAssurance Berhad and AMI Insurans Berhad are as follows:

	<b>Type of Insurance</b>	<b>Insurance coverage RM'000</b>	<b>Period Insured</b>
(i)	Fire insurance	2,063	Vary between individual policies for periods between 12 to 15 months
(ii)	Machinery and equipment insurance	10,196	Vary between individual policies for periods between 12 to 15 months
(iii)	Motor vehicle insurance	1,312	Vary between individual policies for a period of 1 year
(iv)	Public liability insurance	1,000	For a period of 1 year

**(d) Banking facilities agreements**

- (i) Letter of offer dated 9 September 1995 as varied by letter of offer dated 20 March 1996 issued by Affin Bank Berhad ("Affin") to EMC whereby Affin had agreed to grant banking facilities comprising term loan, overdraft, bank guarantee and letter of credit amounting to RM1,140,000.
- (ii) Letter of offer dated 25 November 1998 issued by Affin to EMC whereby Affin had agreed to grant an additional term loan of RM420,000.
- (iii) Letter of offer dated 17 February 2000 issued by Affin to EMC whereby Affin had agreed to grant an additional overdraft of RM800,000 and withdraw the additional term loan of RM420,000.
- (iv) Facilities agreement dated 12 July 2000 between Affin and EMC whereby a first and second legal charge on the land and buildings situated at No. 45-47-49, Jalan Petaling Utama 3, Taman Petaling Utama, 46000 Petaling Jaya, Selangor, held under title numbers H.S. (M) 7212, 7213 and 7214, P.T. Nos 6724, 6725 and 6726, Tempat Batu 6 ½, Jalan Kelang Lama, Mukim Petaling, Selangor, had been created for the benefit of Affin in consideration of Affin granting the banking facilities to EMC.
- (v) Letter of offer dated 12 September 2000 issued by Affin to EMC whereby Affin had agreed to grant a bankers acceptance facility of RM1,000,000.
- (vi) Supplemental facilities agreement dated 15 November 2000 between Affin and EMC whereby a third legal charge on the land and buildings situated at No. 45-47-49, Jalan Petaling Utama, Taman Petaling Utama, 46000 Petaling Jaya, held under title numbers H.S.(M) 7212, 7213 and 7214, P.T. No. 6724, 6725 and 6726, Tempat Batu 6 ½, Jalan Kelang Lama, Mukim Petaling, Selangor had been created for the benefit of Affin in consideration of Affin granting additional facilities in respect of bankers acceptance.
- (vii) Letter of offer dated 19 November 2001 issued by Affin to EMC whereby Affin had agreed to grant an additional term loan of RM1,000,000 and withdraw the bankers acceptance facility of RM1,000,000.

**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

- (viii) Second supplemental facilities agreement dated 31 December 2001 between Affin and EMC whereby the first charge, facilities agreement, second charge, supplemental facilities agreement and third charge are to remain in full force and effect in view that the bankers acceptance facility had been converted to a term loan facility.
  - (ix) Letter dated 26 September 2003 issued by Affin to EMC whereby Affin had revised the banking facilities comprising overdraft and term loan from a total of RM2,940,000 to RM2,214,000.
  - (x) Assets sale agreement and assets purchase agreement both dated 10 July 2001 between Alliance Bank Malaysia Berhad ("Alliance") and EMC whereby Alliance had agreed to grant banking facilities comprising Al-Bai Bithaman Ajil financing facilities amounting RM1,250,000.
  - (xi) Assets sale agreement and assets purchase agreement both dated 30 April 2003 between Alliance and EMC whereby Alliance had agreed to grant banking facilities comprising Al-Bai Bithaman Ajil financing facilities amounting to RM1,200,000.
  - (xii) Letter of offer dated 12 May 2004 issued by Alliance to EMC whereby Alliance had agreed to grant banking facilities comprising bank guarantee amounting to RM100,000 which expire on 31 October 2007.
- (e) **Hire purchase facilities**
- (i) Hire purchase agreement dated 17 April 2002 entered into between Arab-Malaysian Finance Berhad and EMC whereby a high speed inserter had been acquired vide hire purchase for a total amount payable of RM1,028,400 which is to be paid over a period of 36 months.
  - (ii) Hire purchase agreement dated 19 August 2002 entered into between AmFinance Berhad ("AmFinance") and EMC whereby a high speed inserter and accessories had been acquired vide hire purchase for a total amount payable of RM486,760 which is to be paid over a period of 36 months.
  - (iii) Hire purchase agreement dated 2 October 2002 entered into between AmFinance and EMC hereby a polywrapping system had been acquired vide hire purchase for a total amount payable of RM479,500 which is to be paid over a period of 36 months.
  - (iv) Hire purchase agreement dated 17 June 2003 entered into between AmFinance and EMC whereby a high speed inserter had been acquired vide hire purchase facilities for a total amount payable of RM621,280 which is to be paid over a period of 36 months.
  - (v) Hire purchase agreement dated 17 July 2003 entered into between Affin-ACF Finance Berhad and EMC whereby a motor vehicle had been acquired vide hire purchase facilities for a total amount payable of RM714,612 which is to be paid over a period of 60 months.
  - (vi) Hire purchase agreement dated 21 January 2004 entered into between Public Finance Berhad and EMC whereby a motor vehicle had been acquired vide hire purchase facilities for a total amount payable of RM291,250 which is to be paid over a period of 60 months.

## 17. STATUTORY AND GENERAL INFORMATION *(Cont'd)*

### (f) Other agreements

- (i) Letter of intent entered into between EMC and Datamail Ltd on 4 September 2003 to develop the global use of the VRetrieve application.
- (ii) An agreement (by way of exchange of letters) dated 17 August 2004 between SOFTEC and Datamail Ltd to purchase the VRetrieve system and services at a purchase consideration of USD87,456.
- (iii) Memorandum of understanding dated 18 May 2004 between EMC and VPI to record the basis and understanding between EMC and VPI for tenders that VPI participates in partnership with EMC.

### 17.9 Consents

- (a) The written consents of the Financial Adviser, Managing Underwriter, Placement Agent, Sponsor, Underwriters, Principal Bankers, Issuing House, Issuer of Industry Overview Report, Company Secretaries, Solicitors, Auditors and Registrar to the inclusion in this Prospectus of their names in the manner and form in which such names appear have been given before the issue of this Prospectus and have not subsequently been withdrawn.
- (b) The written consent of the Reporting Accountants to the inclusion of their name, Accountants' Report and letter relating to the proforma consolidated balance sheets in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn.

### 17.10 Documents available for inspection

Copies of the following documents may be inspected at the registered office of the Company during normal business hours for a period of 12 months from the date of this Prospectus:

- (a) Memorandum and Articles of Association of the Company;
- (b) The Reporting Accountants' letter relating to the proforma consolidated balance sheets as included in Section 12 of this Prospectus;
- (c) The Accountants' Report and Directors' Report as included in Sections 13 and 15 of this Prospectus respectively;
- (d) The Industry Overview Report dated 16 August 2004 prepared by Ernst & Young and the Executive Summary of the Ernst & Young Report as included in Section 14 of this Prospectus;
- (e) The material contracts and material agreements as referred to in Sections 17.7 and 17.8 of this Prospectus respectively;
- (f) The letters of consent referred to in Section 17.9 of this Prospectus;
- (g) The audited financial statements of EFFICIENT for the financial period from 27 October 2003 (date of incorporation) to 31 May 2004;
- (h) The audited financial statements of EMC for the 5 financial years ended 31 December 2003 and for the 5 month period ended 31 May 2004;
- (i) The audited financial statements of SOFTEC for the financial period from 9 October 2003 (date of incorporation) to 31 May 2004; and
- (j) By-Laws of the ESOS as referred to in Section 16 of this Prospectus.

