

9.2 Property, plant and equipment (cont'd)

	Net Book Value	
	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Leasehold land	1,493	1,493
Buildings	914	914
Building in progress	2	2
Plant and machinery	1,596	1,596
Motor vehicles	9	9
Furniture and fittings	182	182
Tools and hardware	159	159
Office equipment	78	78
Laboratory equipment	26	26
Electrical installation	14	14
	4,473	4,473

(a) The net book values of property, plant and equipment held under hire purchase and finance lease arrangements are as follows:

	2005 RM
Motor vehicles	2

(b) The net book values of property, plant and equipment pledged for borrowings as referred to in Note 9.8 are as follows:

	2005 RM'000
Leasehold land and buildings	1,927

9.3 Inventories

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
At cost:-		
Raw materials	518	518
Consumables	11	11
Work-in-progress	327	327
Finished goods	1,336	1,336
	2,192	2,192



9.4 Trade receivables

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Trade receivables	3,065	3,065
Less: Provision for doubtful debts	(56)	(56)
	3,009	3,009

The Group's normal trade credit term ranges from 30 to 180 days. Other credit terms are assessed and approved on a case-by-case basis. The currency profile of trade receivables is as follows:-

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Ringgit Malaysia	2,334	2,334
US Dollars	675	675
	3,009	3,009

9.5 Other receivables, deposits and prepayments

Included in other receivables of the Group is an amount of RM333,299 represents expenses incurred for the proposed floatation on the MESDAQ Market of Bursa Malaysia Securities Berhad. These listing expenses are to be written off against share premium account on completion of the Public Issue. The currency profile of other receivables, deposits and prepayments is as follows:-

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Ringgit Malaysia	501	501
US Dollars	12	12
	513	513



9.6 Cash and bank balances

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Cash and bank balances	235	235
Proceeds from Public Issue	-	6,050
Payment of listing expenses	-	(1,200)
Proceeds from ESOS	-	1,100
	235	6,185

9.7 Hire purchase payables

As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
21	21
17	17
38	38
(10)	(10)
28	28
16	16
12	12
28	28
	31.05.2005 RM'000 21 17 38 (10) 28

The hire purchase bore interest at the balance sheet date between 5.75% to 5.90% per annum.

9.8 Bank borrowings

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Short term borrowings(Secured):-		
Banker acceptance	930	930
Export credit financing	15	15
Term loans	104	104
	1,049	1,049



9.8 Bank borrowings (cont'd)

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Long term borrowings(Secured):-		
Term loans	415	415
Total borrowings		
Banker acceptance	930	930
Export credit financing	15	15
Term loans	519	519
	1,464	1,464

- a. The above bank borrowings are secured by the following:
 - i. Registered first party legal charge over certain landed properties of a subsidiary company as disclosed in Note 9.2(b)
 - ii. Joint and several guarantees by certain directors and a spouse of a director of the Company
- b. the secure term loan facilities are repayable on monthly instalment of RM8,698 for 120 instalments. The term loan as at 31 May 2005 has a remaining tenure of approximately 6 years.
- c. the interest rates at the balance sheet date for the above borrowings are as follows:

	2005
	%
Banker acceptance	3.1
Export credit financing	3.5
Bank overdrafts	8.0
Term loan	7.75

9.9 Share Capital

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Ordinary shares of RM0.10 each		
Authorised	10,000	10,000
Issued and fully paid-up		
As at 31 May 2005	4,135	4,135
Public Issue of 11,000,000 new ordinary shares	-	1,100
Exercise of 2,000,000 employee share options	-	200
	4,135	5,435



9.11

Receivables

9.10 Share Premium

	After Public Issue And ESOS RM'000
Share premium from:	
Public issue of 11,000,000 ordinary shares of RM0.10 each at a premium of RM0.45 per share	4,950
Proceeds from exercise of 2,000,000 employee share options of RM0.10 each at a premium of RM0.45 per share	900
Less: Estimated listing expenses	(1,200) 4,650
Deferred taxation	
As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
Deferred tax liabilities :	
Accelerated capital allowances 264	264
Deferred tax assets	

(11)

253

(11)

253



9.12 FINANCIAL INSTRUMENTS

Financial Risk Management Objectives and Policies

The Group financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's businesses whilst managing its risks. The main areas of the financial risks faced by the Group and the policy in respect of the major areas of treasury activity are set out as follows:

(a) Interest rate risk

The Group exposure to market risk for changes in interest rates relates primarily on borrowings with financial institutions. The Group does not use derivative financial instruments to hedge debt obligation. The Group manages interest cost using floating rate bank facilities.

(b) Foreign currency risk

The Group is exposed to foreign exchange translation risk arising from outstanding trade and other receivables which are denominated in United States dollars. The Group's exposure of foreign currency is minimal as The Central Bank of Malaysia has pegged the Ringgit Malaysia to the United States Dollar.

(c) Credit risk

Receivables may give rise to credit risk which requires the loss to be recognised if a counter party fail to perform as contracted. It is the Group's policy to monitor the financial standing of these counter parties on a going concern basis to ensure that the Group is exposed to minimal credit risk.

As at 31 May 2005, the Group has trade receivables of RM872,087 which have exceeded the Group's normal credit period. The Group's historical experience in the collection of trade receivables from customers falls within the recorded allowances. Due to these factors, the management believes that no additional credit risk beyond the amounts provided for doubtful debts is inherent in the Group's trade receivables.

The Group has no concentration of credit risk that may arise from exposure to a single debtor or groups of debtors other than the balances due from two debtors representing approximately 60% of the total trade receivables balance as at 31 May 2005. The concentration of a significant amount of trade receivables on these two debtors are managed by ensuring progressive recovery of debt.

(d) Liquidity and cash flow risks

The Group constantly manages its debt maturity profile and operating cash flows to ensure the availability of funds to meet loan repayments and working capital requirements. In line with its business objectives, the Group maintain prudent mix of short and long-term bank borrowings. The management regularly review and where possible restructure its bank facilities to achieve overall cost effectiveness and to ensure funding continuity.

(e) Fair value

The Directors are of the opinion that the fair values of the financial assets and financial liabilities reported in the balance sheet are approximate the carrying amount of those assets and liabilities because of the immediate or short-term maturity of these financial instruments.



10 Proforma Consolidated Cash Flow Statement

The proforma consolidated cash flow statement of ES Ceramics Group set out below are provided for illustrative purposes only to incorporate the effects of Public Issue and ESOS on the audited consolidated balance sheet of ES Ceramics Group as at 31 May 2005 on the assumption that these transactions had been effected on 31 May 2005.

	As at 31.05.2005 RM'000	After Public Issue And ESOS RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	4,050	4,050
Adjustments for:	,	,
Depreciation of property, plant and equipment	77	77
Negative goodwill recognised	(2,589)	(2,589)
Interest expenses	32	32
Operating profit before working capital changes	1,570	1,570
Increase in inventories	(351)	(351)
Increase in receivables	(164)	(164)
Increase in payables	(643)	(643)
Cash flow generated from operations	412	412
Interest paid	(32)	(32)
Tax paid	(28)	(28)
Cash flow generated from operating activities	352	352
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of subsidiary companies, net cash acquired	(252)	(252)
Purchase of plant and equipment	(108)	(108)
Net cash flow used in investing activities	(360)	(360)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of hire purchase payables	(7)	(7)
Drawdown of other short term borrowings	271	271
Repayment of term loans	(21)	(21)
Proceeds from Public Issue	-	6,050
Estimated listing expenses	-	(1,200)
Proceeds from employee share option scheme	_	1,100
Net cash flow generated from financing activities	243	6,193
Net increase in cash and cash equivalents	235	6,185
Cash and cash equivalents at beginning of financial year	*	*
Cash and cash equivalents at end of financial year	235	6,185
Cash and cash equivalents consists of:-		
Cash and bank balances	235	6,185

Represents RM2



11 Proceeds from Proposed Public Issue

The proceeds of RM6.05 million arising from the Proposed Public Issue will utilise as follows:-

	RM'000	
Repayment of bank borrowings	1,520	^
Research and development activities	1,000	
Purchase of plant and equipment for production	600	
Working capital	1,730	
Estimated listing expenses	1,200	
	6,050	#

- ^ As the Proposed Floatation Scheme is scheduled to be implemented after 31 May 2005, the repayment of bank borrowings will be for the final amounts outstanding as at completion of the Proposed Public Issue. Any difference in the repayment of bank borrowings will be adjusted to working capital.
- # For the purposes of proforma balance sheet and cash flow statement, it is assumed that the proceeds are pending for utilisation and included in cash and bank balances.

12 Proforma Net Tangible Assets Cover

Based on the statement of assets and liabilities of the Group as at 31 May 2005, the NTA per ordinary share after incorporating the adjustments for the Public Issue and ESOS will be as follows:-

	After Public Issue and ESOS RM'000
Net Tangible Assets per statement of assets and liabilities of the Group as at 31 May 2005	13,983
Number of ordinary shares of RM0.10 each assumed in issue by the Group as at 31 May 2005	54,350
Proforma Net Tangible Asset cover per ordinary share of RM0.10 (RM)	0.26



13 Audited Financial Statements

No audited financial statements have been drawn up in respect of any period subsequent to 31 May 2005.

Yours faithfully,

Lim Chen & Co.

Line Chen & Co

No. AF 1476

Chartered Accountants

Chen Voon Hann

No.2453/07/07(J)

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Partner of the firm

Petaling Jaya, Malaysia

13. PROFORMA CONSOLIDATED BALANCE SHEETS OF ES CERAMICS AS AT 31 MAY 2005, TOGETHER WITH THE REPORTING ACCOUNTANTS' LETTER THEREON



No. 109. 1st Floor, Block C, Damansara Intan, No. 1, Jalan SS 20/27, 47400 Petating Jaya. Selangor Darul Ehsan. Tel: 603-7729 2381/85 Fax: 603-7729 2389 Email: ytcinfo@ytc.com.my

Date: - 5 SEP 2005

The Board of Directors

ES Ceramics Technology Bhd

No. 12M, Jalan SS21/58,

Damansara Utama,

47400 Petaling Jaya,

Selangor Darul Ehsan.

Dear Sirs,

PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 MAY 2005

We have reviewed the proforma consolidated balance sheets of ES Ceramics Technology Bhd ("ES Ceramics" or "the Company") and its subsidiary companies (collectively known as the "ES Ceramics Group"), as at 31 May 2005 together with the accompanying notes, for which the Directors are solely responsible, which we have stamped for identification, prepared for inclusion in the Prospectus to be dated 9 September 2005 in connection with the flotation of ES Ceramics on the MESDAQ Market of Bursa Malaysia Securities Berhad.

It is the responsibility solely of the Directors of ES Ceramics to prepare the proforma consolidated balance sheets in accordance with the requirements of the Securities Commission Prospectus Guidelines in respect of Public Offerings ("the Guidelines").

It is our responsibility to form an opinion, as required by the Guidelines, and to report our opinion to you. Our work consisted primarily of comparing the unadjusted financial information presented with their original form, considering the adjustments and discussing the proforma consolidated balance sheets with responsible officers of ES Ceramics. Our work involved no independent examination of any of the underlying financial information other than our audit of the financial statements that included the audited balance sheets as at 31 May 2005 of ES Ceramics Group, on which we reported to the members of the Company as of the date of our report.



In our opinion:-

- (i) the proforma consolidated balance sheets of ES Ceramics as at 31 May 2005, which are prepared for illustrative purposes only, have been properly compiled on the bases set out in the notes to the proforma consolidated balance sheets and such bases is consistent with the accounting policies adopted by the ES Ceramics Group; and
- (ii) the adjustments to the proforma consolidated balance sheets of ES Ceramics as at 31 May 2005 are appropriate for the purposes of the proforma consolidated balance sheets pursuant to the Guidelines.

The accompanying proforma consolidated balance sheets and this letter have been prepared solely for inclusion in the aforementioned prospectus and should not be reproduced or used for any other purpose without our prior written consent.

