

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL

5.1 Promoters

5.1.1 Shareholdings of our Promoters

Our promoters and their shareholdings in our Company before and after the Public Issue are as follows:

Promoters	Designation	Nationality/ Place of Incorporation	-----Before Public Issue----->		-----After Public Issue----->				
			<-----Direct----->	<-----Indirect----->	<-----Direct----->	<-----Indirect----->			
			No. of Shares	%	No. of Shares	%	No. of Shares	%	
AIH	-	Malaysia	38,000,000	37.72	-	-	38,000,000	30.10	-
AIEH	-	Malaysia	18,000,000	17.87	-	-	18,000,000	14.26	-
Jason Chan Ling Khee	-	Malaysian	4,000,000	3.97	-	-	4,000,000	3.17	-
Koh Yeow Lay	Executive Director	Malaysian	3,500,000	3.47	-	-	3,500,000	2.77	-
Dato' Dr Ramli Bin Haji Karim	-	Malaysian	1,000,000	0.99	-	-	1,000,000	0.79	-

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL *(Cont'd)*

5.1.2 Profiles of our Promoters

A brief background on AIH and AIEH are follows:

(i) **AIH**

History and principal activity

AIH was incorporated on 3 June 1998 in Malaysia under the Act as a private limited company. As at the LPD, it has an authorised share capital of RM10,000,000 comprising 10,000,000 ordinary shares of RM1.00 each, of which RM1,000,002 comprising 1,000,002 ordinary shares of RM1.00 each have been issued and fully paid up.

AIH is principally involved in investment holding.

Directors and substantial shareholders

The Directors of AIH, who are also the substantial shareholders, and their respective shareholdings in the company as at the LPD are as follows:

	<-----Direct----->		<-----Indirect----->	
	No. of shares	%	No. of shares	%
Wong Thean Soon	490,001	49	-	-
Raja Munir Shah Bin Raja Mustapha	510,001	51	-	-

(ii) **AIEH**

History and principal activity

AIEH was incorporated on 15 March 2004 in Malaysia under the Act as a private limited company. As at the LPD, it has an authorised share capital of RM100,000 comprising 100,000 ordinary shares of RM1.00 each, of which RM50,000 comprising RM50,000 ordinary shares of RM1.00 each have been issued and fully paid up.

AIEH is principally an investment holding company.

Directors and substantial shareholders

The Directors of AIEH, who are also the substantial shareholders, and their respective shareholdings in the company as at the LPD are as follows:

	<-----Direct----->		<-----Indirect----->	
	No. of shares	%	No. of shares	%
Wong Thean Soon	30,000	60	-	-
Raja Munir Shah Bin Raja Mustapha	20,000	40	-	-

AIH and AIEH are both under the directorship of our Directors, Wong Thean Soon and Raja Munir Shah Bin Raja Mustapha. Their knowledge and experience, as detailed in Section 5.3.1 of this Prospectus, have and will continue to contribute to the business of our Group.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (*Cont'd*)

Jason Chan Ling Khee, aged 35, graduated with a Bachelor of Engineering in Electronics Engineering from the National University of Singapore in 1994. He has more than 9 years of experience and specialised technical skills in data networking technologies for ICT application on the Internet. In 1995, he began his career as a Research Engineer for the Center for Wireless Communication in Singapore. A year on, he resigned and joined CyberSource Pte Ltd where he assumed the position of Technical Director until 1997. In 1997, he joined Tecnochannel Technologies Sdn Bhd where he was appointed Chief Technical Officer, a position he held until 1999. During his tenure there, he was responsible for streamlining product development processes, technical team build out and new product development initiatives. He subsequently left in 1999 and further served as the Chief Technical Officer for MYEG. His primary initiatives at MYEG include technical management of development and integration of the E-Government Initiative, adding both technical depth and professional capabilities needed to build the platform of products and services. He left MYEG in 2002 and is presently employed at GreenHouse Group Pte Ltd as a Senior Manager. He has been a Director of GVSBS since 2004.

Koh Yeow Lay is a promoter and Executive Director of MYEG. His profile is set forth in Section 5.3.1 of this Prospectus.

Dato' Dr Ramli Bin Haji Karim, aged 61, joined the Royal Malaysian Police upon completion of his Bachelor of Arts, majoring in Economics from Universiti Malaya in 1971. In the course of his 24-year career with the Royal Malaysian Police, he obtained a Masters of Arts from the University of Ohio, US in 1977. Throughout his career with the Royal Malaysian Police, he progressively rose from the ranks and became the Deputy Director of the Internal Security and Public Order, a position he held until his retirement in 1995. In the same year, he obtained a Doctorate in Philosophy from the Universiti Kebangsaan Malaysia. In 1996, he was appointed as the Chairman of Rimbun Mewah Sdn Bhd, a position he still holds presently. He was instrumental in assisting MYEG with the procurement of the PDRM concession.