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**17. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**17.11 Responsibility Statements**

- (a) This Prospectus has been seen and approved by the Directors and promoters of EFFICIENT and they collectively and individually accept full responsibility for the accuracy of the information contained herein and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no false or misleading statement or other facts the omission of which would make any statement herein false or misleading.
- (b) RHB Sakura, acknowledges that, based on all available information and to the best of its knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts concerning the Public Issue.

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE**

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**18.1 Opening and closing of applications**

Applications for the Issue Shares will be accepted from 10.00 a.m. on 30 November 2004 and will be closed at 5.00 p.m. on 16 December 2004 or for such further period or periods as the Directors of the Company and the Managing Underwriter may in their absolute discretion mutually decide. **Late applications will not be accepted.**

In the event the closing date for the applications is extended, investors will be notified of the change in widely circulated English and Bahasa Malaysia newspapers in Malaysia.

**18.2 Methods of application**

Applications for the Issue Shares may be made using either of the following ways:

- (a) Application Forms; or
- (b) Electronic Share Application.

**18.3 Procedures for application**

- (a) **Applications by the Directors and eligible employees of EFFICIENT and its subsidiaries and persons who have contributed to the success of EFFICIENT and its subsidiaries**

Applications for the 6,000,000 Issue Shares reserved for the Directors and eligible employees of EFFICIENT and its subsidiaries and persons who have contributed to the success of EFFICIENT and its subsidiaries must be made on the **Pink** Application Forms provided only and not by way of other Application Forms or by way of Electronic Share Application. The amount payable in full on application is RM0.63 per Issue Share.

- (b) **Applications by the identified investors by way of private placement**

Application for the 21,000,000 Issue Shares reserved for investors identified by the Placement Agent must be made on the **White** Application Forms provided only and not any other Application Form or by way of Electronic Share Application. The amount payable in full on application is RM0.63 per Issue Share.

- (c) **Applications by the Malaysian public**

Applications for the 3,000,000 Issue Shares made available for application by the Malaysian citizens, companies, societies, co-operatives and institutions must be made on the **White** Application Forms provided or by way of Electronic Share Application. The amount payable in full on application is RM0.63 per Issue Share.

Persons submitting applications by way of Application Forms may not submit applications by way of Electronic Share Applications and *vice versa*. A corporation or institution cannot apply for the Issue Shares by way of Electronic Share Application.

**Persons submitting applications by way of Application Forms or by way of Electronic Share Applications MUST have a CDS Account.**

Directors and employees of MIDFCCS and their immediate families are strictly prohibited from applying for the Issue Shares.

## 18. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

### 18.4 Applications using Application Forms

#### 18.4.1 Application Forms

The following relevant Application Forms issued with their notes and instructions are enclosed with this Prospectus:

- (a) **Pink** Application Forms for applications by the Directors and eligible employees of EFFICIENT and its subsidiaries and persons who have contributed to the success of EFFICIENT and its subsidiaries; and
- (b) **White** Application Forms for application by Malaysian citizens, companies, societies, co-operatives and institutions and investors identified by the Placement Agent.

**White** Application Forms together with copies of this Prospectus may be obtained, subject to availability, from RHB Sakura, participating organisations of Bursa Securities, members of the Association of Banks in Malaysia, members of the Association of Merchant Banks in Malaysia and MIDFCCS.

Only one Application Form from each applicant will be considered and each application must be for 100 Shares or multiples thereof. **Multiple applications will not be accepted. A person who submits multiple applications using the name of others, with or without their consents, commits an offence under Section 87A of the Securities Industry Act, 1983 ("SIA") and if convicted, may be punished with a minimum fine of RM1,000,000 and to a jail term of up to 10 years under Section 88B of the SIA.**

Applications for the Issue Shares must be made on the respective Application Form accompanying this Prospectus and must be completed in accordance with the notes and instructions printed on the reverse side of the Application Form. Applications which do not **STRICTLY** conform to the terms of this Prospectus or Application Form or notes and instructions printed therein or which are illegible will not be accepted.

In the case of an individual applicant other than a member of the armed forces or police, the name and national registration identity card number of the applicant must be exactly the same as stated in:

- (a)
  - (i) THE APPLICANT'S NATIONAL REGISTRATION IDENTITY CARD ("NRIC");
  - (ii) the applicant's "RESIT PENGENALAN SEMENTARA (JPN 1/9)" issued pursuant to Peraturan 5(5), Peraturan-Peraturan Pendaftaran Negara 1990; or
  - (ii) any valid temporary identity document as issued by the national registration department from time to time; and
- (b) the Records of the Depository.

Where the applicant is a member of the armed forces or police, the name and the armed forces or police personnel number, as the case may be, must be exactly the same as that stated in his authority card.

In the case of a corporate/institutional applicant, the name and the certificate of incorporation number of the applicant must be exactly the same as that stated in the APPLICANT'S CERTIFICATE OF INCORPORATION.

No acknowledgement of the receipt of the Application Form or application monies will be made by the Company.

## 18. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

### 18.4.2 Terms and conditions for applications using Application Form

Applications by way of Application Forms shall be made on, and subject to, the terms and conditions appearing below:

- (a) Applicant who is an individual must be a Malaysian citizen residing in Malaysia, with Malaysian address and with CDS account.
- (b) Applicant which are corporations/institutions incorporated in Malaysia must have CDS accounts and subject to the following:
  - (i) If the corporation/institution has a share capital, more than half of the issued share capital (excluding preference share capital) is held by Malaysian citizens; and
  - (ii) There is a majority of Malaysian citizens on the board of Directors/trustee.
- (c) Applicant which is a superannuation, provident or pension fund must be established or operating in Malaysia and has a CDS account.
- (d) Applications will not be accepted from trustees, any person under 18 years of age, sole proprietorships, partnerships or other incorporated bodies or associations, other than corporations/institutions referred to in Sections 18.4.2 (b) and (c) above or the trustees thereof.
- (e) Application for the Issues Shares must be made on the Application Form accompanying this Prospectus and must be completed in accordance with the notes and instructions printed on the reverse side of the Application Form and this Prospectus. In accordance with Section 41(2) of the Securities Commission Act, 1993, the Application Form together with the notes and instructions printed therein is accompanied by this Prospectus. Applications, which do not STRICTLY conform to the terms of this Prospectus or Application Form or notes and instructions printed therein or which are illegible will not be accepted.
- (f) Each completed application form must be accompanied by remittance in Ringgit Malaysia for the full amount payable by either:
  - (i) BANKER'S DRAFT OR CASHIER'S ORDER purchased within Malaysia only and drawn on a bank in Kuala Lumpur (differentiated by a special red band for Bumiputera applicants); or
  - (ii) CHEQUES issued by participating licensed finance companies in Malaysia and drawn on a bank in Kuala Lumpur (differentiated by a special red band for Bumiputera applicants); or
  - (iii) MONEY ORDER OR POSTAL ORDER (for applicants from Sabah and Sarawak only); or
  - (iv) GUARANTEED GIRO ORDER ("GGO") from Bank Simpanan Nasional Malaysia Berhad (differentiated by a special red band for Bumiputera applicants); or
  - (v) ATM STATEMENT obtained from any of the following financial institutions:
    - Affin-ACF Finance Berhad;
    - Alliance Bank Malaysia Berhad;
    - Ambank Berhad;
    - Amfinance Berhad;
    - Bumiputra-Commerce Bank Berhad;
    - EON Bank Berhad;
    - EON Finance Berhad;
    - Hong Leong Bank Berhad;

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

- Hong Leong Finance Berhad;
- Malayan Banking Berhad;
- Mayban Finance Berhad;
- Public Bank Berhad;
- Public Finance Berhad;
- RHB Bank Berhad;
- Southern Bank Berhad; or
- Southern Finance Berhad

and must be made out in favour of “**MIDF SHARE ISSUE ACCOUNT NO. 579**” and crossed “**A/C PAYEE ONLY**” (excluding ATM statements) and endorsed on the reverse side with the **NAME AND ADDRESS OF THE APPLICANT**.