Yours faithfully

Lim Chen & Co

Lim Chen WC

AF 1476

Chartered Accountants

Chen Voon Hann

No 2453/07/07(J)

Partner of the firm

Petaling Jaya, Malaysia



ES CERAMICS TECHNOLOGY BHD PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 MAY 2005

	As at 31.05.2005 RM'000	After Public Issue RM'000	After ESOS RM'000
Non-current assets			
Property, plant and equipment	4,473	4,473	4,473
	4,473	4,473	4,473
Current assets			
Inventories	2,192	2,192	2,192
Trade receivables	3,009	3,009	3,009
Other receivables, deposits and prepayments	513	513	513
Cash and bank balances	235	5,085	6,185
Tax recoverable	18	18	18
	5,967	10,817	11,917
Current liabilities			
Trade payables	334	334	334
Other payables and accruals	222	222	222
Hire purchase payables	16	16	16
Bank borrowings	1,049	1,049	1,049
Taxation	106	106	106
	1,727	1,727	1,727
Net current assets	4,240	9,090	10,190
	8,713	13,563	14,663
Represented by:			
Share capital	4,135	5,235	5,435
Share premium	-	3,750	4,650
Retained profits	3,898	3,898	3,898
Shareholders' funds	8,033	12,883	13,983
Long term liabilities			
Hire purchase payables	12	12	12
Bank borrowings	415	415	415
Deferred taxation	253	253	253
	8,713	13,563	14,663
No. of issued and paid-up share capital ('000)	41,350	52,350	54,350
Net Tangible Assets per			
ordinary shares of RM0.10 each (RM)	0.19	0.25	0.26



ES CERAMICS TECHNOLOGY BHD NOTES TO THE PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 MAY 2005

- 1. The Proforma Consolidated Balance Sheets of ES Ceramics Technology Bhd ("ES Ceramics") and the following subsidiary companies ("ES Ceramics Group") as at 31 May 2005 have been prepared using the accounting principles and bases consistent with those adopted in the preparation of audited financial statements of the ES Ceramics Group:
 - (i) Micro Ceramics Sdn Bhd ("MCSB")
 - (ii) Easy Sun Sdn Bhd ("ESSB")

The acquisitions of MCSB and ESSB have been completed on 15 February 2005.

2. The proforma consolidated balance sheets of ES Ceramics Group have been prepared based on the audited consolidated balance sheet of ES Ceramics Group as at 31 May 2005 for illustrative purposes only to show the following transactions as though they were effected on 31 May 2005:-

(i) Public Issue

Public Issue incorporates the following:

- (a) The public issue of 11,000,000 new ordinary shares of RM0.10 each at an issue price of RM0.55 per share ("Public Issue").
- (b) The estimated listing expenses of RM1,200,000 are written off against the share premium account.
- (c) The details of the utilisation of the total gross proceeds arising from the Public Issue of RM6,050,000 are set out below:

TO BATLADA

	KIVI UUU
Repayment of bank borrowings	1,520 ^
Research and development activities	1,000 ^
Purchase of plant & equipment for production	600 ^
Working capital	1,730 ^
Estimated listing expenses	1,200
	6,050

Note:-

The estimated listing expenses of RM1,200,000 have been set-off against the share premium account.

[^] Included in cash and bank balances under current assets, pending utilisation, under Public Issue.



(ii) ESOS

ESOS incorporates the effects of Public Issue and assuming the full exercise of Employee Share Option Scheme ("ESOS") options. The ESOS involves the issuance of 2,000,000 new ordinary shares of RM0.10 each in ES Ceramics to the eligible directors and employees as per the ESOS bye-laws. The ESOS options granted are assumed to be fully exercised at an exercise price equivalent to RM0.55 per share.

DATIONA

3. Cash and bank balances

The movements of the cash and bank balances of ES Ceramics are as follows:

	RM 000
Balance at 31 May 2005	235
Proceeds from Public Issue	6,050
Estimated listing expenses	(1,200)
Balance after Public Issue	5,085
Proceeds from full exercise of ESOS	1,100
Balance after ESOS	6,185

4. Share capital and Share premium

The movements of the issued and paid up share capital and the share premium account of ES Ceramics are as follows:

Share	Share
Capital	Premium
RM'000	RM'000
4,135	-
1,100	4,950
<u> </u>	(1,200)
5,235	3,750
200_	900
5,435	4,650
	Capital RM'000 4,135 1,100 5,235 200

14. FURTHER STATUTORY AND OTHER GENERAL INFORMATION

14.1 Share Capital

- No Shares of the Company will be allotted or issued on the basis of this Prospectus later than twelve (12) months after the date of this Prospectus.
- 2. There are no founder, management or deferred Shares in the Company.
- Save and except for the ESOS as disclosed in Section 9.1(vi) of this Prospectus, which
 will be implemented as part of the listing scheme of the Company, none of the capital of
 the Company or any of its subsidiaries is under option, or agreed conditionally or
 unconditionally to be put under option.
- 4. Save as disclosed in Section 5.2 and 5.3 of this Prospectus, no capital of the Company or any of its subsidiaries has, within two (2) years immediately preceding 29 August 2005, being the latest practicable date prior to the issuance of this Prospectus, been issued or is proposed to be fully or partly paid-up otherwise than in cash.
- 5. Save as disclosed in Section 5.2 and 5.3 of this Prospectus, no capital of the Company or any of its subsidiaries has, within two (2) years immediately preceding 29 August 2005, being the latest practicable date prior to the issuance of this Prospectus, been issued or is proposed to be issued for cash.
- As at 29 August 2005, being the latest practicable date prior to the issuance of this
 Prospectus, no convertible securities have been issued by the Company or any of its
 subsidiaries.

14.2 Articles of Association

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

Transfer of Securities

- Subject to the Act, these Articles, the Rules, the Central Depositories Act and the requirements of the Exchange, any member may transfer all or any of his securities by instrument in writing in the form prescribed and approved by the Exchange, the Act and/or the Central Depositories Act, as the case may be. The transfer of any listed security or class of listed security of the Company, shall be by way of book entry by the Central Depository in accordance with the Rules and, notwithstanding sections 103 and 104 of the Act, and any exemption that may be made from compliance with subsection 107C(1) of the Act, the Company shall be precluded from registering and effecting any transfer of the listed securities.
- Subject to the Rules and the requirements of the Exchange, the transfer of any securities may be suspended at such times and for such periods as the Directors may from time to time determine. Notice shall be given of such closure in accordance with the requirements of the Exchange.
- 27 The Central Depository may refuse to register any transfer of Deposited Security that does not comply with the Central Depositories Act and the Rules

- Subject to any law in Malaysia for the time being in force, neither the Company nor the Directors nor any of its officers shall incur any liability for the act of the Central Depository in registering or acting upon a transfer of securities apparently made by a Member or any person entitled to the securities by reason of death, bankruptcy or insanity of a Member although the same may by reason of any fraud or other causes not known to the Company or the Directors or the Central Depository 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 Member and the transferee be liable to be set aside and notwithstanding that the Company may have notice that such instrument or transfer was signed or executed and delivered by the transferor Member in the blank as to the name of the transferee, of the particulars of the shares transferred or otherwise in defective manner.
- Subject to the provisions of these Articles, the Directors may recognise a renunciation of any security by the allottee thereof in favour of some other person.

Remuneration of Directors

- 92 (1) The Directors shall be paid by way of fees for their services, such fixed sums (if any) as shall from time to time be determined by an ordinary resolution of the Company in general meeting and shall (unless such resolution otherwise provide) be divisible among the Directors as they may agree, or, failing agreement, equally, except that any Director who shall be entitled only to rank in such division for a proportion of the fees related to the period during which he has held office PROVIDED ALWAYS that:-
 - fees payable to Directors who hold no executive office in the Company shall be paid by a fixed sum and not by a commission on or percentage of profits or turnover; and
 - (b) salaries and other emoluments payable to Directors who hold an executive office in the Company pursuant to a contract of service need not be determined by the Company in general meeting but such salaries and emoluments may not include a commission on or percentage of turnover.
 - (2) The Directors shall be entitled to be reimbursed all travelling or such reasonable expenses as may be incurred in attending and returning from meetings of the Directors or of any committee of the Directors or general meeting or otherwise howsoever incurred in the course of the performance of their duties as Directors.
 - (3) Any Directors who is appointed to any executive office or serves on any committee or who otherwise performs or renders services, which in the opinion of the Directors are outside his ordinary duties as a Director, may be paid such extra remuneration as the Directors may determine, subject however as is hereinafter provided in this Article.
 - (4) Any fee paid to an alternate Director shall be such as shall be agreed between himself and the Director nominating him and shall be paid out of the remuneration of the latter.
- Fees payable to Directors shall not be increased except pursuant to a resolution passed at a general meeting, where the notice of the proposed increase has been given in the notice convening the meeting

- If any Director, being willing and having been called upon to do so, shall render or perform extra or special services of any kind, including services on any committee established by the Board, or shall travel or reside abroad for any business or purposes of the Company, he shall be entitled to receive such sum as the Board may think fit for expenses, and also such remuneration as the Board may think fit, either as a fixed sum or otherwise (other than by a sum to include a commission on or percentage of turnover) provided that in the case of non-executive Directors of the Company, the said remuneration shall not include a commission on or percentage of profits or turnover. In the case of an Executive Director, such fee may be either in addition to or in substitution for his share in the fee from time to time provided for the Directors.
- The remuneration of a Director holding an executive office pursuant to these Articles 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 these modes but shall not include a commission on or percentage of turnover.

Voting and Borrowing Powers of Directors

- (1) The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the Company or any related company as may be thought fit.
 - (2)The Directors may borrow or raise any such money as aforesaid, upon such terms and conditions in all respects as the Directors may think fit, upon or by the issue or sale of any bonds, debentures, debenture stocks or securities. The Company may in general meeting grant a right for the holders of bonds, debentures, debenture stocks or securities to exchange the same for shares in the Company or any class authorised to be issued. The Directors may secure or provide for the payment of any moneys to be borrowed or raised by a mortgage or a charge upon all or any part of the undertaking or property of the Company, both present and future and upon any capital remaining unpaid upon the shares of the Company, whether called up or not or by any other security and the directors may confer upon any mortgages or persons in whom any debentures. debenture stock or security is vested, such rights and powers as they think necessary or expedient; and they may vest any property of the Company in trustees for the purpose of securing any moneys so borrowed or so raised and confer upon the trustees or any receiver to be appointed by them or by any debenture holder, such rights and powers as the Directors may think necessary or expedient in relation to the undertaking or property of the Company, or the management or the realization thereof, or the making, receiving or enforcing of calls upon the members in respect of unpaid capital and otherwise, and may make and issue debentures to trustees for the purpose of further security, and any such trustees may be remunerated.
 - (3) The Directors shall not borrow any money or mortgage or charge any of the Company's or the 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 the Company or of an unrelated third party.
- Subject to these Articles, the Act and the requirements of the Exchange, a Director may contract with and be interested in any contract or proposed contract with the Company and shall not be liable to account for any profit made by him by reason of any such contract; PROVIDED ALWAYS THAT the nature of the interest of the Director in any such contract be declared at a meeting of the Directors as required by Section 131 of the Act. A Director shall not vote in respect of any contract or proposed contract or arrangement in which he has directly or indirectly a personal interest (and if he shall do so his vote shall not be counted), nor shall he be counted for the purpose of any resolution regarding the same, in the quorum present at the meeting.

- A Director notwithstanding his interest may, provided that none of the other Directors present disagree, be counted in the quorum present at any meeting whereat he or any other Director is appointed to hold any office or place of profit under the Company or whereat 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 whereat 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.
- 117 A Director may vote in respect of: -
 - (a) any arrangement for giving the Director himself or any other Directors any security or indemnity or any other Directors any security or indemnity in respect of money lent by him to or obligations undertaken by him for the benefit of the Company; and
 - (b) any arrangement for the giving by the Company of any security to a third party in respect of a debt or obligation of the Company for which the Director himself or any other Director has assumed responsibility in whole or in part, under a guarantee or indemnity or by the deposit of a security.
- 118 A Director of the Company may be or become a Director or other officer of or otherwise interested in any corporation promoted by the Company or in which the Company may be interested as shareholder or otherwise or any corporation which is directly and indirectly interested in the Company as shareholder or otherwise and no such Director shall be accountable to the Company for any remuneration or other benefit received by him as a Director or officer of, or from his interest in, such corporation unless the Company otherwise directs at the time of his appointment. The Directors may exercise the voting power conferred by the shares or other interest in any such other corporation held or owned by the Company, or exercisable by them as Directors of such other corporation, in such manner and in all respects as they think fit (including the exercise thereof in favour of any resolution appointing themselves or any of the Directors or other officers of such corporation), and any Director may vote in favour of the exercise of such voting rights in manner aforesaid, notwithstanding that he may be or is about to be appointed a Director or other officer of such corporation and as such is or may become interested in the exercise of such voting rights in manner aforesaid.

