

Our Directors and Promoters have seen and approved this Prospectus and they collectively and individually accept full responsibility for the accuracy of the information in this Prospectus. They confirm, after making all reasonable enquiries that, to the best of their knowledge and belief, there are no false or misleading statements or other facts which, if omitted, would make a statement in this Prospectus false or misleading.

Southern Investment Bank Berhad, being our Adviser, Sponsor, Underwriter and Placement Agent to our Initial Public Offering (IPO), 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 on the IPO.

The Securities Commission (SC) and Bursa Malaysia Securities Berhad (Bursa Securities) have approved the issue, offer or invitation in respect of our IPO. The approval of the SC and Bursa Securities shall not be taken to indicate that the SC and Bursa Securities recommend our IPO and/or our flotation on the MESDAQ Market of Bursa Securities.

The SC and Bursa Securities shall not be liable for any non-disclosure in this Prospectus by us. The SC and Bursa Securities also take no responsibility for the contents of this Prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss that you may suffer as a result of your reliance on the whole or any part of the contents of this Prospectus. Our admission to the Official List of the MESDAQ Market of Bursa Securities is not to be taken as an indication of our merits, the merits of our securities or the IPO. **YOU SHOULD RELY ON YOUR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE IPO AND AN INVESTMENT IN US. IF YOU ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER BEFORE APPLYING FOR OUR SHARES.**

We have registered this Prospectus with the SC. We have also lodged this Prospectus, together with the form of application with the Registrar of Companies who takes no responsibility for its contents.

Characteristics of the MESDAQ Market of the Bursa Securities – You should be aware that MESDAQ is a distinct market from the Main and Second Boards in many respects. In particular, companies listed on MESDAQ are subject to different quantitative and qualitative requirements, which have been primarily designed to accommodate high-growth and/or technology companies. Companies that are listed on MESDAQ may not have an operating history or any profit track record prior to listing. As such, whilst potential investment returns may be relatively high, companies listed on MESDAQ may be of higher investment risk. The regulatory philosophy underlying the MESDAQ Market is that the market should be allowed to determine the merits of the securities/instruments in a particular company. Hence, as with all investments, you should be aware of all potential risks in investing in such companies and you should make the decision to invest after due and careful consideration by referring to, amongst others, the Prospectus, latest financial statements and corporate announcements. In this respect, it is strongly recommended that you should seek advice from a securities professional/adviser.

Securities listed on the Bursa Securities are offered to the public premised on full and accurate disclosure of all material information concerning the issue for which any of the persons set out in Section 45 of the Securities Commissions Act 1993, such as directors and advisers, are responsible.

You can view and download this Prospectus from the Bursa Securities's website at www.bursamalaysia.com

INDICATIVE TIMETABLE

The indicative timing of events leading up to the listing of and quotation for our entire enlarged issued and paid-up share capital on the MESDAQ Market of Bursa Securities, is set out below:

Events	Date
Date of Prospectus / Opening of Application for our IPO	29 September 2005
Closing Date of Application for our IPO (Closing Date)	13 October 2005
Tentative Balloting Date	17 October 2005
Tentative Date for the despatch of Notices of Allotment of the Public Issue Shares to successful applicants	26 October 2005
Tentative Listing Date	7 November 2005

Note:

Our Directors and/or Promoters may mutually decide, at their absolute discretion, after consultation with our Adviser and/or Underwriter, to extend the Closing Date and time for applications for our IPO to any later date or dates. We will announce any extension of the Closing Date for our IPO in a widely circulated Bahasa Malaysia and English daily newspaper within Malaysia. If the Closing Date for our IPO is extended, the dates for the allotment of our Public Issue Shares and our listing on the MESDAQ Market of Bursa Securities will be extended accordingly. We will not accept late applications.

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ABBREVIATIONS

All references to “we”, “us”, “our” and “ourselves” are to our company, Genetec Technology Berhad and our subsidiaries and associated company. Unless the context otherwise requires, references to “Management” are to our Directors and key management personnel as at the date of this Prospectus, and statements as to our beliefs, expectations, estimates and opinions are those of our Management.