- (g) Applications accompanied by any mode of payments other than those stated above or with excess or insufficient remittances or inappropriate banker's drafts/cashier's orders/cheque issued by participating licensed finance companies/money order/postal order/GGO/ATM statement will not be accepted. Details of the remittances must be completed in the appropriate boxes provided in the Application Forms.
- (h) An applicant **MUST** state his CDS account number in the space provided in the Application Form and he shall be deemed to have authorised the Depository to disclose information pertaining to the CDS Account to the MIDFCCS and/or the Company.
- (i) MIDFCCS, acting under the authorities of the Directors of the Company reserves the right to require any successful applicant to appear in person at the registered office of MIDFCCS at anytime prior to the Listing to ascertain the regularity or propriety of the application. The Directors of the Company shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by the successful applicant to comply with this provision.
- (j) MIDFCCS, acting under the authorities of the Directors of the Company, reserves the right to reject applications which do not conform to these instructions or which are illegible or which are accompanied by remittances improperly drawn.
- (k) MIDFCCS, acting under the authorities of the Directors of the Company reserves the right not to accept any application or accept any application in part only without assigning any reason therefor. Due consideration will be given to the desirability of allotting or allocating the Issue Shares to a reasonable number of applicants with a view to establishing an adequate market for the Issue Shares.
- (l) Where an application is not accepted or accepted in part only, the full amount or the balance of the application monies, as the case may be, without interest, will be returned and despatched to the applicant within 10 market days from the date of the final ballot of the applications lists by ordinary post or registered post, to the applicant's address last maintained with the Depository, or where the application is not accepted due to the applicant not having provided a CDS account, to the address per the NRIC or “Resit Pengenalan Sementara (JPN 1/9)” or any valid temporary identity document as issued by the National Registration Department from time to time or the Authority Card in the case of armed forces/police personnel, at the applicant's own risk.
- (m) The applicant shall ensure that his personal particulars stated in the Application Form are identical with the records maintained by the Depository. The applicant must inform the Depository promptly of any change in address failing which the notification letter of successful allocation will be sent to his registered or correspondence address last maintained with the Depository.
- (n) MIDFCCS reserves the right to bank in all application monies from unsuccessful Bumiputera applicants and partially successful Bumiputera applicants, which would subsequently be refunded without interest and shall be despatched to the applicant within 10 market days from the date of the final ballot of the application lists by registered post to the applicant's address last maintained with the Depository at the applicant's own risk.

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**


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- (o) Each completed Application Form accompanied by the appropriate remittance and legible photocopy of the relevant documents must be despatched by **ORDINARY POST** in the official envelopes provided, to the following address:

MIDF Consultancy and Corporate Services Sendirian Berhad  
 12<sup>th</sup> Floor, Bangunan MIDF  
 195A, Jalan Tun Razak  
 50400 Kuala Lumpur  
 P.O. Box 11122  
 50736 Kuala Lumpur

or **DELIVERED BY HAND AND DEPOSITED** in the Drop-in Boxes provided at the Ground Floor, Bangunan MIDF, 195A, Jalan Tun Razak, 50400 Kuala Lumpur so as to arrive not later than 5.00 p.m. on 16 December 2004 or such further period or periods as the Directors of the Company and the Managing Underwriter in their absolute discretion may mutually decide.

- (p) PLEASE DIRECT ALL ENQUIRIES IN RESPECT OF THE **WHITE APPLICATION FORM** TO MIDFCCS.

**18.5 Application via Electronic Share Applications**
**18.5.1 Steps for Electronic Share Application through a Participating Financial Institution's ATM**

- (a) Applicant must have an account with a Participating Financial Institution and an ATM card issued by that Participating Financial Institution to access the account;
- (b) Applicant **MUST** have a CDS account; and
- (c) Applicant is to apply for the Issue Shares *via* the ATM of the Participating Financial Institution by choosing the Electronic Share Application option. Mandatory statements required in the application are set out in the terms and conditions for Electronic Share Applications (see Section 18.5.3 below). Applicant is to enter at least the following information through the ATM where the instructions on the ATM screen at which he enters his Electronic Share Application requires him to do so:
- Personal Identification Number ("PIN");
  - **MIDF Share Issue Account Number 579;**
  - CDS Account Number;
  - Number of Issue Shares applied for and/or the RM amount to be debited from the account; and
  - Confirmation of several mandatory statements.

**18.5.2 Participating Financial Institutions**

Electronic Share Applications may be made through an ATM of the following Participating Financial Institutions and their branches:

- AmBank Berhad;
- AmFinance Berhad;
- Bumiputra-Commerce Bank Berhad;
- HSBC Bank Malaysia Berhad;
- Malayan Banking Berhad;
- Mayban Finance Berhad;

## 18. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

- OCBC Bank (Malaysia) Berhad; or
- Standard Chartered Bank Malaysia Berhad (at selected branches only).

### 18.5.3 Terms and Conditions of Electronic Share Applications

The procedures for Electronic Share Applications at ATMs of the Participating Financial Institutions are set out on the ATM screens of the relevant Participating Financial Institutions ("Steps"). For illustration purposes, the procedures for Electronic Share Applications at ATMs are set out in Section 18.5.1 "Steps for Electronic Share Application through a Participating Financial Institution's ATM". The Steps set out the actions that the applicant must take at the ATM to complete an Electronic Share Application. Please read carefully the terms of this Prospectus, the Steps and the terms and conditions for Electronic Share Applications set out below before making an Electronic Share Application. Any reference to "applicant" in the terms and conditions for Electronic Share Applications and the Steps shall mean the applicant who applies for the Issue Shares through an ATM of any of the Participating Financial Institutions.

Only an applicant who is an individual with a CDS account is eligible to utilise the facility.

The applicant must have an existing account with, and be an ATM cardholder of, one of the Participating Financial Institutions before he can make an Electronic Share Application at an ATM of the Participating Financial Institutions. An ATM card issued by one of the Participating Financial Institutions cannot be used to apply for the Issue Shares at an ATM belonging to other Participating Financial Institutions. Upon the completion of his Electronic Share Application transaction, the applicant will receive a computer-generated transaction slip ("Transaction Record"), confirming the details of his Electronic Share Application. The Transaction Record is only a record of the completed transaction at the ATM and not a record of the receipt of the Electronic Share Application or any data relating to such an Electronic Share Application by the Company or MIDFCCS. The Transaction Record is for retention by the applicant and should not be submitted with any Application Form.

Upon the closing of the Public Issue for the application for the Issue Shares, on 16 December 2004 at 5.00 p.m. ("Closing Date and Time"), the Participating Financial Institution shall submit a magnetic tape containing its respective customers' applications for the Issue Shares to MIDFCCS as soon as practicable but not later than 12.00 p.m. of the 2nd business day after the Closing Date and Time.

An applicant will be allowed to make an Electronic Share Application for Issue Shares *via* an ATM that accepts the ATM cards of the Participating Financial Institution with which he has an account and its branches, subject to the applicant making only one application.