Changes in Share Capital and Variation of Class Rights

- Without prejudice to any special rights previously conferred on the holders of any existing shares but subject to the Act and to these Articles, shares in the Company may be issued by the Directors and any such shares may be issued with such preferred, deferred or other special rights or such restrictions, whether in regard to dividend, voting, return of capital, or otherwise as the Directors subject to any ordinary resolution of the Company, may determine.
- Without prejudice to any special rights previously conferred on the holders of any existing shares or class of shares and subject to the provisions of these Articles and the Act and to the provisions of any resolution of the Company, shares in the Company may be issued by the Directors, who may allot, or otherwise dispose of such shares to such persons, on such terms and conditions, with such preferred, deferred or other special rights, and subject to such restrictions, whether with regard to dividend, voting, return of capital or otherwise, and at such times as the Directors may determine but the Directors in making any issue of shares shall comply with the following conditions:
 - no shares shall be issued at a discount except in compliance with the provisions of Section 59 of the Act;

- (b) in the case of shares offered to the public for subscription, the amount payable on application for each share shall not be less than five per cent (5%) of the nominal amount of the share:
- (c) in the case of shares of any class, other than ordinary shares, no special rights shall be attached until the same have been expressed in these Articles;
- (d) every issue of shares or options to employees and/or Directors of the Company shall be approved by the Members in general meeting and no Director shall participate in such issues of shares or options unless: -
 - the Members in general meeting have approved of the specific allotment to be made to such Director; and
 - (ii) he holds office in the Company in an executive capacity PROVIDED ALWAYS that a Director not holding office in an executive capacity may so participate in any issue of shares pursuant to a public issue or public offer or special issue, such participation to be approved by the relevant authorities.
- Subject to the Act, any preference shares may with the sanction of an ordinary resolution of shareholders in general meeting, be issued on the terms that they are, or at the option of the Company are liable, to be redeemed but the total nominal value of the issued preference shares shall not exceed the total nominal value of the issued ordinary shares at any time and the Company shall not issue preference shares ranking in priority above preference shares already issued, but may issue preference shares ranking equally therewith. The Company may also on any issue of shares pay such brokerage as may be lawful.
 - (2) (a) Preference shareholders shall have the right to vote at any meeting convened for the purpose of sanctioning:-
 - a resolution or proposal in respect of dividend or part of the dividend on the preference shares which are in arrears for more than six (6) months;
 - (ii) a proposal to reduce the capital of the Company;
 - (iii) a proposal for the disposal of the whole of the Company's property, business and undertaking;
 - (iv) a proposal or resolution which directly affects the rights and privileges attached to the preference share; and
 - a proposal to wind up the Company and any other proposals during the winding-up of the Company.
 - (b) Preference shareholders shall be entitled to a return of capital in preference to holders of ordinary shares in the event that the Company is wound up.
 - (c) Preference shareholders shall have the same rights as ordinary shareholders as regards receiving notices, reports and audited accounts and attending general meetings of the Company.
- Notwithstanding Article 7 hereof, the repayment of preference share capital other than redeemable preference shares, or any alteration of preference shareholder's rights shall 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 obtained from the holders of three-fourths of the preference shares concerned within two (2) months of the meeting, shall be as valid and effectual as a special resolution carried at the meeting.

- If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, whether or not the Company is being wound up, be varied with the consent in writing of the holders of three-fourths 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 the 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 two (2) persons at least holding or representing by proxy, one-third of the issued shares of the class and that any holder of shares of the class present in person or by proxy 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.
- The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking as regards participation in the profits or assets of the Company in some or in all respects pari passu therewith.
- The holders of stock shall, according to the amount of the stock held by them have the same rights, privileges and advantages as regards dividends, participation in assets on a winding up, voting at meetings of the Company and other matters as if they held the shares from which the stock arose, but no such right, privilege or advantage (except participation in the dividends and profits of the Company and in the assets on winding up) shall be conferred by any such aliquot part of stock as would not, if existing in shares, have conferred that right, privilege or advantage.
- The Company may from time to time, 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 paid up or not, by ordinary resolution increase its share capital by the creation and issue of new shares, such new capital to be of such amount to be divided into shares of such respective amounts and to carry such rights or to be subject to such conditions or restrictions in regard to dividend, return of capital or otherwise as the Company by the resolution authorising such increase directs.
- 50 Subject to any direction to the contrary that may be given by the Company in general meeting, any new ordinary shares for the time being unissued and not allotted and any new shares or other convertible securities from time to time to be created shall, before they are issued, 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. The offer shall be made by notice specifying the number of shares 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 any 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 think most beneficial to the Company. The Directors may likewise so dispose of any new shares which (by reason of the ratio which the new shares bear to shares or securities held by persons entitled to any offer of new shares) cannot, in the opinion of the Directors be conveniently offered under this Article.
- 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 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 the original share capital.
- 52 The Company may by ordinary resolution:
 - increase the share capital by such sum to be divided into shares of such amount as the resolution shall prescribe;

- consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
- (c) divide its share capital or any part thereof into shares of smaller amount than is fixed by the Memorandum of Association by subdivision of its existing shares or any of them subject nevertheless to the provisions 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; and
- (d) cancel shares which at the date of the passing of the resolution in that behalf have not been taken or agreed to be taken by any person or which have been forfeited and diminish the amount of its share capital by the amount of the shares so cancelled.
- Subject to and in accordance with the provisions of the Act and the requirements of the Exchange and such other relevant law, regulation or guideline, the Company is allowed and shall have power, to the fullest extent permitted, to purchase its own shares or give financial assistance to any person for the purpose of acquiring shares in the Company. Any shares in the Company so purchased by the Company shall be dealt with as provided by the Act, the requirements of the Exchange and any other relevant authority.
- The Company may by special resolution reduce its share capital, any capital redemption reserve fund or any share premium account in any manner and with, and subject to, any authorization, and consent required by law.

14.3 Directors and Substantial Shareholders

- The names, addresses and occupations of the Directors of ES Ceramics are set out in the Section 1 of this Prospectus.
- 2. No Directors or key management and technical personnel of ES Ceramics is or has been involved in the following events, whether in or outside Malaysia:-
 - A petition under any bankruptcy or insolvency laws filed (and not struck out) against such person or any partnership in which he was a partner or any corporation of which he was or is a director or key personnel;
 - A conviction in a criminal proceeding or is a named subject of a pending criminal proceeding; or
 - (iii) The subject of any order, judgment or ruling of any court of competent jurisdiction temporarily enjoining him from acting as an investment adviser, dealer in securities, director or employee of a financial institution or engaging in any type of business practice or activity.
- 3. Based on the Register of Directors' Shareholdings of ES Ceramics as at 29 August 2005, being the latest practicable date prior to the issuance of this Prospectus, the direct and indirect shareholdings of the Directors of ES Ceramics in the Company before and after the Public Issue are as follows: -

Name	Nationality Before Public Issue			After I	After Public Issue				After Full Exercise of ESOS (b)				
		Direc	t	Indirec	:t	Direct-		Indirec	t	Direct-		- Indirec	:t
		No. of	%	No. of	%	No. of	%	No. of	%	No. of	%	No. of	%
		Shares		Shares		Shares		Shares		Shares		Shares	
Wong Fook Choy	Malaysian	8,063,250	19.50	-	-	(a) 8,238,250	15.74	-	-	(c) 8,738,250	16.08	-	-
Choy Swee Lan	Malaysian	10,544,240	25.50	-	-	(a) 10,744,240	20.52	-	-	© 11,144,240	20.50	-	-
Wong Fook Lin	Malaysian	17,160,240	41.50	-	-	(a) 17,180,240	32.82	-	-	(c) 17,580,240	32.35	-	-
Kam Yee Lam	Malaysian	1,860,750	4.50	-	-	(a) 1,910,750	3.65	-	-	(c) 2,310,750	4.25	-	-

Name	Nationality	Before P	ubli	c Issue		After Put	olic k	ssue	After Full Exer	cise	of ESOS	(b)
		- Direct		Indirec	:t	Direct		Indirect	Direct		- Indirec	:t -
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of % Shares	No. of Shares	%	No. of Shares	
Dato' Yeong Kok Hee	Malaysian	-	-	-	-	-	-		-	-	•	-
Khoo Ming Koong	Malaysian	-	-	-	-	-	-		-	-	-	-

Notes:-

- (a) Based on their respective entitlements for the pink form share allocation pursuant to the Public Issue.
- (b) The ESOS will be implemented in conjunction with the Company's listing on the MESDAQ Market.
- (c) Based on their respective indicative ESOS allocations as follows:-

Indicative No. of ESOS Options

Wong Fook Choy	500,000
Choy Swee Lan	400,000
Wong Fook Lin	400,000
Kam Yee Lam	400,000

4. Based on the Register of Substantial Shareholders of ES Ceramics as at 29 August 2005, being the latest practicable date prior to the issuance of this Prospectus, the direct and indirect shareholdings of the substantial shareholders of ES Ceramics in the Company before and after the Public Issue are as follows:-

Name	Nationality	Before Public Issue				After Public Issue				After Full Exercise of ESOS (c)			
		Direct		- Indirect -		Direct		Indirect -		Direct		- Indirect -	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of % Shares	•	No. of Shares	%	No. of Shares	%
Wong Fook Choy(a)	Malaysian	8,063,250	19.50	-	-	(b) 8,238,250	15.74	-	-	(d) 8,738,250	16.08	-	-
Choy Swee Lan(a)	Malaysian	10,544,240	25.50	-	-	(b) 10,744,240	20.52		-	(d) 11,144,240	20.50	-	-
Wong Fook Lin ^(a)	Malaysian	17,160,240	41.50	-	-	^(b) 17,180,240	32.82	-		(d) 17,580,240	32.35	-	-

Notes:-

- (a) Promoters of ES Ceramics.
- (b) Based on their respective entitlements for the pink form share allocation pursuant to the Public Issue.
- (c) The ESOS will be implemented in conjunction with the Company's listing on the MESDAQ Market.
- (d) Based on their respective indicative ESOS allocations as follows:-

Indicative No. of ESOS Options

Wong Fook Choy	500,000
Choy Swee Lan	400,000
Wong Fook Lin	400,000

 None of the Directors and substantial shareholders of the Company has any interest in any contract or arrangement subsisting as at the date hereof, which is significant in relation to the business of the Company or the Group.

14.4 General

- The nature of the Company's business and the names of all corporations which are deemed to be related to the Company by virtue of Section 6 of the Act are disclosed in Section 5.1 of this Prospectus.
- Save as disclosed in Section 7.3.6 of this Prospectus, no amount or benefits has been paid or given within the two (2) years preceding the date hereof, nor is it intended to be so paid or given, to any Promoters, Directors and substantial shareholders of the Company.

- 3. During the last financial year and the current financial year, there have been:-
 - No public take-over offers by third parties in respect of the Company's shares;
 - (ii) No public take-over offers by the Company in respect of other companies' shares.
- 4. Save as disclosed in Section 4.17 of this Prospectus, there does not exist any person who, directly or indirectly, jointly or severally, exercise control over the Company.
- Save for the ESOS Scheme and the Public Issue Shares reserved for eligible employees and directors of the Group, there are no other schemes involving the employees of the Group.

14.5 Material Litigation

As at 29 August 2005, being the latest practicable date prior to the issuance of this Prospectus, the Group is not engaged in any litigations, claims or arbitration, either as a plaintiff or defendant, which may materially affect the financial position or business of the Group and the Directors of ES Ceramics do not know of any proceedings pending or threatened or any facts likely to give rise to any proceedings which may materially and adversely affect the financial position or business of the Group.