5.1.3 Promoters' Directorships and Substantial Shareholdings in Other Public Corporations for the Past Two (2) Years

Save as disclosed below, none of our promoters has other directorship and/or substantial shareholdings (5% or more of the issued and paid-up share capital) in other public corporations for the past two (2) years up to the LPD:

Name	Company	Directorship	Date appointed	Date resigned	No. of shares held as at the LPD			
					Direct	%	Indirect	%
Koh Yeow Lay	Advance Modules Group Ltd	Executive Director	02.08.2005	30.06.2006	600,000	0.35	-	-

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

5.1.4 Changes in the Shareholdings of our Promoters for the Past Three Years

The changes in our promoters' shareholdings in our Company for the past three (3) years up to the LPD are as follows:

Promoters	After Public Issue			31 October 2006			31 October 2005		
	Direct No of Shares	Indirect No of Shares	%	Direct No of Shares	Indirect No of Shares	%	Direct No of Shares	Indirect No of Shares	%
AIH	38,000,000	-	30.10	38,000,000	-	37.72	38,000,000	-	37.72
AIEH	18,000,000	-	14.26	18,000,000	-	17.87	15,000,000	-	14.89
Jason Chan Ling Khee	4,000,000	-	3.17	4,000,000	-	3.97	4,000,000	-	3.97
Koh Yeow Lay	3,500,000	-	2.77	3,500,000	-	3.47	3,500,000	-	3.47
Dato' Dr. Ramli Bin Haji Karim	1,000,000	-	0.79	1,000,000	-	0.99	1,000,000	-	0.99

Promoters	31 October 2004		
	Direct No of Shares	Indirect No of Shares	%
AIH	38,000,000	-	47.06
AIEH	15,000,000	-	18.58
Jason Chan Ling Khee	-	-	-
Koh Yeow Lay	3,500,000	-	4.33
Dato' Dr. Ramli Bin Haji Karim	2,000,000	-	2.48

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

5.2 Substantial Shareholders

5.2.1 Shareholdings of our Substantial Shareholders

Our substantial shareholders (holding 5% or more of the issued and paid-up share capital) and their shareholdings in our Company before and after the Public Issue are as follows:

Substantial shareholders	Designation	Nationality / Place of Incorporation	-----Before Public Issue----->		-----After Public Issue----->	
			No. of Shares	%	No. of Shares	%
AIH	-	Malaysia	38,000,000	37.72	-	-
AIEH	-	Malaysia	18,000,000	17.87	18,000,000	30.10
EFBS	-	Malaysia	10,000,000	9.93	10,000,000	14.26
EMSB	-	Malaysia	6,800,000	6.75	6,800,000	7.92
Wong Thean Soon	Managing Director	Malaysian	-	-	56,000,000 ¹	5.39
Raja Munir Shah Bin Raja Mustapha	Executive Director	Malaysian	-	-	25,000*	0.02*
Ban Swan Gek	-	Malaysian	800,000	0.79	100,000*	56,000,000 ¹
Dato' Dr. Mohamad Bin Hashim	-	Malaysian	-	-	800,000	0.08*
Liaw Mei Yean	-	Malaysian	-	-	10,000,000 ²	10,000,000 ²
					6,800,000 ³	6,800,000 ³
					6,800,000 ³	6,800,000 ³

Notes:

- * Assuming that the Reserved Shares allocated to them are fully taken up.
1. Deemed interest by virtue of their substantial shareholdings in AIH and AIEH.
 2. Deemed interest by virtue of her substantial shareholding in EFBS.
 3. Deemed interest by virtue of their substantial shareholdings in EMSB.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL *(Cont'd)*

5.2.2 Profiles of our Substantial Shareholders

A brief background on EFSB and EMSB are as follows:

(i) EFSB

History and principal activity

EFSB was incorporated on 13 October 2004 in Malaysia under the Act as a private limited company. As at the LPD, it has an authorised share capital of RM100,000 comprising of 100,000 ordinary shares of RM1.00 each, of which RM25,000 comprising 25,000 ordinary shares of RM1.00 each have been issued and fully paid-up. EFSB is principally involved in investment holding.

Directors and shareholders

The Directors of EFSB and their respective shareholdings in the company as at the LPD are as follows:

	<-----Direct----->		<-----Indirect----->	
	No. of shares	%	No. of shares	%
Lee Soon Keong	1	0.01	-	-
Ban Swan Gek	24,999	99.99	-	-

(ii) EMSB

History and principal activity

EMSB was incorporated on 13 March 2000 in Malaysia under the Act as a private limited company. As at the LPD, it has an authorised share capital of RM5,000,000 comprising of 5,000,000 ordinary shares of RM1.00 each, of which RM2,470,000 comprising 2,470,000 ordinary shares of RM1.00 each have been issued and fully paid up. EMSB is an asset management company.