**AN APPLICANT MUST ENSURE THAT HE USES HIS OWN CDS ACCOUNT NUMBER WHEN MAKING AN ELECTRONIC SHARE APPLICATION. AN APPLICANT OPERATING A JOINT ACCOUNT WITH ANY PARTICIPATING FINANCIAL INSTITUTION MUST ENSURE THAT HE ENTERS HIS OWN CDS ACCOUNT NUMBER WHEN USING AN ATM CARD ISSUED TO HIM IN HIS OWN NAME. HIS APPLICATION WILL BE REJECTED IF HE FAILS TO COMPLY WITH THE FOREGOING CONDITIONS.**

The Electronic Share Application shall be made on, and subject to, the above terms and conditions as well as the terms and conditions appearing below:

- (a) The Electronic Share Application shall be made in relation with and subject to the terms of this Prospectus and the Memorandum and Articles of Association of the Company.
- (b) The applicant is required to confirm the following statement (by depressing predesignated keys (or buttons) on the ATM keyboard) and undertake that the following information given is true and correct:
  - he has attained 18 years of age as at the closing date of the share application;
  - he is a Malaysian citizen residing in Malaysia;

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

- he has read the Prospectus and understood and agreed with the terms and conditions of the application;
- this is the only application that he is submitting; and
- he thereby gives consent to the Participating Financial Institution and the Depository to disclose information pertaining to him and his account with the Participating Financial Institution and the Depository to MIDFCCS and other relevant authorities.

The application will not be successfully completed and cannot be recorded as a completed transaction at the ATM unless the applicant completes all the steps required by the Participating Financial Institution. By doing so, the applicant shall be treated as signifying his confirmation of each of the above statements as well as giving consent in accordance with the relevant laws of Malaysia including Section 97 of the Banking and Financial Institutions Act, 1989 and Section 45 of the Securities Industry (Central Depositories) Act, 1991 to the disclosure by the relevant Participating Financial Institution or the Depository, as the case may be, of any of the applicant's particulars to MIDFCCS, or any relevant regulatory bodies.

- (c) THE APPLICANT CONFIRMS THAT HE IS NOT APPLYING FOR ISSUE SHARES AS NOMINEE OF ANY OTHER PERSON AND THAT ANY ELECTRONIC SHARE APPLICATION THAT HE MAKES IS MADE BY HIM AS BENEFICIAL OWNER. THE APPLICANT SHALL ONLY MAKE ONE ELECTRONIC SHARE APPLICATION AND SHALL NOT MAKE ANY OTHER APPLICATION FOR THE ISSUE SHARES, WHETHER AT THE ATMs OF ANY PARTICIPATING FINANCIAL INSTITUTION OR ON THE PRESCRIBED APPLICATION FORMS.
- (d) The applicant must have sufficient funds in his account with the relevant Participating Financial Institution at the time he makes his Electronic Share Application, failing which his Electronic Share Application will not be completed. Any Electronic Share Application, which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Share Application is being made, will be rejected.
- (e) The applicant agrees and undertakes to subscribe for or purchase and to accept the number of Issue Shares applied for as stated on the Transaction Record or any lesser number of Issue Shares that may be allotted or allocated to him in respect of his Electronic Share Application. In the event that the Company decides to allot or allocate any lesser number of such Issue Shares or not to allot or allocate any Issue Shares to the applicant, the applicant agrees to accept any such decision as final. If the applicant's Electronic Share Application is successful, his confirmation (by his action of pressing the designated key on the ATM) of the number of Issue Shares applied for shall signify, and shall be treated as, his acceptance of the number of Issue Shares that may be allotted or allocated to him and to be bound by the Memorandum and Articles of Association of the Company.
- (f) MIDFCCS, acting under the authorities of the Directors of the Company, reserves the right to reject any Electronic Share Application or accept any Electronic Share Application in part only without assigning any reason therefor. Due consideration will be given to the desirability of allotting or allocating the Issue Shares to a reasonable number of applicants with a view to establishing an adequate market for the Issue Shares.
- (g) Where an Electronic Share Application is not accepted or accepted in part only, the relevant Participating Financial Institutions will be informed of the non-successful or partially successful applications. Where an Electronic Share Application is not successful, the relevant Participating Financial Institution will credit the full amount of the application monies without interest into the applicant's account with that Participating Financial Institution within 2 market days after the receipt of confirmation from MIDFCCS. MIDFCCS shall inform the Participating Financial Institutions of the non-successful or partially successful applications within 2 market days after the balloting date. The applicants may check their accounts on the listing day of EFFICIENT.

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

Where an Electronic Share Application is accepted in part only, the relevant Participating Financial Institution will credit the balance of the application monies without interest into the applicant's account with the Participating Financial Institution within 2 market days after the receipt of confirmation from MIDFCCS. A number of applications will, however, be held in reserve to replace any successfully balloted applications, which are subsequently rejected. For such applications, which are subsequently rejected, the application monies without interest will be refunded to applicants by MIDFCCS by way of cheques issued by MIDFCCS. The cheques will be issued to the applicants not later than 10 market days from the day of the ballot of the application list.

Should applicants encounter any problems in their applications, they may refer to the Participating Financial Institutions.

- (h) The applicant requests and authorises the Company:
- (i) to credit the Issue Shares allotted or allocated to the applicant into the CDS account of the applicant; and
  - (ii) to issue share certificate(s) representing such Issue Shares allotted or allocated in the name of Bursa Malaysia Depository Nominees Sdn Bhd and send the same to the Depository.
- (i) The applicant, acknowledging that his Electronic Share Application is subject to the risks of electrical, electronic, technical and computer-related faults and breakdowns, fires and other events beyond the control of the Company, MIDFCCS or the Participating Financial Institution, irrevocably agrees that if:
- (i) the Company or MIDFCCS does not receive the applicant's Electronic Share Application; or
  - (ii) data relating to the applicant's Electronic Share Application is wholly or partially lost, corrupted or not otherwise accessible, or not transmitted or communicated to the Company or MIDFCCS,
- the applicant shall be deemed not to have made an Electronic Share Application and the applicant shall not claim whatsoever against the Company, MIDFCCS or the Participating Financial Institution for the Issue Shares applied for or for any compensation, loss or damage.
- (j) All particulars of the applicant in the records of the relevant Participating Financial Institution at the time he makes his Electronic Share Application shall be deemed to be true and correct and the Company, MIDFCCS and the relevant Participating Financial Institution shall be entitled to rely on the accuracy thereof.
- (k) The applicant shall ensure that his personal particulars as recorded by both the Depository and relevant Participating Financial Institution are correct and identical. Otherwise, his Electronic Share Application is liable to be rejected. The applicant must inform the Depository promptly of any change in address failing which the notification letter of successful allotment or allocation will be sent to his registered or correspondence address last maintained with the Depository.
- (l) By making and completing an Electronic Share Application, the applicant agrees that:
- (i) in consideration of the Company agreeing to allow and accept the making of any application for the Issue Shares *via* the Electronic Share Application facility established by the Participating Financial Institution at their respective ATMs, his Electronic Share Application is irrevocable;

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**


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- (ii) the Company, the Participating Financial Institutions, the Depository and MIDFCCS shall not be liable for any delays, failures or inaccuracies in the processing of data relating to his Electronic Share Application to the Company due to a breakdown or failure of transmission or communication facilities or to any cause beyond their control;
  - (iii) notwithstanding the receipt of any payment by or on behalf of the Company, the acceptance of the offer made by the applicant to subscribe for and purchase the Issue Shares for which the applicant's Electronic Share Application has been successfully completed shall be constituted by the issue of notices of successful allotment for prescribed securities, in respect of the said Issue Shares;
  - (iv) the applicant irrevocably authorises the Depository to complete and sign on his behalf as transferee or renounee any instrument of transfer and/or other documents required for the issue or transfer of the shares allotted or allocated to the applicant; and
  - (v) the Company agrees that, in relation to any legal action or proceedings arising out of or in relation with the contract between the parties and/or the Electronic Share Application Scheme and/or any terms herein, all rights, obligations and liabilities shall be construed and determined in accordance with the laws of Malaysia and with all directives, rules, regulations and notices from regulatory bodies and that the Company irrevocably submits to the jurisdiction of the Courts of Malaysia.
- (m) MIDFCCS, acting under the authorities of the Directors of the Company, reserves the right to require any successful applicant to appear in person at the registered office of MIDFCCS at anytime prior to the Listing to ascertain the regularity or propriety of the application. The Directors of the Company shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by the successful applicant for the purpose of complying with this provision.
  - (n) MIDFCCS, acting under the authorities of the Directors of the Company, reserves the rights to reject any application, which does not conform to these instructions.
  - (o) A surcharge of RM2.50 per Electronic Share Application will be charged by the respective Participating Financial Institution.