14.6 Material Contracts and Agreements

- Save as disclosed below, the Group has not entered into any material contracts (including contracts not reduced into writing), not being contracts entered into in the ordinary course of business within the two (2) years preceding 29 August 2005, being the latest practicable date prior to the date of issuance of this Prospectus:-
 - (i) Sale and Purchase Agreement dated 11 December 2003 made between ES Ceramics and the vendors of MCSB to acquire the entire issued and paid-up share capital of MCSB for a purchase consideration of RM703,137 to be satisfied by the issuance of 703,137 ordinary shares of RM1.00 each in ES Ceramics;
 - (ii) Sale and Purchase Agreement dated 11 December 2003 made between ES Ceramics and the vendors of ESSB to acquire the entire issued and paid-up share capital of ESSB for a purchase consideration of RM3,431,861 to be satisfied by the issuance of 3,431,861 ordinary shares of RM1.00 each in ES Ceramics;
 - (iii) Sale and Purchase Agreement ("the Agreement") dated 11 May 2004 entered into between Motorgawa Heavy Transports & Low Loaders Sdn Bhd ("the Vendor") and ESSB ("the Purchaser") pursuant to which the Purchaser has agreed to purchase from the Vendor all that piece and parcel of vacant industrial land held under PN 37786 Lot 128227 Mukim Hulu Kinta, Daerah Kinta, Negeri Perak with an area of approximately 1,977 square metres ("the Property") for a purchase price of RM468,380 subject to the terms and conditions of the Agreement;
 - (iv) Debt Guarantee Agreement dated 26 April 2005 entered into between Wong Fook Lin, Wong Fook Choy and Choy Swee Lan (collectively the "Shareholders"), ESSB and AmTrustee Berhad pursuant to which AmTrustee Berhad has agreed to act as a stakeholder in respect of the Deposited Securities (as defined therein) to be deposited or caused to be deposited by the Shareholders to guarantee the collection of the Guaranteed Debt (as defined therein) by ESSB from its Debtors (as defined therein) within six (6) months from the date of listing of ES Ceramics;

- (v) Underwriting Agreement dated 22 August 2005 entered into between ES Ceramics, AmMerchant Bank, as Managing Underwriter and underwriter, and AmSecurities Sdn Bhd as Underwriter, for the underwriting of 1,000,000 Public Portion Shares (as defined therein) and 1,000,000 Pink Form Shares (as defined therein) at an issue price of RM0.55 per share for an underwriting commission of 1.75% of the Public Issue Price and upon the terms and conditions contained therein;
- (vi) Articles of Agreement dated 1 June 2005 entered into between ESSB (the "Employer") and Wah Keong Engineering Works ("WKE") as contractor pursuant to which ESSB has awarded WKE the works to construct a factory from 23 May 2005 to 5 September 2005 on the land known as Lot 128227 (PT. 59545) No. 41, Lengkok Rishah 2, Kawasan Perindustrian Silibin, Ipoh, Perak for a consideration of RM650,000;
- (vii) Sponsorship Offer Letter dated 23 March 2005 whereby ES Ceramics appointed AmMerchant Bank as Sponsor for the Company's proposed listing from the date of the Agreement until one (1) year from the date of the Company's listing for a fee of RM60,000; and
- (viii) By a Letter of Offer dated 3 August 2005 from PM Securities Sdn Bhd ("PMSSB") to ES Ceramics and an Appointment of Placement Agent Letter dated 4 August 2005 from ES Ceramics to PMSSB, ES Ceramics has appointed PMSSB as their placement agent for the Private Placement of 9,000,000 ordinary shares of RM0.10 each at the issue price of RM0.55 per share for a placement commission of 1.5% of the value of ES Ceramics' Shares subscribed by the placees procured by PMSSB.
- Save as disclosed below, the Group has not entered into any material agreements which
 are subsisting as at 29 August 2005, being the latest practicable date prior to the date of
 issuance of this Prospectus:-
 - (i) Product supply agreement dated 27 September 2001 entered into between BP Malaysia Sdn Bhd ("BP") and ESSB pursuant to which ESSB has agreed to purchase liquid petroleum gas ("LPG") from BP at an estimated quantity of 50 metric tonnes per month for a purchase price of RM1.55 per kilogram. Under this agreement, ESSB shall, for the term of the agreement, purchase LPG exclusively from BP and will not purchase for or use in its business any LPG or its equivalent which is marketed or sold by any other company. The term of the agreement is for a period of three (3) years commencing from the date of the first delivery made. Upon the date of the expiry of the term, the agreement shall continue until it is terminated by either party giving three (3) months notice in writing; and
 - (ii) Tenancy agreement dated 8 April 2003 entered into between Chong Fa @ Chong Nam Yen ("the Landlord") and Deliyohan Sdn Bhd (currently known as MCSB), pursuant to which the Landlord has agreed to grant MCSB the tenancy of the premise at No.4, Lengkok Rishah 2, Kawasan Perindustrian Silibin, 30100 lpoh, Perak Darul Ridzuan for a monthly rental of RM4,000. The term of the tenancy is for a period of three (3) years commencing 1 June 2003 with an option to extend a further period of two (2) years upon written notice of at least three (3) months prior to the date of expiry of the term.

14.7 Consents

The written consents of the Adviser, Sponsor and Managing Underwriter, Placement Agent, Underwriter, Company Secretaries, Registrar, Principal Banker, Solicitors, and Issuing House to the inclusion in this Prospectus of their names in the form and context in which their names appear have been given before the issue of this Prospectus and have not subsequently been withdrawn.

The written consent of the Auditors and Reporting Accountants to the inclusion in this Prospectus of their name, Accountants' Report, and their letter relating to the Proforma Consolidated Balance Sheet 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.

14.8 Insurance Policies

The Group has purchased the following insurance policies from various insurers and the Group intends to renew and continue with any policies upon expiry:-

- (a) Fire Insurance Policy No. IP-11037255-FC1 taken by ESSB from Aviva Insurance Berhad ("Aviva") on building including fixtures and fittings effective from 1 December 2004 to 30 November 2005 for a total sum insured of RM1,760,000.00;
- (b) CBU-Commercial Guard Policy No. 6150019301 taken by ESSB from American Home Assurance Company Malaysia on plant, machinery and utensils including racks, trolleys, tools and the like, stock and material-in-trade consisting of raw materials, semi-finished and finished goods, packaging materials and the like, furniture, fixtures and fittings including office equipment, electrical wiring and installation including switchboard effective from 29 May 2005 to 28 May 2006 for a total sum insured of RM3,810,000,00;
- (c) Fire Insurance Policy No. 05DPK/FFA229939 taken by MCSB from Berjaya General Insurance Berhad ("BGI") on plant, machinery, equipment and the like, stock in trade consisting of raw materials, finished goods, packaging materials and the like effective from 28 October 2004 to 27 October 2005 for a total sum insured of RM200,000.00;
- (d) CBU Public Liability Insurance BFGL Policy No 3150001171 taken by ESSB from American Home Assurance Company Malaysia against bodily injury or illness to third parties and accidental loss damage to property belonging to third parties caused on ESSB's business as latex glove ceramics mould manufacturing at Lot 37 & 39 Lengkok Rishah 2, Kawasan Perindustrian Silibin, 30100 lpoh, Perak effective from 29 July 2005 to 28 July 2006 for a total sum insured of RM1,000,000;
- (e) Public Liability Insurance Policy No. 05DPK/LPBZ11716 taken by MCSB from BGI against bodily injury to or illness of any person and loss of or damage to property happening in connection with the business and occurring within the territorial limit effective from 28 October 2004 to 27 October 2005 for a total sum insured of RM500,000.00;
- (f) Foreign Workers Compensation Scheme Policy No B304BY000933 taken by ESSB from Malaysian Assurance Alliance Berhad ("MAA") for 25 Nepalese workers and 23 Indian workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 8 November 2004 to 7 November 2005;
- (g) Foreign Workers Compensation Scheme Policy No B304BY001004 taken by ESSB from MAA for four (4) Nepalese workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 18 December 2004 to 17 December 2005;

- (h) Foreign Workers Compensation Scheme Policy No B305BY000004 taken by ESSB from MAA for three (3) Nepalese workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 31 December 2004 to 30 December 2005;
- (i) Foreign Workers Compensation Scheme Policy No CWF-L0053373-W1 taken by ESSB from Mayban General Assurance Berhad for one (1) Nepalese worker against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, temporary disablement, permanent partial disablement, repatriation and medical expenses effective from 27 September 2004 to 26 September 2005;
- (j) Foreign Workers Compensation Scheme Policy No B304BY000716 taken by ESSB from MAA for two (2) Indian workers against personal accident (during working hours or offwork hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 3 October 2004 to 2 October 2005;
- (k) Foreign Workers Compensation Scheme Policy No B304BY000921 taken by MCSB from MAA for two (2) Indian workers against personal accident (during working hours or offwork hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 8 November 2004 to 7 November 2005;
- (I) Foreign Worker Compensation Scheme Policy No. A/05/WF00/005779-82 taken by ESSB from Lonpac Insurance Bhd ("LONPAC") for three (3) Nepalese workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 7 March 2005 to 6 March 2006;
- (m) Foreign Worker Compensation Scheme Policy No. A/05/WF00/005617-80 taken by ESSB from LONPAC for five (5) Nepalese workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 16 February 2005 to 15 February 2006;
- (n) Foreign Workers Compensation Scheme Policy No. W/05/WF00/030468-40 taken by ESSB from LONPAC for six (6) Nepalese workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, temporary disablement, repatriation and medical expenses effective from 3 June 2005 to 2 June 2006;
- (o) Foreign Worker Compensation Scheme Policy No W/05/WF00/031615-43 taken by ESSB from LONPAC for ten (10) Nepalese workers against personal accident (during working hours or off-work hours) including accidental health, permanent disablement, temporary disablement, repatriation and medical expenses effective from 10 June 2005 to 9 June 2006;
- (p) Foreign Workers Compensation Scheme Policy taken by ESSB from LONPAC for three (3) Nepalese workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, permanent partial disablement, temporary disablement, repatriation and medical expenses effective from 20 August 2005 to 19 August 2006; and
- (q) Foreign Workers Compensation Scheme Policy taken by ESSB from LONPAC for two (2) Nepalese workers against personal accident (during working hours or off-work hours) including accidental death, permanent disablement, permanent partial disablement, temporary disablement, repatriation and medical expenses effective from 24 August 2005 to 23 August 2006.

14.9 Documents for Inspection

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

- (a) The Memorandum and Articles of Association of the Company;
- (b) Material contracts and agreements as disclosed in Section 14.6 of this Prospectus;
- (c) The letters of consents referred to in Section 14.7 of this Prospectus;
- Insurance policies as disclosed in Section 14.8 of this Prospectus;
- (e) Directors' Report and Accountants' Report as included herein;
- (f) Reporting Accountants' letters relating to the Proforma Consolidated Balance Sheet as included herein; and
- (g) Audited financial statements of ES Ceramics for the two (2) financial years ended 31 May 2004 and 31 May 2005, and the audited financial statements of its subsidiary companies for the past five (5) financial period/years ended 31 May 2005.

14.10 Responsibility Statements

AmMerchant Bank being the adviser 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 and the ES Ceramics Group.

This Prospectus has been seen and approved by the Directors and Promoters of ES Ceramics and they collectively and individually accept full responsibility for the accuracy of the information contained herein and confirm that, having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other facts the omission of which would make any statement herein false or misleading.

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15. PROCEDURES FOR APPLICATION AND ACCEPTANCE

15.1 Opening and Closing of Application List

The Application for the Public Issue will open at 10.00 a.m. on 9 September 2005 and will remain open until 5.00 p.m. on 16 September 2005 or such further period or periods as the Directors of ES Ceramics together with the Managing Underwriter in their absolute discretion may decide and announce through press notices. Late applications will not be accepted.

In the event the closing date for the application is extended, investors will be notified of the change in a widely circulated English and Bahasa Malaysia newspaper in Malaysia. Should the application period be extended, the dates for the balloting of the applications and the listing of and quotation for the entire enlarged issued and paid-up share capital of ES Ceramics on the MESDAQ Market will be extended accordingly.

15.2 Methods of Application

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

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

15.3 Types of Application Forms

The following relevant Application Forms issued with the notes and instructions printed therein are enclosed with this Prospectus and are deemed to form part thereof:-

- (a) White Application Forms for application by Malaysian public;
- (b) **Pink** Application Forms for application by the eligible directors and employees of the Group; and
- (c) Yellow Application Forms for application by placees under the private placement made upon or post issuance of the Prospectus.

White Application Forms together with copies of this Prospectus may be obtained, subject to availability from AmMerchant Bank, member companies of the Bursa Securities, members of the Association of Banks in Malaysia, members of the Association of Merchant Banks in Malaysia and MIH.

Pink Application Forms together with copies of this Prospectus will be sent out to eligible directors and employees respectively.

Yellow Application Forms together with copies of this Prospectus may be obtained only from PM Securities Sdn Bhd as the Placement Agent.

15.4 General Procedures for Application and Acceptance

This Application shall be made in accordance with and subject to the terms of this Prospectus and the Memorandum and Articles of Association of ES Ceramics.