In this Prospectus, the words and phrases below, unless the context otherwise requires, shall bear the meanings assigned next to them:

Abbreviations	Meanings
Authorities/Regulations	
ADA	Authorised Depository Agent
ADA Code	ADA (Broker) Code
BNM	Bank Negara Malaysia
Bursa Depository	Bursa Malaysia Depository Sdn Bhd
Bursa Securities	Bursa Malaysia Securities Berhad
Central Depositories Act	The Securities Industry (Central Depositories) Act 1991 and every statutory amendment, modification or re-enactment thereof for the time being in force
CDS	Central Depository System
FIC	Foreign Investment Committee
MIDA	Malaysian Industrial Development Authority
MIH or Issuing House	Malaysian Issuing House Sdn Bhd
MITI	Ministry of International Trade and Industry
MMLR	Listing Requirements of Bursa Securities for the MESDAQ Market
Participating Organisation	A company which carries on the business of dealing in securities and for the time being recognised as a participating organisation of the Bursa Securities in accordance with the provisions of Rule 302 of the Rules of Bursa Securities
ROC	Registrar of Companies
SC	Securities Commission
Companies	
AKI	Applied Kinetics Incorporated
ATIS	ATIS Corporation Berhad, our substantial shareholder and holding company
ATIS Group	ATIS, its subsidiaries and associated companies, collectively
Cypress	Cypress Semiconductor Philippines, Inc
EISB	Evolusi Impian Sdn Bhd, a substantial shareholder of ATIS

ABBREVIATIONS

Abbreviations	Meanings
Essilor	Essilor Manufacturing (Thailand) Co. Ltd
Fastech	FAS Technology Solution Sdn Bhd, our 60%-owned subsidiary company
Finisar Group	The two (2) companies comprising: <ul style="list-style-type: none"> • Finisar Corporation; and • Finisar Malaysia Sdn Bhd
Genevision	Genevision (M) Sdn Bhd, our wholly-owned subsidiary company
GPT	Genetec Plastic Technology (M) Sdn Bhd
GT	Genetec Technology Berhad
HSBC Trustee	HSBC (Malaysia) Trustee Berhad
Infineon Group	The two (2) companies comprising: <ul style="list-style-type: none"> • ITM; and • Infineon Technologies Krubong Sdn Bhd
ITM	Infineon Technologies (M) Sdn Bhd
KVCM	KVC Electric (M) Sdn Bhd, a wholly-owned subsidiary of ATIS
LTAT	Lembaga Tabung Angkatan Tentera
Maxtor Group	The two (2) companies comprising: <ul style="list-style-type: none"> • Maxtor Colorado Corporation; and • Maxtor Peripherals (S) Pte Ltd
Nidec Group	The three (3) companies comprising: <ul style="list-style-type: none"> • Nidec-Hi Tech (Motor) Thailand Co Ltd; • Nidec Electronic (Thailand) Co. Ltd; and • Nidec Philippines Corporation
Quantum	PT-MKE Quantum Components Indonesia
Read-Rite Group	The three (3) companies comprising: <ul style="list-style-type: none"> • Read-Rite Philippines Inc; • Read-Rite (Thailand) Co. Ltd; and • Read-Rite Corporation
Seagate	Seagate Technology (Thailand) Ltd
Seagate Group	The two (2) companies comprising: <ul style="list-style-type: none"> • Seagate; and • Seagate Technology LLC
Texas Instruments	Texas Instruments (M) Sdn Bhd