**18.6 Application and acceptance**

MIDFCCS, acting under the authorities of the Directors of the Company, reserves the right not to accept any application which does not strictly comply with the instructions or to accept any application in part only without assigning any reason thereof.

The submission of an application does not necessarily mean that the application will be successful.

**ALL APPLICATIONS MUST BE FOR 100 ISSUE SHARES OR MULTIPLES THEREOF.**

In the event of an over-subscription, acceptance of applications by the Malaysian public shall be subject to ballot to be conducted in a fair and equitable manner as approved by the Directors of the Company. Due consideration will be given to the desirability of distributing the Issue Shares, to a reasonable number of applicants with a view to broaden the shareholding base of EFFICIENT and to establish an adequate market in the trading of the Shares of the Company.

## **18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

Pursuant to the Listing Requirements of Bursa Securities, at least 25% but not more than 49% of the enlarged issued and paid-up share capital of the Company must be held by a minimum number of 200 public shareholders holding not less than 100 Shares each. The Company is expected to achieve this at the point of Listing. However, in the event the above requirement is not met pursuant to the Public Issue, the Company may not be allowed to proceed with the Listing. In the event thereof, monies paid in respect of all applications will be returned without interest.

In the event of an under-subscription for the Issue Shares by the Malaysian public, all the Issue Shares not applied for will be made available for subscription by the Underwriters.

Any Issue Shares not subscribed by the Directors and eligible employees of EFFICIENT and its subsidiaries and persons who have contributed to the success of EFFICIENT and its subsidiaries will be made available for application by the Malaysian citizens, companies, co-operatives, societies and institutions and if under-subscribed, such Issue Shares will be made available for subscription by the Underwriters.

WHERE AN APPLICATION IS NOT ACCEPTED OR ACCEPTED IN PART ONLY, THE FULL AMOUNT OR THE BALANCE OF THE APPLICATION MONIES, AS THE CASE MAY BE, WILL BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED BY ORDINARY POST (IN THE CASE OF FULLY UNACCEPTED APPLICATION) OR REGISTERED POST (IN THE CASE OF PARTIALLY ACCEPTED APPLICATION) TO THE APPLICANT WITHIN 10 MARKET DAYS FROM THE DATE OF THE FINAL BALLOT OF THE APPLICATION LISTS AT THE ADDRESS SHOWN ON THE APPLICATION FORM AT THE APPLICANT'S OWN RISK.

NO APPLICATION SHALL BE DEEMED TO HAVE BEEN ACCEPTED BY REASON OF THE REMITTANCES HAVING BEEN PRESENTED FOR PAYMENT.

MIDFCCS RESERVES THE RIGHT TO BANK IN ALL APPLICATION MONIES FROM UNSUCCESSFUL BUMIPUTERA APPLICANTS AND FROM PARTIALLY SUCCESSFUL BUMIPUTERA APPLICANTS. REFUND MONIES IN RESPECT OF UNSUCCESSFUL BUMIPUTERA APPLICANTS AND PARTIALLY SUCCESSFUL APPLICANTS WHOSE MONIES HAVE BEEN BANKED-IN WILL BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED TO THE APPLICANT WITHIN 10 MARKET DAYS FROM THE DATE OF THE FINAL BALLOT OF THE APPLICATION LISTS BY REGISTERED POST AT THE ADDRESS SHOWN ON THE APPLICATION FORM AT THE APPLICANT'S OWN RISK.

### **18.7 CDS Accounts**

Pursuant to Section 29 of the Securities Industry (Central Depositories) Act, 1991, all dealings in the Shares will be by book entries through CDS accounts. No share certificates will be issued to successful applicants.

Only an applicant who has a CDS account can make an application by way of Application Form. An applicant should state his CDS account number in the space provided on the Application Form and he shall be deemed to have authorised the Depository to disclose information pertaining to the CDS account to MIDFCCS or the Company. Where an applicant does not presently have a CDS account, he should open a CDS account at an ADA prior to making an application for the Issue Shares.

In the case of an application by way of Electronic Share Application, only an applicant who has a CDS account can make an Electronic Share Application and he shall furnish his CDS account number to the Participating Financial Institution by way of keying in his CDS account number if the instructions on the ATM screen at which he enters his Electronic Share Application requires him to do so.

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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Failure to comply with these specific instructions or inaccuracy in the CDS account number, arising from use of invalid third party or nominee accounts, may result in the application being rejected. MIDFCCS under the authorities of the Directors of the Company reserves the right to reject any incomplete and inaccurate application. Applications may also be rejected if the applicants' particulars provided in the Application Form, or in the case of Electronic Share Application, if the records of the Participating Financial Institutions at the time of making the Electronic Share Application differ from those in the Depository's records, such as the identity card number, name and nationality.

**18.8 Notice of allotment**

Shares allotted to all successful or partially successful applicants will be credited to their respective CDS accounts. A notice of allotment will be despatched to the successful or partially successful applicant at the applicant's address last maintained with the Depository at the applicant's own risk within 5 market days after the final ballot of the application lists. This is the only acknowledgement of acceptance of the application.

All applicants must inform the Depository of his updated address promptly by adhering to certain rules and regulation of the Depository, failing which, the notification letter on successful allotment shall be sent to the applicant's registered or correspondence address last maintained with the Depository.

Applicants may also check the status of their application by calling their respective ADAs at the telephone number as stated in Section 18.9 of this Prospectus or at the telephone numbers stated below within 5 market days (during office hours only) after the balloting date:

MIDFCCS Enquiry Telephone Hotline : 03 – 2161 3355  
03 – 2160 2727

MIDFCCS Website [www.midfccs.com](http://www.midfccs.com)

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)****18.9 List of ADAs**

The list of the ADAs, their respective addresses, telephone numbers and broker codes are as follows:

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
<b>KUALA LUMPUR</b>		
AFFIN-UOB SECURITIES SDN BHD	Level 3, Menara Keck Seng 203, Jalan Bukit Bintang 55100 Kuala Lumpur Tel No : 03-21438668	028-001
AMSECURITIES SDN BHD	15th Floor, Bangunan AmBank Group 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel No : 03-20782788	086-001
AVENUE SECURITIES SDN BHD	Ground Floor & Level 1 THB Satu, Jalan Damansara Endah Damansara Heights 50490 Kuala Lumpur Tel No : 03-20951111	052-001
BIMB SECURITIES SDN BHD	1st & 2nd Floor, Podium Block AMDB Building No. 1, Jalan Lumut 50400 Kuala Lumpur Tel No : 03-40433533	024-001
CIMB SECURITIES SDN BHD	9th Floor, Commerce Square Jalan Semantan, Damansara Heights 50490 Kuala Lumpur Tel No : 03-20849999	065-001
ECM LIBRA SECURITIES SDN BHD	Level 2, 3, 4 & 15, Menara Olympia No. 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel No : 03-20319900	099-001
HLG SECURITIES SDN BHD	Level 5, Wisma Kia Peng No. 3, Jalan Kia Peng 50450 Kuala Lumpur Tel No : 03-21681168	066-001
HWANG-DBS SECURITIES BERHAD	2nd Floor, Bangunan AHP No. 2, Jalan Tun Mohd Fuad 3 Taman Tun Dr. Ismail 60000 Kuala Lumpur Tel No : 03-77106688	068-009
HWANG-DBS SECURITIES BERHAD	Nos. 34-5, 36-5, 38-5, 40-5, 42-5 & 44-5 5th Floor, Cheras Commercial Centre Jalan 5/101C Off Jalan Kaskas, 5th Mile Cheras 56100 Kuala Lumpur Tel No : 03-91303399	068-012