(a) Application by Public For Allocations Via Balloting

Applications for the 1,000,000 Shares made available for applications by the Malaysian public must be made on the White Application Forms provided or by way of Electronic Share Application through a Participating Financial Institution's ATM. A corporation or institution cannot apply for shares by way of Electronic Share Application.

(b) Application and Acceptance By Eligible Directors and Employees

Applications for the 1,000,000 Shares made available for applications by the eligible directors and employees must be made on the Pink Application Forms provided, and **NOT** on any other Application Form or by way of Electronic Share Application.

(c) Private Placement of 9,000,000 Shares to Selected Investors

Private placement made upon or post issuance of Prospectus must be made on the Yellow Application Forms provided, and NOT on any other Application Form or by way of Electronic Share Application.

The amount payable in full on application is RM0.55 per Share.

Persons submitting applications by way of Application Forms or Electronic Share Applications MUST HAVE A CDS ACCOUNT.

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

APPLICANTS MAY APPLY FOR SHARES UNDER THE PRIVATE PLACEMENT TRANCHE OR THE PUBLIC OFFER TRANCHE OR BOTH. AN APPLICANT WHO HAS BEEN SUCCESSFULLY ALLOCATED SHARES UNDER THE PUBLIC OFFER MAY ALSO, AT THE DISCRETION OF THE PLACEMENT AGENT, BE ALLOCATED SHARES UNDER THE PRIVATE PLACEMENT TRANCHE OR VICE VERSA. MULTIPLE APPLICATIONS MADE UNDER THE PRIVATE PLACEMENT TRANCHE OR PUBLIC OFFER TRANCHE SHALL BE REJECTED. AN APPLICANT MAY ONLY SUBMIT ONE (1) APPLICATION FORM UNDER EACH OF THE PRIVATE PLACEMENT TRANCHE AND THE PUBLIC OFFER TRANCHE.

IN THE CASE OF INDIVIDUAL APPLICANTS OTHER THAN A MEMBER OF THE ARMED FORCES OR POLICE, THE NAME AND THE 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
 - (iii) ANY VALID TEMPORARY IDENTITY DOCUMENT AS ISSUED BY THE NATIONAL REGISTRATION DEPARTMENT FROM TIME TO TIME; AND
- (b) THE RECORDS OF BURSA DEPOSITORY.

WHERE THE APPLICANT IS A MEMBER OF 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 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 Application Forms or application monies will be made by the Directors of the Company, Issuing House or the Placement Agent.

15.5 Applications Using Application Forms

15.5.1 Terms and conditions for application using the Yellow Application Forms

- (a) The Placement Agent will send out this Prospectus together with the Yellow Application Forms to identified placees for placement made upon or post issuance of Prospectus.
- (b) Upon the closing of the Application List, in the event of undersubscription for the Issue Shares made available for application under the private placement, the unsubscribed Shares may be transferred from the private placement tranche and allocated by way of public offer or vice versa.
- (c) The Yellow Application Form must be completed in accordance with the Notes and Instructions printed on the reverse side of the Application Forms. In accordance with Section 41(2) of the Securities Commission Act, 1993 the Application Form together with the Notes and Instructions printed thereon are accompanied by this Prospectus. Applications which **do not strictly** conform to the terms of this Prospectus or Application Form or Notes and Instructions printed thereon or which are illegible may not be accepted.
- (d) Each completed Yellow Application Form must be despatched by ORDINARY POST in the official envelopes provided at the following address:-

PM Securities Sdn Bhd Corporate Finance Division 5th Floor, MUI Plaza Jalan P.Ramlee 50250 Kuala Lumpur

- or **DELIVERED BY HAND** so as to arrive not later than **5.00 p.m.** on **16 September 2005**, or such further time and date as the Directors of ES Ceramics together with the Managing Underwriter in their discretion may decide. Late applications will not be accepted.
- (e) EACH COMPLETED APPLICATION FORM MUST BE ACCOMPANIED BY REMITTANCE IN RINGGIT MALAYSIA FOR THE FULL AMOUNT PAYABLE BY A BANKER'S DRAFT OR CASHIER'S ORDER PURCHASED WITHIN MALAYSIA ONLY AND DRAWN ON A BANK IN KUALA LUMPUR, AND SUCH REMITTANCE MUST BE MADE IN FAVOUR OF "Ammerchant CF ES CERAMICS IPO ACCOUNT" AND CROSSED "A/C PAYEE ONLY" AND WRITTEN ON THE REVERSE SIDE WITH THE NAME AND ADDRESS OF THE APPLICANT.

15.5.2 Terms and conditions for application using the White Application Forms

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

- (a) Applicant who is a Malaysian citizen residing in Malaysia, with a CDS account and a Malaysian address.
- (b) Applicants which are corporations/institutions must have a CDS account.
- (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 Section 15.5.2(b) and (c) above or the trustees thereof.

- (e) The Application Form must be completed in accordance with the Notes and Instructions printed on the reverse side of the Application Forms. 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 REMITTANCES IN RINGGIT MALAYSIA FOR THE FULL AMOUNT PAYABLE EITHER BY:-
 - BANKER'S DRAFT OR CASHIER'S ORDER PURCHASED WITHIN MALAYSIA ONLY AND DRAWN ON A BANK IN KUALA LUMPUR; OR
 - CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES IN MALAYSIA AND DRAWN ON A BANK IN KUALA LUMPUR; OR
 - MONEY ORDER OR POSTAL ORDER (FOR APPLICANTS FROM SABAH AND SARAWAK ONLY); OR
 - 4. GUARANTEED GIRO ORDER (GGO) FROM BANK SIMPANAN NASIONAL MALAYSIA BERHAD; OR
 - ATM STATEMENT OBTAINED FROM:-
 - Affin-ACF Finance Berhad (6521-U);
 - Alliance Bank Malaysia Berhad (88103-W);
 - AmBank (M) Berhad (8515-D);
 - Burniputra-Commerce Bank Berhad (13491-P);
 - EON Bank Berhad (92351-V);
 - Hong Leong Bank Berhad (97141-X);
 - Malayan Banking Berhad (3813-K);
 - Public Bank Berhad (6463-H);
 - RHB Bank Berhad (6171-M);
 - Southern Bank Berhad (5303-W); OR
 - Southern Finance Berhad (3838-T).

AND MUST BE MADE OUT IN FAVOUR OF "MIH SHARE ISSUE ACCOUNT NO. 364" AND CROSSED "A/C PAYEE ONLY" (EXCLUDING ATM STATEMENTS) AND ENDORSED ON THE REVERSE SIDE WITH THE NAME AND ADDRESS OF THE APPLICANT.

APPLICATIONS ACCOMPANIED BY ANY MODE OF PAYMENT OTHER THAN THOSE STATED ABOVE OR WITH EXCESS OR INSUFFICIENT REMITTANCES OR INAPPROPRIATE BANKER'S DRAFT / CASHIER'S ORDERS / MONEY ORDER / GGO WILL NOT BE ACCEPTED. DETAILS OF THE REMITTANCE MUST BE FILLED IN THE APPROPRIATE BOXES PROVIDED ON THE APPLICATION FORMS.

(g) AN APPLICANT MUST STATE HIS CDS ACCOUNT NUMBER IN THE SPACE PROVIDED IN THE APPLICATION FORM AND HE SHALL BE DEEMED TO HAVE AUTHORISED BURSA DEPOSITORY TO DISCLOSE INFORMATION PERTAINING TO THE CDS ACCOUNT TO THE ISSUING HOUSE/COMPANY.

- (h) THE NAME AND ADDRESS OF THE APPLICANT MUST BE WRITTEN ON THE REVERSE SIDE OF THE BANKER'S DRAFT, CASHIER'S ORDER, ATM STATEMENT, MONEY ORDER, CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES OR GGO FROM BANK SIMPANAN NASIONAL MALAYSIA BERHAD.
- (i) The Directors of the Company reserve the right to require any successful applicant to appear in person at the registered office of MIH within 14 days of the date of the notice issued to him 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.
- (j) The Issuing House acting on the authority 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) The Issuing House acting on the authority 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 shares to a reasonable number of applicants with a view to establishing an adequate market for the Shares.
- (I) 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 at the applicant's address last maintained with Bursa Depository or where the application is not accepted due to the applicant not having provided a CDS account, to the address per the National Registration Identity Card or "Resit Pengenalan Sementara (JPN 1/9)" or any valid temporary identity document as issued by the National Registration Department from time to time.
- (m) The applicant shall ensure that his/her personal particulars stated in the Application Form are identical with the records maintained by Bursa Depository. The applicant must inform Bursa Depository promptly of any change in address failing which the notification letter of successful allocation will be sent to his/her registered or correspondence address last maintained with Bursa Depository.
- (n) MIH reserves the right to bank in all applications monies from unsuccessful Bumiputera applicants and partially successful applicants, which would subsequently be refunded without interest by registered post.
- (o) Each completed White 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 Issuing House at the following address:-

Malaysian Issuing House Sdn Bhd (258345-X) 27th Floor, Menara Multi-Purpose Capital Square No. 8, Jalan Munshi Abdullah 50100 Kuala Lumpur P.O. Box 13269 50804 Kuala Lumpur

or DELIVERED BY HAND AND DEPOSITED in the Drop-In Boxes provided at the back portion of Menara Multi-Purpose, Capital Square, No.8, Jalan Munshi Abdullah, 50100 Kuala Lumpur so as to arrive not later than **5.00 p.m.** on **16 September 2005** or other such period or periods as the Directors of ES Ceramics together with the Managing Underwriter at their discretion may decide.

Applications may also be delivered in a drive-in manner at Stadium Hoki Tun Razak, Jalan Duta, Kuala Lumpur on 16 September 2005, between 10.00 a.m. to 5.00 p.m. only.

- (p) Directors and employees of MIH and their immediate families are strictly prohibited from applying for ES Ceramic Shares.
- (q) PLEASE DIRECT ALL ENQUIRIES IN RESPECT OF THE WHITE APPLICATION FORMS TO MIH.

15.6 Application Using Electronic Share Applications

(a) Steps for Electronic Share Application through a Participating Financial Institution's ATM

- (i) Applicant must have an account with a Participating Financial Institution (as detailed in Section 15.6(b)(xv) below) and an ATM card issued by that Participating Financial Institution to access the account.
- (ii) Applicant must have a CDS account.
- (iii) Applicant is to apply for the Public 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 Section 15.6(b) 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");
 - MIH Share Issue Account Number 364;
 - CDS Account Number:
 - Number of the Public Issue Shares applied for and/or the RM amount to be debited from the account; and
 - Confirmation of several mandatory statements.

(b) Terms and Conditions for 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 (the "Steps"). For illustration purposes, the procedures for Electronic Share Applications at ATMs are set out in "Steps for Electronic Share Application through a Participating Financial Institution's ATM" in Section 15.6 (a) above. 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 the "applicant" in the terms and conditions for Electronic Share Applications and the steps shall mean the applicant who applies for 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 bank 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 Institution. An ATM card issued by one (1) of the Participating Financial Institutions cannot be used to apply for 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 the Issuing House. The Transaction Record is for retention by the applicant and should not be submitted with any Application Form.

Upon the closing of the offer for the Application for ES Ceramics Shares on 16 September 2005 at 5.00 p.m. or such other date and time as the directors of ES Ceramics in their absolute discretion decide ("Closing Date and Time"), the Participating Financial Institution shall submit a magnetic tape containing its respective customers' applications for the Public Issue Shares to MIH as soon as practicable but not later than 12.00 p.m. of the second (2nd) business day after the Closing Date and Time.

An applicant will be allowed to make an Electronic Share Application for 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 (1) application. An applicant who has a bank account with a Participating Financial Institution and has been issued an ATM card will be allowed to apply for Shares via an ATM of that Participating Financial Institution which is situated in another country or place outside of Malaysia, subject to the applicant making only one (1) 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.

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

- (i) The Electronic Share Application shall be made in connection with and subject to the terms of this Prospectus and the Memorandum and Articles of Association of the Company.
- (ii) The applicant is required to confirm the following statements (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.
 - He has read the relevant Prospectus and understood and agreed with the terms and conditions of the application.
 - This is the only application that he is submitting.
 - He thereby gives consent to the Participating Financial Institution and Bursa Depository to disclose information pertaining to himself and his account with the Participating Financial Institution and Bursa Depository to the Issuing House 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 Bursa Depository, as the case may be, of any of the applicant's particulars to the relevant Issuing House, or any relevant regulatory bodies.