ABBREVIATIONS

Abbreviations	Meanings
TGT	TGT Technology Limited, our 49%-owned associated company incorporated in Thailand
Unisem	Unisem (M) Berhad
WD Group	The three (3) companies comprising: <ul style="list-style-type: none"> • WDM; • Western Digital (Thailand) Company Ltd; and • WDB
WDB	Western Digital (BangPa-In) Company Ltd (<i>formerly known as Read-Rite (Thailand) Co. Ltd</i>)
WDM	Western Digital (M) Sdn Bhd
WPI	Wawasan Plastic Industry Sdn Bhd, a wholly-owned subsidiary of ATIS
Xyratex	Xyratex International Inc
Ya Hsin Group	The two (2) companies comprising: <ul style="list-style-type: none"> • Ya Bang Electronic (Dong Guan) Co. Ltd; and • Ya Hsin Industries Co. Ltd
 Flotation Scheme	
Bonus Issue	Bonus issue of our 3,800,000 new ordinary shares of RM1.00 each credited as fully paid-up to our existing shareholders, on the basis of thirty eight (38) new ordinary shares for every ten (10) existing ordinary shares held as at 16 September 2005
Fastech Incorporation	Incorporation of Fastech, our 60%-owned subsidiary, on 22 October 2004
Flotation	Bonus Issue, Par Value Reduction, Rights Issue, Public Issue and Listing, collectively
Genevision Acquisition	Our acquisition of the entire equity interest in Genevision, representing three (3) ordinary shares of RM1.00 each, from Chen Khai Voon and Tan Kok Ang for a cash consideration of RM1.00
GPT Disposal	Disposal of our entire equity interest held in GPT, representing 51% of GPT's issued and paid-up share capital, to WPI for a cash consideration of RM1.00
Listing	Listing of and quotation for our entire enlarged issued and paid-up share capital comprising 120,000,000 Shares on the MESDAQ Market of Bursa Securities
Par Value Reduction	Reduction in the par value of our ordinary shares from RM1.00 to RM0.10 by sub-dividing every ordinary share of RM1.00 each to ten (10) ordinary shares of RM0.10 each

ABBREVIATIONS

Abbreviations	Meanings
Pink Form Allocation Scheme	6,000,000 new Shares reserved for our eligible employees (excluding our Directors) and persons who have contributed to our success
Placees	Individual or institutional investors identified / to be identified to subscribe for our Shares to be issued pursuant to our Private Placement
Private Placement	Private placement of our 22,000,000 new Shares pursuant to our Public Issue at the Public Issue Price to the Placees
Promoters	ATIS and KW Chin, collectively
Public Issue	Private Placement and Public Offer, collectively
Public Offer	Public offer of our 8,000,000 new Shares at the Public Issue Price
Rights Issue	Rights issue of our 42,000,000 new Shares issued on the basis of seven (7) Rights Shares for every eight (8) existing Shares held as at 19 September 2005 which were allotted on 21 September 2005
Public Issue Price	Public issue price of RM0.30 per Share
Public Issue Share(s)	Our 30,000,000 new Shares to be issued pursuant to our Public Issue
ESOS	
ESOS By-Laws	The by-laws of the ESOS as set out in Section 15 of this Prospectus
ESOS Selected Employee(s)	Our employee(s) or Director(s) who meet the criteria of eligibility for participation in the ESOS as set out in the ESOS By-Laws
ESOS Option Holder	Our ESOS Selected Employee who has accepted an ESOS Offer or any part thereof in the manner set out in the ESOS By-Laws
ESOS	The employees' share option scheme for the grant of our ESOS Options to our ESOS Selected Employees to subscribe for our Shares of up to ten percent (10%) of our total issued and paid-up share capital at any time during the existence of the scheme in accordance with the terms and provisions set out in the ESOS By-Laws
ESOS Option(s)	The right of an ESOS Option Holder to subscribe for our new Shares pursuant to a contract constituted by the acceptance of an ESOS Offer by an ESOS Selected Employee in the manner indicated in the ESOS By-Laws
ESOS Option Committee	The committee duly appointed and authorised by our Board to administer the ESOS
ESOS Subscription Price	The price at which an ESOS Option Holder shall be entitled to subscribe for our new Shares as set out in the ESOS By-Laws
ESOS Offer	An offer made in writing by the ESOS Option Committee to an ESOS Selected Employee to subscribe for our new Shares in the manner set out in the ESOS By-Laws

