

PROSPECTUS

Vision

M N C Wireless Berhad (MNC™), a Malaysian-based mobile technology and content company, was incepted in 2003 and was subsequently conferred the MSC status in January 2004.

MNC™ specializes in Research & Development ("R&D") of advanced mobile technology solutions such as Interactive TV Platform, Mobile Client Applications, and Mobile Content and Services. MNC™ has an in-depth understanding of ever changing consumer trends which helps the company to infuse innovative, engaging and compelling mobile content and services.

MNC™ with its technical expertise, extensive R&D, unique business proposition, breadth of products and services, strategic partnerships and alliances, user-centric approaches, strong clientele references and broad market access is your perfect mobile solution partner. For more information, visit www.mnc.com.my.

www.mnc.com.my

M N C WIRELESS BERHAD (Company No. 635884-T)
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The objects depicted on the Prospectus cover do not belong to M N C Wireless Berhad or its subsidiary. They represent devices used to compliment M N C Wireless Berhad's products and services.

M N C WIRELESS BERHAD

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M N C WIRELESS BERHAD

(Company No. 635884-T)
(Incorporated in Malaysia under the Companies Act, 1965)

PUBLIC ISSUE OF 16,000,000 NEW ORDINARY SHARES OF RM0.10 EACH AT AN ISSUE PRICE OF RM0.48 PER ORDINARY SHARE PAYABLE IN FULL ON APPLICATION COMPRISING:-

- 3,000,000 NEW ORDINARY SHARES OF RM0.10 EACH AVAILABLE FOR APPLICATION BY THE PUBLIC;
- 1,628,000 NEW ORDINARY SHARES OF RM0.10 EACH AVAILABLE FOR APPLICATION BY OUR ELIGIBLE DIRECTORS AND EMPLOYEES; AND
- 11,372,000 NEW ORDINARY SHARES OF RM0.10 EACH BY WAY OF PRIVATE PLACEMENT TO SELECTED INVESTORS AND INSTITUTIONS;

AND

BONUS ISSUE OF 30,500,000 NEW ORDINARY SHARES OF RM0.10 EACH TO BE CREDITED AS FULLY PAID-UP TO ALL OUR SHAREHOLDERS, ON THE BASIS OF APPROXIMATELY ONE (1) NEW ORDINARY SHARE OF RM0.10 EACH FOR EVERY TWO (2) EXISTING ORDINARY SHARES OF RM0.10 EACH HELD AFTER THE PUBLIC ISSUE;

IN CONJUNCTION WITH THE LISTING OF AND QUOTATION FOR OUR ENTIRE ENLARGED ISSUED AND PAID-UP SHARE CAPITAL ON THE MESDAQ MARKET OF BURSA MALAYSIA SECURITIES BERHAD (FORMERLY KNOWN AS MALAYSIA SECURITIES EXCHANGE BERHAD).

Adviser, Sponsor, Underwriter and Placement Agent

OSK
OSK SECURITIES BERHAD

(Company No. 14152-V)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH YOU SHOULD CONSIDER, SEE "RISK FACTORS" IN SECTION 4 OF THIS PROSPECTUS.

This Prospectus is dated 29 SEPTEMBER 2005