- (iii) THE APPLICANT CONFIRMS THAT HE IS NOT APPLYING FOR 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 (1) ELECTRONIC SHARE APPLICATION AND SHALL NOT MAKE ANY OTHER APPLICATION FOR THE SAID SHARES, WHETHER AT THE ATMS OF ANY PARTICIPATING FINANCIAL INSTITUTION OR ON THE PRESCRIBED APPLICATION FORMS.
- (iv) 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.
- (v) The applicant agrees and undertakes to subscribe for or purchase and to accept the number of shares applied for as stated on the Transaction Record or any lesser number of 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 shares or not to allot or allocate any 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 shares applied for shall signify, and shall be treated as, his acceptance of the number of shares that may be allotted or allocated to him and to be bound by the Memorandum and Articles of Association of the Company.
- (vi) The Issuing House acting on the authority 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 Shares to a reasonable number of applicants with a view to establishing an adequate market for the Shares.
- (vii) Where an Electronic Share Application is not successful or successful in part only, the relevant Participating Financial Institution 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 two (2) market days after the receipt of confirmation from MIH. MIH shall inform the Participating Financial Institutions of the non-successful or partially successful applications within two (2) market days of the balloting date. The applicant may check their accounts on the fifth market day from the balloting day.

Where an Electronic Share Application is successful in part only, the relevant Participating Financial Institution will credit the balance of the application monies without interest into the applicant's account with that Participating Financial Institution within two (2) market days after the receipt of confirmation from the Issuing House. 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 MIH by way of cheques issued by MIH. The cheques will be issued not later than ten (10) days from the day of the final ballot of the application list. Should applicants encounter any problems in their applications, they may refer to the Participating Financial Institutions.

- (viii) The applicant requests and authorises the Company:-
 - (aa) to credit the shares allotted or allocated to the applicant into the CDS account of the applicant; and
 - (bb) to issue share certificate(s) representing such Shares allotted or allocated in the name of Bursa Malaysia Depository Nominees Sdn Bhd (formerly known as Malaysian Central Depository Nominees Sdn Bhd) and sends the same to Bursa Depository.
- (ix) 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, the Issuing House or the Participating Financial Institution, irrevocably agrees that if:-
 - the Company or MIH does not receive the applicant's Electronic Share Application; or
 - (bb) 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 MIH;

the applicant shall be deemed not to have made an Electronic Share Application and the applicant shall not claim whatsoever against the Company, MIH or the Participating Financial Institutions for the shares applied for or for any compensation, loss or damage.

- (x) 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, MIH and the relevant Participating Financial Institution shall be entitled to rely on the accuracy thereof.
- (xi) The applicant shall ensure that his personal particulars as recorded by both Bursa Depository and the relevant Participating Financial Institution are correct and identical. Otherwise, his Electronic Share Application is liable to be rejected. The applicant must inform Bursa 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 Bursa Depository.
- (xii) By making and completing an Electronic Share Application, the applicant agrees that:-
 - (aa) in consideration of the Company agreeing to allow and accept the making of any application for Shares via the Electronic Share Application facility established by the Participating Financial Institutions at their respective ATMs, his Electronic Share Application is irrevocable;
 - (bb) the Company, the Participating Financial Institutions, Bursa Depository and MIH 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;

- (cc) notwithstanding the receipt of any payment by or on behalf of the Company, the acceptance of the offer made by the applicant to subscribe and purchase the 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 shares;
- (dd) the applicant irrevocably authorises Bursa Depository to complete and sign on his behalf as transferee or renouncee any instrument of transfer and/or other documents required for the issue or transfer of the shares allotted or allocated to the applicant; and
- (ee) the Company agrees that, in relation to any legal action or proceedings arising out of or in connection with the contract between the parties and/or Electronic Share Application Scheme and/or 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.
- (xiii) The Directors of the Company reserve the right to require any successful applicant to appear in person at the registered office of MIH within 14 days of the date of the notice issued to him 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.
- (xiv) The Issuing House acting on the authority of the Directors of the Company reserves the right to reject applications which do not conform to these instructions.
- (xv) Electronic Share Applications may be made through an ATM of the following Participating Financial Institutions and their branches:-
 - AmBank (M) Berhad;
 - Bank Muamalat Malaysia Berhad;
 - Bumiputra-Commerce Bank Berhad;
 - HSBC Bank Malaysia Berhad;
 - Malayan Banking Berhad;
 - OCBC Bank (Malaysia) Berhad;
 - Standard Chartered Bank Malaysia Berhad (at selected branches only).
- (xvi) A surcharge of RM2.50 per Electronic Share Application will be charged by the respective Participating Financial Institution.

15.7 Applications and Acceptances

The Issuing House acting on the authority 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 therefor.

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

ALL APPLICATIONS MUST BE FOR 100 SHARES OR MULTIPLES THEREOF.

In the event of an over-subscription, acceptance of applications shall be subject to ballot to be conducted in the manner approved by the Directors of the Company. Due consideration will be given to the desirability of distributing the Public Issue Shares to a reasonable number of applicants with a view to broadening the shareholding base and establishing an adequate market in the Shares of the Company. Pursuant to the Listing Requirements, at least 25% 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 upon completion of the Public Issue and at the point of Listing. In the event that 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 if the said permission for listing and quotation is not granted. The successful applicants will be selected in a manner to be determined by the Directors of the Company.

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

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 OR REGISTERED POST RESPECTIVELY TO THE APPLICANT WITHIN 10 MARKET DAYS FROM THE DATE OF THE BALLOT OF THE APPLICATION LISTS TO THE ADDRESS REGISTERED WITH BURSA DEPOSITORY 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.

THE ISSUING HOUSE RESERVES THE RIGHT TO BANK-IN ALL APPLICATION MONIES FROM UNSUCCESSFUL APPLICANTS AND FROM PARTIALLY SUCCESSFUL APPLICANTS. REFUND MONIES IN RESPECT OF THE UNSUCCESSFUL APPLICANTS WHOSE MONIES HAVE BEEN BANKED-IN AND PARTIALLY SUCCESSFUL APPLICANTS WILL BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED TO THE APPLICANTS WITHIN TEN (10) MARKET DAYS FROM THE DATE OF THE FINAL BALLOT OF THE APPLICATION LISTS BY REGISTERED POST AT THE ADDRESS REGISTERED WITH THE BURSA DEPOSITORY AT THE APPLICANTS' OWN RISK.

15.8 Applications by Eligible Directors and Employees

Application for the 1,000,000 Shares made available for applications by the eligible directors and employees must be made on the Pink Application Forms provided together with this Prospectus and must be completed in accordance with the notes and instructions printed therein.

Any Shares made available for applications by the eligible directors and employees which are not subscribed for will be made available for application by other eligible directors and employees at the discretion of the Directors of ES Ceramics, and if not taken up, will be made available for application by the Malaysian public and/or selected investors, and then to the Underwriters, if applicable.

Only eligible directors and employees who have a CDS account can make an application by way of the Pink Application Form. The eligible directors and employees shall furnish his/her CDS account number in the space provided in the Pink Application Form and he/she shall be deemed to have authorised Central Depository to disclose information pertaining to the CDS account to the Share Registrar or the Company. Where the eligible director or employee does not presently have a CDS account, he/she should open a CDS account at an ADA prior to making an application for his/her entitlement to the Shares. Failure to comply with the specific instructions as the Pink Application Form requires or any inaccuracy in the CDS account number arising from use of invalid accounts, may result in the application being rejected.

15.9 CDS Accounts

Pursuant to Section 29 of the Securities Industry (Central Depositories) Act, 1991, all dealings in Shares of ES Ceramics 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. The applicant shall furnish his CDS account number in the space provided in the Application Form and he shall be deemed to have authorised Bursa Depository to disclose information pertaining to the CDS account to the Issuing House/Company. Where an applicant does not presently have a CDS account, he/she should open a CDS account at an ADA prior to making an application for the Offer 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 the applicant 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.

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. If a successful applicant fails to state his/her CDS account number, the Issuing House on the authority of the Company will reject the application. Applications may also be rejected if the applicant's particulars provided in the Application Forms, or in the case of the Electronic Share Application, if the records of the Participating Financial Institutions at the time of making the Electronic Share Application differ from those in Bursa Depository's records, such as the identity card number, name and nationality.

15.10 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 address last maintained with Bursa Depository at the applicant's own risk prior to the listing of ES Ceramics. For Electronic Share Application, the notice of allotment will be despatched to the successful or partially successful applicant at the address last maintained with Bursa Depository at the applicant's own risk prior to the listing of ES Ceramics. This is the only acknowledgement of acceptance of the application.

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

Applicants may also check the status of their application by logging on to the MIH website, www.mih.com.my or by calling their respective ADAs at the telephone number as stated in Section 15.11 of this Prospectus or MIH Enquiry Services at 03-2693 2075 (10 lines) between five (5) to ten (10) market days (during office hours only) after the balloting date.

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15.11 List of ADA

A list of the ADA (Broker) Codes is as follows: -

Name	Address and Telephone Number	Broker Code
KUALA LUMPUR		
Affin Securities Sdn Bhd	Level 3, Menara Keck Seng 203, Jalan Bukit Bintang 55100 Kuala Lumpur Tel No: 03-2143 8668	028-001
Avenue Securities Sdn Bhd	Ground Floor & Level 1 THB Satu, Jalan Damansara Endah Damansara Heights 50490 Kuala Lumpur Tel No: 03-2089 1800	052-001
AmSecurities Sdn Bhd	15th Floor, Bangunan AmBank Group 55 Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-2078 2788	086-001
ECM Libra Securities Sdn Bhd	8A Floor, Wisma Genting Jalan Sultan Ismail 50250 Kuala Lumpur Tel No: 03 – 2178 1888	099-001
BIMB Securities Sdn Bhd	1st & 2nd Floor Podium Block, AMDB Building No.1, Jalan Lumut 50400 Kuala Lumpur Tel No: 03-4043 3533	024-001
CIMB Securities Sdn Bhd	9th Floor, Commerce Square Jalan Semantan Damansara Heights 50490 Kuala Lumpur Tel No: 03-2084 9999	065-001
HLG Securities Sdn Bhd	Level 5, Wisma Kia Peng No.3, Jalan Kia Peng 50450 Kuala Lumpur Tel No: 03-2168 1168	066-001
Hwang-DBS Securities Berhad	2 nd Floor, Bangunan AHP No.2, Jalan Tun Mohd Fuad 3 Taman Tun Dr. Ismail 60000 Kuala Lumpur Tel No: 03- 7710 6688	068-009
Hwang-DBS Securities Berhad	Nos 34-5, 36-5, 38-5, 40-5, 42-5 & 44-5 5 th Floor, Cheras Commercial Centre Jalan 5/101C Off Jalan Kaskas, 5th Miles Cheras 56100 Kuala Lumpur Tel No: 03-9130 3399	068-012

Name	Address and Telephone Number	Broker Code
KUALA LUMPUR (cont'd)		
Hwang-DBS Securities Berhad	Suite 7-03, 7 th Floor Suite 12-02 & Part of Suite 12-01 12 th Floor, Menara Keck Seng 203 Jalan Bukit Bintang 55100 Kuala Lumpur Tel No: 03-2711 2775	068-014
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	7 th – 9 th Floor, Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-2034 1888	055-001
Kuala Lumpur City Securities Sdn Bhd	No.8, Jalan Binjai Off Jalan Ampang 50450 Kuala Lumpur Tel No: 03-2166 7922	076-001
Kuala Lumpur City Securities Sdn Bhd	Ground, 1 st & 2 nd Floor No.33, Plaza Crystaville Jalan 23/70A Desa Sri Hartamas 50480 Kuala Lumpur Tel No:03-62033366	076-010
KAF-Seagroatt & Campbell Securities Sdn Bhd	30 th Floor, The Weld Tower 76, Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-2020 1600	053-001
K & N Kenanga Bhd	8th Floor, Kenanga International Jalan Sultan Ismail 50250 Kuala Lumpur Tel No: 03-2164 9080	073-001
Eoncap Securities Sdn Bhd	Level 18, Wisma Cyclecarri 288, Jalan Raja Laut 50350 Kuala Lumpur Tel No: 03-2692 8899	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: 03-2282 1820	057-002
Mayban Securities Sdn Bhd	Level 5-13 MaybanLife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel No: 03-2297 8888	098-001