ABBREVIATIONS

Abbreviations	Meanings
Financial Terms	
CAGR	Compound annual growth rate
EBITDA	Earnings before interest, taxation, depreciation and amortisation
EPS	Earnings per share
LAT	Loss after tax
LBT	Loss before tax
MI	Minority interest
NTA	Net tangible assets
PAT	Profit after taxation
PBT	Profit before taxation
PE multiple	Price earnings multiple
YOY	Year-on-year
Securities	
Rights Shares	Our new Shares to be issued pursuant to our Rights Issue
Share(s)	Our ordinary share(s) of RM0.10 each
TGT Share(s)	Ordinary share(s) of 100 Baht each in TGT
Adviser	
SIBB or Underwriter	Southern Investment Bank Berhad
Technological Terms	
ACB	Auto Cut and Bend
ASDS	Automated Stack and De-Stack
HDA	Hard disk assembly
HDD	Hard disk drive
HGA	Head gimble assembly
HSA	Head stack assembly
ICT	Information, communication and technology
SAE	Standard automation equipment
UPH	Unit per hour

ABBREVIATIONS

Abbreviations	Meanings
Others	
Act	Companies Act, 1965, as amended from time to time and any re-enactment thereof
AFTA	ASEAN Free Trade Area
Applicant(s)	Applicant(s) making the Application
Application(s)	Application(s) for the Public Issue by way of the Application Form or an Electronic Share Application
Application Form(s)	A printed form for the purpose of applying for our Shares to be issued pursuant to the Public Offer
Articles	Articles of Association
ASEAN	Association of South-East Asian Nations
ATM	Automated teller machine
Baht	Thailand Baht
bln	billion
Board	Board of Directors
EGM	Extraordinary General Meeting
Electronic Share Application(s)	The electronic share application referred to in Section 17.5 of this Prospectus
FYE	Financial year ended
GDP	Gross Domestic Product
IDC	International Data Corporation
KW Chin	Chin Kem Weng, our Director, promoter and substantial shareholder
Latest Practicable Date	9 September 2005, being the latest practicable date prior to the issuance of this Prospectus
Market Day(s)	Day(s) on which the stock market of Bursa Securities is open for trading
mln	million
MNC	Multi-national companies / corporations
p.a.	per annum
PC	Personal computer
PLC	Programmable Logic Controller

ABBREVIATIONS

Abbreviations	Meanings
R&D	Research and development
RM and sen	Ringgit Malaysia and sen respectively
SIA	Semiconductor Industry Association
sq. ft.	Square feet
Underwriting Agreement	The Underwriting Agreement dated 19 September 2005 between our Underwriter and us
USA	United States of America
USD	United States Dollar

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1. CORPORATE DIRECTORY

BOARD OF DIRECTORS

Name	Address	Occupation	Nationality
Directors			
Mej Jen (Rtd) Dato' Haji Fauzi Bin Hussain (Chairman and Independent Non-Executive Director)	No. 29, Jalan Suadamai 2/3 Bandar Tun Hussein Onn 43200 Cheras Kuala Lumpur	Company Director	Malaysian
Tunku Ahmad Burhanuddin Bin Tunku Datuk Seri Adnan (Independent Non-Executive Director)	No. 19, Jalan BU 4/6 Bandar Utama 47800 Petaling Jaya Selangor Darul Ehsan	Company Director	Malaysian
Lim Yong Jin (Independent Non-Executive Director)	No. 88, Taman Kajang Baru Off Jalan Sg Chua 43000 Kajang Selangor Darul Ehsan	Company Director	Malaysian
Chen Khai Voon (Non-Independent Non-Executive Director)	No. 2-E, Jalan Bukit Indah Pangsapuri, Bukit Mewah Kajang 43000 Kajang Selangor Darul Ehsan	Company Director	Malaysian
Chin Kem Weng (Managing Director)	Suria 3 Unit G-1 Jalan Cyber Suria Cyber Height Villa 63000 Cyberjaya Selangor Darul Ehsan	Managing Director	Malaysian
Tan Kok Ang (Executive Director)	25, Lorong Kenari 11 Desa Ria Sg Ara 11900 Bayan Lepas Pulau Pinang	Company Director	Malaysian
Ong Phoe Be (Non-Independent Non-Executive Director)	GB, Jasmine Court Jalan Midah Timur Taman Midah 56000 Cheras Kuala Lumpur	Company Director	Malaysian