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
INTER-PACIFIC SECURITIES SDN BHD	West Wing, Level 13 Berjaya Times Square No.1 Jalan Imbi 55100 Kuala Lumpur Tel No : 03-2117 1888	054-001
JUPITER SECURITIES SDN BHD	7th-9th Floor, Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel No : 03-20341888	055-001
K & N KENANGA BHD	8th Floor, Kenanga International Jalan Sultan Ismail 50250 Kuala Lumpur Tel No : 03-21649080	073-001
KAF-SEAGROATT & CAMPBELL SECURITIES SDN BHD	30th Floor, Menara Weld No. 76, Jalan Raja Chulan 50200 Kuala Lumpur Tel No : 03-20201600	053-001
KUALA LUMPUR CITY SECURITIES SDN BHD	No. 8, Jalan Binjai Off Jalan Ampang 50450 Kuala Lumpur Tel No : 03-21667922	076-001
KUALA LUMPUR CITY SECURITIES SDN BHD	Ground, 1st & 2nd Floor No. 33, Plaza Crystaville Jalan 23/70A Desa Sri Hartamas 50480 Kuala Lumpur Tel No : 03-62033366	076-010
LEONG & COMPANY SDN BHD	Level 18, Wisma Cyclecarri 288, Jalan Raja Laut 50350 Kuala Lumpur Tel No : 03-26928899	061-001
M & A SECURITIES SDN BHD	Level G-2, No. 45 & 47 The Boulevard, Mid Valley City Lingkaran Syed Putra 59200 Kuala Lumpur Tel No : 03-22821820	057-002
MAYBAN SECURITIES SDN BHD	Level 5-13, MaybanLife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel No : 03-22978888	098-001

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
MIDF SISMA SECURITIES SDN BHD	17th & 18th Floor, Empire Tower 182, Jalan Tun Razak 50400 Kuala Lumpur Tel No : 03-21668888	026-001
OSK SECURITIES BERHAD	10th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel No : 03-21624388	056-001
OSK SECURITIES BERHAD	Ground Floor, No. 15, Block A Jalan Prima 1 Pusat Niaga Metro Prima, Kepong 52100 Kuala Lumpur Tel No : 03-62575869	056-028
PB SECURITIES SDN BHD	27th Floor, Public Bank Building No. 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No : 03-20313011	051-001
PM SECURITIES SDN BHD	Ground & 1st Floor, MUI Plaza Jalan P. Ramlee 50250 Kuala Lumpur Tel No : 03-21463000	064-001
RHB SECURITIES SDN BHD	Level 9, Tower One RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel No : 03-92852233	087-001
SIME SECURITIES SDN BHD	21st Floor, Sime Bank Building 4, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No : 03-22749288	097-001
TA SECURITIES HOLDINGS BERHAD	Menara TA One No. 22, Jalan P. Ramlee 50250 Kuala Lumpur Tel No : 03-20721277	058-003
<b>SELANGOR DARUL EHSAN</b>		
AFFIN-UOB SECURITIES SDN BHD	2nd, 3rd & 4th Floor Wisma Amsteel Securities No. 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No : 03-33439999	028-002

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
HWANG-DBS SECURITIES BERHAD	16th, 18th-20th Floor, Plaza Masalam No. 2, Jalan Tengku Ampuan Zabedah E9/E Section 9 40100 Shah Alam Selangor Darul Ehsan Tel No : 03-55133288	068-002
HWANG-DBS SECURITIES BERHAD	East Wing & Centre Link Floor 3A, Wisma Consplant 2 No. 7, Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel No : 03-56356688	068-010
JF APEX SECURITIES BERHAD	6th Floor, Menara Apex Off Jalan Semenyih, Bukit Mewah 43000 Kajang Selangor Darul Ehsan Tel No : 03-87361118	079-001
JF APEX SECURITIES BERHAD	15th & 16th Floor Menara Choy Fook On No. 1B, Jalan Yong Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel No : 03-76201118	079-002
K & N KENANGA BHD	13th Floor, Menara Yayasan Selangor No. 18A, Jalan Persiaran Barat Off Jalan Timur 46000 Petaling Jaya Selangor Darul Ehsan Tel No : 03-79562169	073-005
K & N KENANGA BHD	1st Floor, Wisma UEP Pusat Perniagaan USJ 10 Jalan USJ 10/1A 47620 Subang Jaya Selangor Darul Ehsan Tel No : 03-80241682	073-006
K & N KENANGA BHD	Room 7.02, Level 7, Menara ING Intan Millenium Square No. 68 Jalan Batai Laut 4 Taman Intan 41300 Klang Selangor Darul Ehsan Tel No : 03-30057001	073-007

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
MOHAIYANI SECURITIES SDN BHD	1st, 2nd & 3rd Floor Plaza Damansara Utama No. 2, Jalan SS 21/60 Damansara Utama 47400 Petaling Jaya Selangor Darul Ehsan Tel No : 03-77297345	095-001
OSK SECURITIES BERHAD	24, 24M, 26M, 28M & 28A Jalan SS 2/63 47300 Petaling Jaya Selangor Darul Ehsan Tel No : 03-78736366	056-011
OSK SECURITIES BERHAD	No. 37, Jalan Semenyih 43000 Kajang Selangor Darul Ehsan Tel No : 03-87363378	056-045
PM SECURITIES SDN BHD	No. 157 & 159, Jalan Kenari 23/A Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel No : 03-80700773	064-003
PM SECURITIES SDN BHD	No. 18 & 20, Jalan Tiara 2 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel No : 03-33415300	064-007
SJ SECURITIES SDN BHD	Level 3, Holiday Villa No. 9, Jalan SS 12/1, Subang Jaya 47500 Petaling Jaya Selangor Darul Ehsan Tel No : 03-56340202	096-001
<b>MELAKA</b>		
MALACCA SECURITIES SDN BHD	No. 1, 3 & 5, Jalan PPM9 Plaza Pandan Malim (Business Park) Balai Panjang, P. O. Box 248 75250 Melaka Tel No : 06-3371533	012-001
OSK SECURITIES BERHAD	579, 580-581 A&B Taman Melaka Raya 75000 Melaka Tel No : 06-2825211	056-003
PM SECURITIES SDN BHD	No. 11 & 13, Jalan PM2 Plaza Mahkota 75000 Melaka Tel No : 06-2866008	064-006