Name	Address and Telephone Number	Broker Code
KUALA LUMPUR (cont'd)		
Mercury Securities Sdn Bhd	Lot 6-05, Level 6 Tower Block, Menara Milenium 8, Jalan Damanlela, Bukit Damansara 50490 Kuala Lumpur Tel No: 03-2094 2828	093-002
MIDF Sisma Securities Sdn Bhd	17th & 18th Floor, Empire Tower 182, Jalan Tun Razak 50400 Kuala Lumpur Tel No: 03-2166 8888	026-001
OSK Securities Berhad	20th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel No: 03-2162 4388	056-001
OSK Securities Berhad	No.62 & 64, Vista Magna Jalan Prima Metro Prima 52100 Kuala Lumpur Tel No: 03 6257 5869	056-028
OSK Securities Berhad	Ground Floor No.M3-A-7 & M3-A-8 Jalan Pandan Indah 4/3A Pandan Indah 55100 Kuala Lumpur Teł No: 03-4280 4798	056-054
OSK Securities Berhad	Ground, 1 st , 2 nd & 3 rd Floor No.55, Zone J4 Jalan Radin Anum Bandar Baru Seri Petaling 57000 Kuala Lumpur Tel No: 03-9058 7222	056-058
PB Securities Sdn Bhd	27 th Floor, Bangunan Public Bank No.6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No: 03-2031 3011	051-001
PM Securities Sdn Bhd	Ground & 1st Floor, MUI Plaza Jalan P.Ramlee 50250 Kuala Lumpur Tel No: 03-2146 3000	064-001
RHB Securities Sdn Bhd	Level 9, Tower One RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel No: 03-9285 2233	087-001
Sime Securities Sdn Bhd	21 st Floor, Bangunan Sime Bank 4, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No: 03-2274 9288	097-001

Name	Address and Telephone Number	Broker Code
KUALA LUMPUR (cont'd)		
TA Securities Holdings Berhad	Floor 13, 15-18, 20-23, 28-30, 34 & 35 TA One Tower No.22, Jalan P.Ramlee 50250 Kuala Lumpur Tel No: 03-2072 1277	058-003
SELANGOR DARUL EHSAN		
Affin Securities Sdn Bhd	2 nd , 3 rd & 4 th Floors Wisma Amsteel Securities No. 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No: 03-3343 9999	028-002
AmSecurities Sdn Bhd	4 th Floor, Plaza Damansara Utama No.2, Jalan SS21/60 47400 Petaling Jaya Selangor Darul Ehsan Tel No: 03-7710 6613	086-003
Hwang-DBS Securities Berhad	16 th , 18 th – 20 th Floor Plaza Masalam No. 2, Jalan Tengku Ampuan Zabedah E9/E, Section 9 40100 Shah Alam Selangor Darul Ehsan Tel No: 03-5513 3288	068-002
Hwang-DBS Securities Berhad	East Wing & Centre Link Floor 3A, Wisma Consplant 2 No. 7, Jalan SS16/1 47500 Subang Jaya Selangor Darul Ehsan Tel No: 03-5635 6688	068-010
JF Apex Securities Berhad	6th Floor, Menara Apex Off Jalan Semenyih Bukit Mewah 43000 Kajang Selangor Darul Ehsan Tel No: 03-8736 1118	079-001
JF Apex Securities Berhad	15 th & 16 th Floor Menara Choy Fook On No. 1B, Jalan Yong Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel No: 03-7620 1118	079-002
K & N Kenanga Bhd	13 th Floor Menara Yayasan Selangor No. 18A, Jalan Persiaran Barat Off Jalan Timur 46000 Petaling Jaya Selangor Darul Ehsan Tel No: 03- 7956 2169	073-005

Name	Address and Telephone Number	Broker Code
SELANGOR DARUL EHSAN (con	<u>ıt'd)</u>	
K & N Kenanga Bhd	t st Floor, Wisma UEP Pusat Perniagaan USJ 10 Jalan USJ 10/1A 47620 Subang Jaya Selangor Darul Ehsan Tel No: 03- 8024 1682	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- 3005 7550	073-007
SBB Securities Sdn Bhd	1 st , 2 nd & 3 rd Floor Plaza Damansara Utama No.2, Jalan SS21/60 Damansara Utama 47400 Petaling Jaya Selangor Darul Ehsan Tel No: 03-7729 7345	090-002
OSK Securities Berhad	24, 24M, 24A, 26M, 28M, 28A & 30 Jalan SS 2/63 47300 Petaling Jaya Selangor Darul Ehsan Tel No: 03-7873 6366	056-011
OSK Securities Berhad	No. 37, Jalan Semenyih 43000 Kajang Selangor Darul Ehsan Tel No: 03-8736 3378	056-045
OSK Securities Berhad	Ground & 1 st Floor No. 15, Jalan Bandar Rawang 4 48000 Rawang Selangor Darul Ehsan Tel No: 03-6092 8916	056-047
OSK Securities Berhad	Ground & Mezzanine Floor No. 87 & 89, Jalan Susur Pusat Perniagaan NBC Batu 1½, Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No: 03-3343 9180	056-048
PM Securities Sdn Bhd	No. 157 & 159 Jalan Kenari 23/A Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel No: 03-8070 0773	064-003

Name	Address and Telephone Number	Broker Code
SELANGOR DARUL EHSAN (con	<u>t'd)</u>	
PM Securities Sdn Bhd	No. 18 & 20, Jalan Tiara 2 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel No: 03-3341 5300	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: 03-5634 0202	096-001
MELAKA		
Malacca Securities Sdn Bhd	No.1, 3 & 5, Jalan PPM 9 Plaza Pandan Malim (Business Park) Balai Panjang, P.O. Box 248 75250 Melaka Tel No: 06-337 1533	012-001
OSK Securities Berhad	579, 580-581A & B Taman Melaka Raya 75000 Melaka Tel No: 06-282 5211	056-003
PM Securities Sdn Bhd	No. 11 & 13, Jalan PM 2 Plaza Mahkota 75000 Melaka Tel No: 06-286 6008	064-006
RHB Securities Sdn Bhd	Lot 9 & 10, 1 st Floor Bangunan Tabung Haji Jalan Bandar Kaba 75000 Melaka Tel No: 06-283 3622	087-002
PERAK DARUL RIDZUAN		
Avenue Securities Sdn Bhd	No. 63 Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No: 05-242 2828	052-002
TA Securities Holdings Berhad	Ground, 1 st & 2 nd Floor Plaza Teh Teng Seng 227, Jalan Kampar 30250 Ipoh Perak Darul Ridzuan Tel No: 05-253 1313	058-001
Hwang-DBS Securities Berhad	21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel No: 05-806 0888	068-003

Name	Address and Telephone Number	Broker Code
PERAK DARUL RIDZUAN (cont'd)		
Hwang-DBS Securities Berhad	Ground & 1 st Floor No. 22, Persiaran Greentown 1 Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel No: 05-255 9988	068-015
Kuala Lumpur City Securities Sdn Bhd	No. 43 & 44, Ground Floor Taman Sentosa, Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel No: 05-691 0910	076-008
M & A Securities Sdn Bhd	M&A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel No: 05-241 9800	057-001
Mayban Securities Sdn Bhd	55, 57 & 63, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No: 05-255 8233	098-002
OSK Securities Berhad	21-25, Jalan Seenivasagam Greentown 30450 Ipoh Perak Darul Ridzuan Tel No: 05-241 5100	056-002
OSK Securities Berhad	Ground & 1 st Floor No. 17, Jalan Intan 2 Bandar Baru 36000 Teluk Intan Perak Darul Ridzuan Tel No: 05-623 6498	056-014
OSK Securities Berhad	1 st Floor, No.23 & 25 Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel No: 05-692 1228	056-016
OSK Securities Berhad	Ground Floor No. 28, Jalan Maharaja Taman Bagan Serai Baru 34300 Bagan Serai Perak Darul Ridzuan Tel No: 05-723 1888	056-018
OSK Securities Berhad	Ground Floor, No.40, 42 & 44 Jalan Berek 34000 Taiping Perak Darul Ridzuan Tel No: 05-808 8229	056-034

Name	Address and Telephone Number	Broker Code
PERAK DARUL RIDZUAN (cont'd)		
OSK Securities Berhad	No. 72, Ground Floor Jalan Idris 31900 Kampar Perak Darul Ridzuan Tel No: 05-467 1801	056-044
OSK Securities Berhad	Ground & 1 st Floor No. 181, Jalan Besar 31100 Sungai Siput Perak Darul Ridzuan Tel No: 05-595 1001	056-049
OSK Securities Berhad	Ground Floor No. 2, Jalan Wawasan 4 Taman Wawasan 34200 Parit Buntar Perak Darul Ridzuan Tel No: 05-717 0888	056-052
SBB Securities Sdn Bhd	51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No: 05-253 0888	090-001
PULAU PINANG		
A.A. Anthony Securities Sdn Bhd	41-1-1 & 41-2-1 Jalan Cantonment 10250 Pulau Pinang Tel No: 04-229 9318	078-002
Avenue Securities Sdn Bhd	111, Jalan Macalister 10400 Pulau Pinang Tel No: 04-228 1868	052-003
Hwang-DBS Securities Berhad	Level 2, 3, 4, 7 & 8 Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No: 04-263 6996	068-001
Hwang-DBS Securities Berhad	Ground, 1 st & 2 nd Floor 1620 & 1621, Jalan Permatang Batu Taman Industri Permatang Batu 14000 Bukit Mertajam Pulau Pinang Tel No: 04-537 2882	068-006
K & N Kenanga Bhd	Lot 1.02, Level 1, Menara KWSP 38, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No: 04-210 6666	073-013

Name	Address and Telephone Number	Broker Code
PULAU PINANG (cont'd)		
Mercury Securities Sdn Bhd	Ground, 1st, 2nd & 3rd Floor Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Seberang Prai Pulau Pinang Tel No: 04-332 2123	093-001
OSK Securities Berhad	64, Bishop Street 20E, 20F & 20G, Penang Street 10200 Pulau Pinang Tel No: 04-263 4222	056-004
OSK Securities Berhad	Ground, 1 st & 2 nd Floor No. 2677, Jalan Chain Ferry Taman Inderawasih 13600 Prai Pulau Pinang Tel No: 04-390 0022	056-005
OSK Securities Berhad	Ground & Upper Floor 11A, Jalan Keranji Off Jalan Padang Lallang 14000 Bukit Mertajam Pulau Pinang Tel No: 04-540 2888	056-015
OSK Securities Berhad	No.834 Jalan Besar Sungai Bakap 14200 Sungai Jawi Sebarang Perai Selatan Pulau Pinang Tel No: 04-583 1888	056-032
OSK Securities Berhad	Ground & 1 st Floor No. 15-G-5, 15-G-6, 15-1-5 & 15-1-6 Medan Kampung Relau (Bayan Point) 11950 Pulau Pinang Tel No: 04-640 4888	056-042
PM Securities Sdn Bhd	Level 25, Menara BHL 51, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No: 04- 227 3000	064-004
ECM Libra Securities Sdn Bhd	7 th Floor, Menara PSCI 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No: 04- 228 3355	099-002
Thong & Kay Hian Securities Sdn Bhd	Level 5 & 6, Wisma Sri Pinang 60 Green Hall 10200 Pulau Pinang Tel No: 04-263 5481	070-001

Name	Address and Telephone Number	Broker Code	
PULAU PINANG (cont'd)			
Inter-Pacific Securities Sdn Bhd	6 th , 10 th & 12 th Floor Bangunan Mayban Trust 3 Penang Street 10200 Pulau Pinang Tel No: 04-262 6644	054-002	
PERLIS INDRA KAYANGAN			
Kuala Lumpur City Securities Sdn Bhd	2 nd Floor, Podium Block Bangunan KWSP 01000 Kangar Perlis Indra Kayangan Tel No: 04-976 5200	076-003	
KEDAH DARUL AMAN			
Kuala Lumpur City Securities Sdn Bhd	2 nd Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel No: 04-731 7088	076-004	
Hwang-DBS Securities Berhad	No. 70A, B, C, Jalan Mawar 1 Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel No : 04-425 6666	068-011	
OSK Securities Berhad	Ground Floor, Swiss Inn Hotel No. 1, Jalan Pahlawan 08000 Sungai Petani Kedah Darul Aman Tel No: 04-420 4888	056-017	
OSK Securities Berhad	No. 35, Ground Floor Jalan Suria 1, Jalan Bayu 09000 Kulim Kedah Darul Aman Tel No: 04-496 4888	056-019	
OSK Securities Berhad	Ground & 1st Floor 215-A & 215-B Medan Putra, Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel No: 04-720 9888	056-021	
NEGERI SEMBILAN DARUL KHUSUS			
PM Securities Sdn Bhd	1 st , 2 nd & 3 rd Floors 19 – 21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No: 06-762 3131	064-002	