AUDIT COMMITTEE

Name	Designation	Directorship
Mej Jen (Rtd) Dato' Haji Fauzi Bin Hussain	Chairman of Committee	Independent Non-Executive Director
Tunku Ahmad Burhanuddin Bin Tunku Datuk Seri Adnan	Member of Committee	Independent Non-Executive Director
Tan Kok Ang	Member of Committee	Executive Director

1. CORPORATE DIRECTORY

- COMPANY SECRETARIES** :
- Tai Yit Chan (MAICSA 7009143)
888, Happy Garden
Jalan Kuchai Lama
58200 Kuala Lumpur
Tel: (03) – 2095 7188
 - Saw Bee Lean (MAICSA 0793472)
91, Jalan SS22/39
Damansara Jaya
47400 Petaling Jaya
Selangor Darul Ehsan
Tel: (03) – 2095 7188
 - Wong Chooi Fun (MAICSA 7027549)
7-8-5, Meadow Park 3
Jalan 1/130
Off Jalan Kelang Lama
58200 Kuala Lumpur
Tel: (03) – 8925 2828
- REGISTERED OFFICE** :
- Wisma KVC, Lot 3, Jalan P10/12
Kawasan Perusahaan Bangi
43650 Bandar Baru Bangi
Selangor Darul Ehsan
Tel: (03) - 8925 2828
- HEAD / MANAGEMENT OFFICE** :
- Lot 1, Jalan P10/12
Kawasan Perusahaan Bangi
43650 Bandar Baru Bangi
Selangor Darul Ehsan
Tel: (03) – 8926 6388
Website: www.genetec.net
Email: genetec@genetec.net
- REGISTRAR** :
- PFA Registration Services Sdn Bhd (19234-W)
Level 13 Uptown 1
No. 1, Jalan SS21/58
Damansara Uptown
47400 Petaling Jaya
Selangor Darul Ehsan
Tel: (03)-7725 4888
- PRINCIPAL BANKERS** :
- Bumiputra-Commerce Bank Berhad (13491-P)
No. 67, Jalan 8/1
Seksyen 8
43650 Bandar Baru Bangi
Selangor Darul Ehsan
Tel: (03) – 8926 3180
 - Southern Bank Berhad (5303-W)
No. 3, Taman Cahaya
Sungai Chua
43000 Kajang
Selangor Darul Ehsan
Tel: (03) – 8733 5711

1. CORPORATE DIRECTORY

AUDITORS AND REPORTING ACCOUNTANTS	: KPMG (AF 0758) Chartered Accountants Wisma KPMG, Jalan Dungun Damansara Heights 50490 Kuala Lumpur Tel: (03) – 2095 3388
SOLICITORS FOR THE PUBLIC ISSUE	: Tay & Helen Wong Suite 703, Block F Phileo Damansara 1 No.9, Jalan 16/11 46350 Petaling Jaya Selangor Darul Ehsan Tel: (03) – 7960 1863
ADVISER, SPONSOR, UNDERWRITER AND PLACEMENT AGENT	: Southern Investment Bank Berhad (169955-T) 16 th Floor, Wisma Genting 28 Jalan Sultan Ismail 50250 Kuala Lumpur Tel: (03) – 2059 4188
ISSUING HOUSE	: Malaysian Issuing House Sdn Bhd (258345-X) 27 th Floor, Menara Multi-Purpose Capital Square No. 8, Jalan Munshi Abdullah 50100 Kuala Lumpur, Malaysia Tel: (03) - 26932075
LISTING SOUGHT	: MESDAQ Market of Bursa Securities

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