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
RHB SECURITIES SDN BHD	Lot 9 & 10, 1st Floor Tabung Haji Building Jalan Bandar Kaba 75000 Melaka Tel No : 06-2833622	087-002
<b>PERAK DARUL RIDZUAN</b>		
AVENUE SECURITIES SDN BHD	No. 63 Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No : 05-2422828	052-002
TA SECURITIES HOLDINGS BERHAD	1st Floor, Plaza Teh Teng Seng 227, Jalan Kampar 30250 Ipoh Perak Darul Ridzuan Tel No : 05-2531313	058-001
HWANG-DBS SECURITIES BERHAD	21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel No : 05-8060888	068-003
KUALA LUMPUR CITY SECURITIES SDN BHD	No. 43 & 44, Ground Floor Taman Sentosa, Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel No : 05-6910910	076-008
M & A SECURITIES SDN BHD	M & A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel No : 05-2419800	057-001
MAYBAN SECURITIES SDN BHD	55, 57 & 63, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No : 05-2558233	098-002
OSK SECURITIES BERHAD	21-25, Jalan Seenivasagam 30450 Ipoh Perak Darul Ridzuan Tel No : 05-2415100	056-002
OSK SECURITIES BERHAD	17G, Jalan Intan 2, Bandar Baru 36000 Teluk Intan Perak Darul Ridzuan Tel No : 05-6236498	056-014

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
OSK SECURITIES BERHAD	No. 23 & 25, Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel No : 05-6921228	056-016
OSK SECURITIES BERHAD	28, Jalan Maharaja Taman Bagan Serai Baru 34300 Bagan Serai Perak Darul Ridzuan Tel No : 05-7231888	056-018
OSK SECURITIES BERHAD	Ground Floor, No. 40, 42 & 44 Jalan Berek 34000 Taiping Perak Darul Ridzuan Tel No : 05-8088229	056-034
SBB SECURITIES SDN BHD	51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No : 05-2530888	090-001
<b>PULAU PINANG</b>		
A.A. ANTHONY SECURITIES SDN BHD	No. 41-1-1 & 41-2-1 Jalan Cantonment 10250 Pulau Pinang Tel No : 04-2299318	078-002
AVENUE SECURITIES SDN BHD	No. 111, Jalan Macalister 10400 Pulau Pinang Tel No : 04-2281868	052-003
BBMB SECURITIES SDN BHD	7th & 8th Floor, Menara PSCI 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No : 04-2283355	099-002
HWANG-DBS SECURITIES BERHAD	Level 2, 3, 4, 7 & 8, Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No : 04-2636996	068-001
HWANG-DBS SECURITIES BERHAD	Ground, 1st & 2nd Floor 1620 & 1621, Jalan Permatang Batu Taman Industri Permatang Batu 14000 Bukit Mertajam Pulau Pinang Tel No : 04-5372882	068-006

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
MERCURY SECURITIES SDN BHD	Ground, 1st, 2nd & 3rd Floor Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Seberang Prai, Pulau Pinang Tel No : 04-3322123	093-001
OSK SECURITIES BERHAD	64, Bishop Street 20F & 20G, Penang Street 10200 Pulau Pinang Tel No : 04-2634222	056-004
OSK SECURITIES BERHAD	Level 19, Menara NB 5050 Jalan Bagan Luar 12000 Butterworth Pulau Pinang Tel No : 04-3322299	056-005
OSK SECURITIES BERHAD	11A, Jalan Keranji Off Jalan Padang Lallang 14000 Bukit Mertajam Pulau Pinang Tel No : 04-5402888	056-015
OSK SECURITIES BERHAD	No. 834 Jalan Besar, Sungai Bakap 14200 Sungai Jawi Seberang Perai Selatan Pulau Pinang Tel No : 04-5831888	056-032
OSK SECURITIES BERHAD	Ground & 1st Floor No. 15-G-5, 15-G-6, 15-1-5, 15-1-6 Medan Kampung Relau (Bayan Point) 11950 Pulau Pinang Tel No : 04-6404888	056-042
PM SECURITIES SDN BHD	Level 25, Menara BHL 51, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No : 04-2273000	064-004
THONG & KAY HIAN SECURITIES SDN BHD	Wisma Sri Pinang, Level 5 & 6 60, Green Hall 10200 Pulau Pinang Tel No : 04-2635481	070-001
UT SECURITIES SDN BHD	6th, 10th & 12th Floor Mayban Trust Building 3, Penang Street 10200 Pulau Pinang Tel No : 04-2626644	059-001

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
<b>PERLIS INDRA KAYANGAN</b>		
KUALA LUMPUR CITY SECURITIES SDN BHD	2nd Floor, Podium Block KWSP Building 01000 Kangar Perlis Indra Kayangan Tel No : 04-9765200	076-003
<b>KEDAH DARUL AMAN</b>		
HWANG-DBS SECURITIES BERHAD	No. 70 A, B, C, Jalan Mawar 1 Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel No : 04-4256666	068-011
KUALA LUMPUR CITY SECURITIES SDN BHD	2nd Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel No : 04-7317088	076-004
OSK SECURITIES BERHAD	No. 1, Jalan Pahlawan 08000 Sungai Petani Kedah Darul Aman Tel No : 04-4204888	056-017
OSK SECURITIES BERHAD	No. 35, Ground Floor Jalan Suria 1, Jalan Bayu 09000 Kulim Kedah Darul Aman Tel No : 04-4964888	056-019
OSK SECURITIES BERHAD	Ground & 1st Floor, 215-A & 215-B Medan Putra, Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel No : 04-7209888	056-021
<b>NEGERI SEMBILAN DARUL KHUSUS</b>		
HWANG-DBS SECURITIES BERHAD	Ground & 1st Floor 105, 107 & 109, Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel No : 06-7612288	068-007
HWANG-DBS SECURITIES BERHAD	No. 6, Upper Level, Jalan Mahligai 72100 Bahau Negeri Sembilan Darul Khusus Tel No : 06-4553188	068-013

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
OSK SECURITIES BERHAD	Ground, 1st & 2nd Floor No. 33, Jalan Dato' Bandar Tunggal 70000 Seremban Negeri Sembilan Darul Khusus Tel No : 06-7641641	056-024
OSK SECURITIES BERHAD	1st Floor, No. 3601, Jalan Besar 73000 Tampin Negeri Sembilan Darul Khusus Tel No : 06-4421000	056-037
OSK SECURITIES BERHAD	1st & 2nd Floor No. 168, Jalan Mewah (Pusat Perniagaan UMNO Bahagian Jempol) 71200 Bahau Negeri Sembilan Darul Khusus Tel No : 06-4553011	056-040
PM SECURITIES SDN BHD	1st, 2nd & 3rd Floor 19-21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No : 06-7623131	064-002
<b>JOHOR DARUL TAKZIM</b>		
A.A. ANTHONY SECURITIES SDN BHD	Suite 8.2, Level 8 Menara Sarawak Enterprise No. 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel No : 07-3332000	078-001
AMSECURITIES SDN BHD	2nd & 3rd Floor, Penggaram Complex 1, Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No : 07-4342282	086-002
AVENUE SECURITIES SDN BHD	No. 57, 59 & 61, Jalan Ali 84000 Muar Johor Darul Takzim Tel No : 06-9532222	052-004
ENG SECURITIES SDN BHD	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No : 07-2231211	081-001

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
HWANG-DBS SECURITIES BERHAD	Level 7, Johor Bahru City Square (Office Tower) 106-108 Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel No : 07-2222692	068-004
K & N KENANGA BHD	Level 2, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : 07-3333600	073-004
K & N KENANGA BHD	No. 31 Lorong Dato'' Ahmad Jalan Khalidi 84000 Muar Johor Darul Takzim Tel No : 06-9542711	073-008
K & N KENANGA BHD	No. 34 Jalan Genuang 85000 Segamat Johor Darul Takzim Tel No : 07-9333515	073-009
K & N KENANGA BHD	No. 33 & 35 (Ground & 1st Floor A&B) Jalan Syed Abdul Hamid Sagaff 86000 Kluang Johor Darul Takzim Tel No : 07-7771161	073-010
KUALA LUMPUR CITY SECURITIES SDN BHD	No. 46 & 48 Jalan Dato'' Kaptan Ahmad 86000 Kluang Johor Darul Takzim Tel No : 07-7717922	076-006
OSK SECURITIES BERHAD	Unit 27-01 to 27-08 Level 27, Menara Landmark No. 12, Jalan Ngee Heng 80000 Johor Bahru Johor Darul Takzim Tel No : 07-2212233	056-006
OSK SECURITIES BERHAD	53, 53-A & 53-B, Jalan Sultanah 83000 Batu Pahat Johor Darul Takzim Tel No : 07-4380288	056-009
OSK SECURITIES BERHAD	Ground Floor, 17, Jalan Delima Pusat Perdagangan Pontian 82000 Pontian Johor Darul Takzim Tel No : 07-6868018	056-023