Name	Address and Telephone Number	Broker Code
NEGERI SEMBILAN DARUL KHU	SUS (cont'd)	
Hwang-DBS Securities Berhad	Ground & 1 st Floor 105, 107 & 109, Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel No: 06-761 2288	068-007
Hwang-DBS Securities Berhad	No. 6 Upper Level, Jalan Mahligai 72100 Bahau Negeri Sembilan Darul Khusus Tel No: 06-4553188	068-013
OSK Securities Berhad	Ground, 1 st & 2 nd Floor No. 33, Jalan Dato' Bandar Tunggal 70000 Seremban Negeri Sembilan Darul Khusus Tel No: 06-7641641	056-024
OSK Securities Berhad	1 st Floor, No. 3601, Jalan Besar 73000 Tampin Negeri Sembilan Darul Khusus Tel No: 06-4421000	056-037
OSK Securities Berhad	1 st & 2 nd Floor No. 168, Jalan Mewah (Pusat Perniagaan UMNO Bahagian Jempol) 72100 Bahau Negeri Sembilan Darul Khusus Tel No: 0 6 -4553011	056-040
OSK Securities Berhad	Ground & Mezzanine Floor No.346 & 347, Batu ½, Jalan Pantai 71000 Port Dickson Negeri Sembilan Darul Khusus Tel No: 06-646 1234	056-046
JOHOR DARUL TAKZIM		
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: 07-333 2000	078-001
AmSecurities Sdn Bhd	2nd & 3 rd Floor, Penggaram Complex 1 Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No: 07-434 2282	086-002
Avenue Securities Sdn Bhd	No. 57, 59 & 61, Jalan Ali 84000 Muar Johor Darul Takzim Tel No: 06-953 2222	052-004

Name	Address and Telephone Number	Broker Code
JOHOR DARUL TAKZIM (cont'd)		
ENG Securities Sdn Bhd	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No: 07-223 1211	081-001
Hwang-DBS Securities Berhad	Level 7, Johor Bahru City Square (Office Tower) 106-108 Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Teł No: 07-222 2692	068-004
Kuala Lumpur City Securities Sdn Bhd	No. 46 & 48 Jalan Dato' Kapten Ahmad 86000 Kluang Johor Darul Takzim Tel No: 07-771 7922	076-006
K & N Kenanga Bhd	Level 2, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No: 07-333 3600	073-004
K & N Kenanga Bhd	No 31, Lorong Dato' Ahmad Jalan Khalidi 84000 Muar Johor Darul Takzim Tel No: 06-954 2711	073-008
K & N Kenanga Bhd	No 34, Jalan Genuang 85000 Segamat Johor Darul Takzim Tel No: 07-933 3515	073-009
K & N Kenanga Bhd	No. 33 & 35 (Ground & 1 st Floor A&B) Jalan Syed Abdul Hamid Sagaff 86000 Kluang Johor Darul Takzim Tel No: 07-777 1161	073-010
K & N Kenanga Bhd	No. 4, Jalan Dataran 1 Taman Bandar Tangkak 84900 Tangkak Johor Darul Takzim Tel No: 06-978 2292	073-011
OSK Securities Berhad	6 th Floor, Wisma Tiong-Hua 8, Jalan Keris Taman Sri Tebrau 80050 Johor Bahru Johor Darul Takzim Tel No: 07-278 8821	056-006

Name	Address and Telephone Number	Broker Code
JOHOR DARUL TAKZIM (cont'd)		
OSK Securities Berhad	53, 53-A & 53-B Jalan Sultanah 83000 Batu Pahat Johor Darul Takzim Tel No: 07-438 0288	056-009
OSK Securities Berhad	Ground Floor 17, Jaian Delima Pusat Perdagangan Pontian 82000 Pontian Johor Darul Takzim Tel No: 07-686 8018	056-023
OSK Securities Berhad	No. 33-1, 1 st & 2 nd Floor Jalan Ali 84000 Muar Johor Darul Takzim Tel No: 06-953 8262	056-025
OSK Securities Berhad	Ground & 1 st Floor 10, Jalan Bendahara 12 Taman Ungku Tun Aminah 81300 Skudai Johar Darul Takzim Tel No: 07-557 7628	056-029
OSK Securities Berhad	Ground & 1 st Floor No. 28 Jalan Tengku Ahmad 85000 Segamat Johor Darul Takzim Tel No: 07-932 1543	056-030
OSK Securities Berhad	Ground, 1 st & 2 nd Floor No. 17 Jalan Manggis 86000 Kluang Johor Darul Takzim Tel No: 07-776 9655	056-031
OSK Securities Berhad	240 & 240A, Jalan Besar 83700 Yong Peng Johor Darul Takzim Tel No: 07-467 5388	056-033
OSK Securities Berhad	Ground, 1 st & 2 nd Floor No. 10, Jalan Anggerik 1 Taman Kulai Utama 81000 Kulai Johor Darul Takzim Tel No: 07-662 6288	056-035
OSK Securities Berhad	Ground Floor, No 7, Jalan Jaya 81900 Kota Tinggi Johor Darul Takzim Tel No : 07-882 2018	056-036

Name	Address and Telephone Number	Broker Code
JOHOR DARUL TAKZIM (cont'd)		
OSK Securities Berhad	Ground, 1 st & 2 nd Floor No. 343, Jalan Muar 84900 Tangkak Johor Darul Takzim Tel No: 06-978 7180	056-038
OSK Securities Berhad	tst Floor, No. 2 & 4, Jalan Makmur Taman Sri Aman 85300 Labis Johor Darul Takzìm Tel No: 07- 925 6881	056-039
OSK Securities Berhad	Ground & 1 st Floor No.1 & 1-01, Jalan Rosmerah 2/11 Taman Johor Jaya 81100 Johor Bahru Johor Darul Takzim Tel No: 07-352 2293	056-043
PM Securities Sdn Bhd	Suite 5.1, Level 5, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No: 07- 278 1813	064-005
PM Securities Sdn Bhd	Ground & 1 st Floor No. 43 & 43A, Jalan Penjaja 3 Taman Kim's Park Business Centre 83000 Batu Pahat Johor Darul Takzim Tel No: 07-433 3608	064-008
PM Securities Sdn Bhd	Ground Floor No. 118, Jalan Genuang 85000 Segamat Johor Darul Takzim Tel No: 07-933 3418	064-009
PAHANG DARUL MAKMUR		
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: 09-566 0800	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: 09-516 3811	056-007

Name	Address and Telephone Number	Broker Code	
PAHANG DARUL MAKMUR (cont'd)			
OSK Securities Berhad	Ground Floor, 98 Jalan Pasdec 28700 Bentong Pahang Darul Makmur Tel No: 09-223 4943	056-022	
OSK Securities Berhad	Ground Floor No. 43, Jalan Bunga Tanjung 28400 Mentakab Pahang Darul Makmur Tel No: 09-277 1541	056-026	
OSK Securities Berhad	Ground Floor No. 76-A, Persiaran Camelia 4 Tanah Rata 39000 Cameron Highlands Pahang Darul Makmur Tel No: 05-491 4913	056-041	
KELANTAN DARUL NAIM			
TA Securities Holdings Berhad	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No: 09-743 2288	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: 09-743 2588	076-007	
OSK Securities Berhad	No.3953-H, Ground & 1 st Floor Jalan Kebun Sultan 15350 Kota Bharu Kelantan Darul Naim Tel No: 09-743 0077	056-020	
TERENGGANU DARUL IMAN			
FA Securities Sdn Bhd	No.51 & 51A Ground, Mezzanine & 1 st Floor Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel No: 09-623 8128	021-001	
Kuala Lumpur City Securities Sdn Bhd	No. 1D, Ground & Mezzanine No.1E, Ground, Mezzanine 1 st & 2 nd Floor, Jalan Air Jerneh 20300 Kuala Terengganu Terengganu Darul Iman Tel No: 09-631 7922	076-009	

Name	Address and Telephone Number	Broker Code	
TERENGGANU DARUL IMAN (cont'd)			
OSK Securities Berhad	Ground Floor & 1 st Floor 9651, Cukai Utama Jalan Kubang Kurus 24000 Kemaman Terengganu Darul Iman Tel No: 09-850 2730	056-027	
OSK Securities Berhad	31A, Ground Floor 31A & 31B, 1 st Floor Jalan Sultan Ismail 20200 Kuala Terengganu Terengganu Darul Iman Tel No: 09-626 1816	056-055	
SARAWAK			
TA Securities Holdings Berhad	12G, H & I, Jalan Kampung Datu 96000 Sibu Sarawak Tel No: 084-319 998	058-002	
Hwang-DBS Securities Berhad	Lot 328, Jalan Abell 93100 Kuching Sarawak Tel No: 082-236 999	068-005	
Hwang-DBS Securities Berhad	192, Bintulu Parkcity Commerce Square Lot 3478, Bintulu Town District 97000 Bintulu Sarawak Tel No: 086-330 008	068-016	
K & N Kenanga Bhd	Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No: 082-338 000	073-003	
K & N Kenanga Bhd	Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel No: 085-435 577	073-002	
K & N Kenanga Bhd	No. 11-12 (Ground & 1 st Floor) Lorong Kampung Datu 3 96000 Sibu Sarawak Tel No: 084-313 855	073-012	
OSK Securities Berhad	Ground, 1 st & 6 th Floor Wisma Chinese Chambers Lot 357, Section 47, K.T.L.D. Jalan Bukit Mata Kuching 93100 Kuching Sarawak Tel No: 082- 422 252	056-008	

Name	Address and Telephone Number	Broker Code
SARAWAK (cont'd)		
OSK Securities Berhad	Lot 1168, Ground Floor Wisma Interhill Miri Waterfront Commercial Centre 98008 Miri Sarawak Tel No: 085-422 788	056-012
OSK Securities Berhad	101 & 102, Pusat Pedada Jalan Pedada 96000 Sibu Sarawak Tel No: 084-329 100	056-013
OSK Securities Berhad	Ground Floor No.10, Jalan Bersatu 96100 Sarikei Sarawak Tel No: 084-654 100	056-050
OSK Securities Berhad	Ground Floor No.11, Lorong Maju 96500 Bintangor Sarawak Tel No: 084-693 100	056-051
OSK Securities Berhad	Ground Floor No.177, Taman Sri Dagang 97000 Bintulu Sarawak Tel No: 086-311 770	056-053
OSK Securities Berhad	No.299, Ground & 1 st Floor Lot 373, Jalan Serian-By-Pass Serian Town District 94700 Serian Sarawak Tel No: 082-872 118	056-059
OSK Securities Berhad	Ground & 1 st Floor Lot 1085, Jalan Buangsiol 98700 Limbang Sarawak Tel No: 085-213 188	056-060
SABAH		
Hwang-DBS Securities Berhad	Room Nos 106-109, Mezzanine Floor Room Nos 207-212, 2 nd Floor Gaya Centre Jalan Tun Fuad Stephens 88400 Kota Kinabalu Sabah Tel No: 088-311 688	068-008

Name	Address and Telephone Number	Broker Code
SABAH (cont'd)		
InnoSabah Securities Berhad	11 Equity House, Block K Sadong Jaya Karamunsing 88100 Kota Kinabalu Sabah Tel No: 088-234 090	020-001
Kuala Lumpur City Securities Sdn Bhd	Suite 1-9-E1, 9 th Floor CPS Tower No. 1, Jalan Centre Point 88000 Kota Kinabalu Sabah Tel No: 088-253 922	076-005
OSK Securities Berhad	5 th Floor, Wisma BSN Sabah Jalan Kemajuan, Karamunsing 88000 Kota Kinabalu Sabah Tel No: 088-269 788	056-010
OSK Securities Berhad	1 st Floor, TB-3338, Wisma Jin Ho Town Extension No.2 Jalan St. Patrick 91008 Tawau Sabah Tel No: 089-779 815	056-056
OSK Securities Berhad	Ground Floor, Block 2 Lot 4 & Lot 5, Bandar Indah, Mile 4 North Road 91000 Sandakan Sabah Tel No: 089-222 275	056-057