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
OSK SECURITIES BERHAD	Ground & 1st Floor No. 19, Jalan Pesta 1-1 Taman Tun Dr. Ismail 1, Jalan Bakri 84000 Muar Johor Darul Takzim Tel No : 06-9538262	056-025
OSK SECURITIES BERHAD	Ground & 1st Floor 10, Jalan Bendahara 12 Taman Ungku Tun Aminah 81300 Skudai Johor Darul Takzim Tel No : 07-5577628	056-029
OSK SECURITIES BERHAD	Ground & 1st Floor No. 28 Jalan Tengku Ahmad 85000 Segamat Johor Darul Takzim Tel No : 07-9321543	056-030
OSK SECURITIES BERHAD	Ground, 1st & 2nd Floor No. 17 Jalan Manggis 86000 Kluang Johor Darul Takzim Tel No : 07-7769655	056-031
OSK SECURITIES BERHAD	240 & 240A, Jalan Besar 83700 Yong Peng Johor Darul Takzim Tel No : 07-4675388	056-033
OSK SECURITIES BERHAD	Ground, 1st & 2nd Floor No. 10, Jalan Anggerik 1 Taman Kulai Utama 81000 Kulai Johor Darul Takzim Tel No : 07-6626288	056-035
OSK SECURITIES BERHAD	Ground Floor, No. 7, Jalan Jaya 81900 Kota Tinggi Johor Darul Takzim Tel No : 07-8822018	056-036
OSK SECURITIES BERHAD	Ground, 1st & 2nd Floor No. 343, Jalan Muar 84900 Tangkak Johor Darul Takzim Tel No : 06-9787180	056-038
OSK SECURITIES BERHAD	1st Floor, No. 2 & 4 Jalan Makmur, Taman Sri Aman 85300 Labis Johor Darul Takzim Tel No : 07-9256881	056-039

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
PM SECURITIES SDN BHD	Suite 5.1, Level 5, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : 07-2781813	064-005
<b>PAHANG DARUL MAKMUR</b>		
KUALA LUMPUR CITY SECURITIES SDN BHD	A-397, A-399 & A-401 Taman Sri Kuantan III, Jalan Beserah 25300 Kuantan Pahang Darul Makmur Tel No : 09-5660800	076-002
OSK SECURITIES BERHAD	A-27 & A-29, Lorong Tun Ismail 9 Seri Dagangan Kuantan Business Centre 25000 Kuantan Pahang Darul Makmur Tel No : 09-5163811	056-007
OSK SECURITIES BERHAD	Ground Floor, 98 Jalan Pasdec 28700 Bentong Pahang Darul Makmur Tel No : 09-2234943	056-022
OSK SECURITIES BERHAD	Ground Floor No. 43 Jalan Bunga Tanjung 28400 Mentakab Pahang Darul Makmur Tel No : 09-2771541	056-026
OSK SECURITIES BERHAD	Ground Floor No. 76-A, Persiaran Camelia 4 Tanah Rata 39000 Cameron Highlands Pahang Darul Makmur Tel No : 05-4914913	056-041
<b>KELANTAN DARUL NAIM</b>		
TA SECURITIES HOLDINGS BERHAD	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No : 09-7432288	058-004
KUALA LUMPUR CITY SECURITIES SDN BHD	Lot 6 & 7, Section 25 Jalan Sultan Yahya Petra Bandar Kota Bharu 15200 Kota Bharu Kelantan Darul Naim Tel No : 09-7432588	076-007

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
OSK SECURITIES BERHAD	No. 3953-H (Ground & 1st Floor) Jalan Kebun Sultan 15350 Kota Bharu Kelantan Darul Naim Tel No : 09-7430077	056-020
<b>TERENGGANU DARUL IMAN</b>		
FA SECURITIES SDN BHD	No. 51 & 51A Ground, Mezzanine & 1st Floor Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel No : 09-6238128	021-001
KUALA LUMPUR CITY SECURITIES SDN BHD	No. 1D, Ground & Mezzanine No. 1E, Ground, Mezzanine 1st & 2nd Floor, Jalan Air Jerneh 20300 Kuala Terengganu Terengganu Darul Iman Tel No : 09-6317922	076-009
OSK SECURITIES BERHAD	Ground Floor, 9651, Cukai Utama Jalan Kubang Kurus 24000 Kemaman Terengganu Darul Iman Tel No : 09-8583109	056-027
PTB SECURITIES SDN BHD	1st, 2nd & 3rd Floor No. 61, Jalan Sultan Ismail P. O. Box 151, Pejabat Pos Besar 20700 Kuala Terengganu Terengganu Darul Iman Tel No : 09-6235546	025-001
<b>SARAWAK</b>		
TA SECURITIES HOLDINGS BERHAD	12G, Jalan Kampung Datu 96000 Sibul Sarawak Tel No : 084-319998	058-002
HWANG-DBS SECURITIES BERHAD	Lot 328, Jalan Abell 93100 Kuching Sarawak Tel No : 082-236999	068-005
K & N KENANGA BHD	Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel No : 085-435577	073-002

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
K & N KENANGA BHD	Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No : 082-338000	073-003
OSK SECURITIES BERHAD	Ground & 1st Floor Wisma Chinese Chambers Lot 357, Section 47, K.T.L.D. Jalan Bukit Mata Kuching 93100 Kuching Sarawak Tel No : 082-422252	056-008
OSK SECURITIES BERHAD	Lot 1168, Ground Floor Wisma Interhill Miri Waterfront Commercial Centre 98008 Miri Sarawak Tel No : 085-422788	056-012
OSK SECURITIES BERHAD	101 & 102, Pusat Pedada Jalan Pedada 96000 Sibu Sarawak Tel No : 084-329100	056-013
<b>WILAYAH PERSEKUTUAN LABUAN</b>		
CIMB SECURITIES SDN BHD	Unit 7(A), Level 7, Main Office Tower Financial Park Labuan, Jalan Merdeka 87000 Wilayah Persekutuan Labuan Tel No : 087-451666	065-002
<b>SABAH</b>		
HWANG-DBS SECURITIES BERHAD	Room Nos. 106-109, Mezzanine Floor Room Nos. 207-212, 2nd Floor Gaya Centre, Jalan Tun Fuad Stephens 88400 Kota Kinabalu Sabah Tel No : 088-311688	068-008
INNOSABAH SECURITIES BERHAD	11, Equity House, Block K Sadong Jaya, Karamunsing 88100 Kota Kinabalu Sabah Tel No : 088-234090	020-001
KUALA LUMPUR CITY SECURITIES SDN BHD	Suite 1-9-E1, 9th Floor, CPS Tower No. 1, Jalan Centre Point 88000 Kota Kinabalu Sabah Tel No : 088-253922	076-005

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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<b>Name</b>	<b>Address and Telephone Number</b>	<b>Broker Code</b>
OSK SECURITIES BERHAD	5th Floor, Wisma BSN Sabah Jalan Kemajuan, Karamunsing 88000 Kota Kinabalu Sabah Tel No : 088-269788	056-010