Directors

The Directors of EMSB and their respective shareholdings in the company as at the LPD are as follows:

	<-----Direct----->		<-----Indirect----->	
	No. of shares	%	No. of shares	%
Dato' Dr. Mohamad Bin Hashim	1,700,000	62	-	-
Wong Kai Fatt	-	-	-	-
Tan Lip Lin	-	-	-	-
Lim Seng Hock	-	-	-	-
Samsukri Glanville Bin Mohamad	-	-	-	-

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

Substantial shareholders

The substantial shareholders of EMSB (holding 5% or more of the issued and paid-up share capital) and their respective shareholdings in the company as at the LPD are as follows:

	<-----Direct----->		<-----Indirect----->	
	No. of shares	%	No. of shares	%
Dato' Dr. Mohamad Bin Hashim	1,700,000	62	-	-
Liaw Mei Yean	1,040,000	38	-	-

5.2.3 Substantial Shareholders' Directorships and Substantial Shareholdings in Other Public Corporations for the Past Two (2) Years

Save as disclosed below, none of our other substantial shareholders has any directorship and/or substantial shareholdings in any other public corporations for the past two (2) years up to the LPD.

Name	Company	Directorship	Date appointed	Date resigned	No. of shares held as at the LPD			
					Direct	%	Indirect	%
Wong Thean Soon	MyWeb Inc.com	Director	February 1999	-	-	-	2,606,650	23.5*

Note:

* Deemed interest by virtue of his shareholding in Star Channel Systems Sdn Bhd.

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5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

5.2.4 Changes in the Shareholdings of our Substantial Shareholders for the Past Three Years

The changes in our substantial shareholders' shareholdings in our Company for the past three (3) years up to the LPD are as follows:

Substantial shareholders	After the Public Issue			31 October 2006			31 October 2005		
	Direct No of Shares	%	Indirect No of Shares	Direct No of Shares	%	Indirect No of Shares	Direct No of Shares	%	Indirect No of Shares
AIH	38,000,000	30.10	-	38,000,000	37.72	-	38,000,000	37.72	-
AIEH	18,000,000	14.26	-	18,000,000	17.87	-	15,000,000	14.89	-
EFSB	10,000,000	7.92	-	10,000,000	9.93	-	10,000,000	9.93	-
EMSB	6,800,000	5.39	-	6,800,000	6.75	-	6,800,000	6.75	-
Wong Thean Soon	25,000*	0.02*	56,000,000 ¹	-	-	56,000,000 ¹	-	-	53,000,000 ¹
Raja Munir Shah Bin Raja Mustapha	100,000*	0.08*	56,000,000 ¹	-	-	56,000,000 ¹	-	-	53,000,000 ¹
Ban Swan Gek	800,000	0.63	10,000,000 ²	800,000	0.79	10,000,000 ²	800,000	0.79	10,000,000 ²
Dato' Dr. Mohamad Bin Hashim	-	-	6,800,000 ³	-	-	6,800,000 ³	-	-	6,800,000 ³
Liaw Mei Yean	-	-	6,800,000 ³	-	-	6,800,000 ³	-	-	6,800,000 ³

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

5.2.4 Changes in the Shareholdings of our Substantial Shareholders for the Past Three Years (Cont'd)

Substantial shareholders	31 October 2004			
	Direct No of Shares	%	Indirect No of Shares	%
AIH	38,000,000	47.06	-	-
AIEH	15,000,000	18.58	-	-
EFBS	-	-	-	-
EMSB	6,800,000	8.42	-	-
Wong Thean Soon	-	-	53,000,000 ¹	65.63 ¹
Raja Munir Shah Bin Raja Mustapha	-	-	53,000,000 ¹	65.63 ¹
Ban Swan Gek	-	-	-	-
Dato' Dr. Mohamad Bin Hashim	-	-	6,800,000 ³	8.42 ³
Liaw Mei Year	-	-	6,800,000 ³	8.42 ³

Notes:

- * Assuming that the Reserved Shares allocated to them are fully taken up.
1. Deemed interest by virtue of their substantial shareholdings in AIH and AIEH.
 2. Deemed interest by virtue of her substantial shareholding in EFBS.
 3. Deemed interest by virtue of their substantial shareholdings in EMSB.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL *(Cont'd)*

5.3 Directors

5.3.1 Profiles

Senator Dato' Dr Norraesah Binti Haji Mohamad, aged 58, is the Executive Chairman of MYEG. She was appointed to the Board on 18 August 2006. She graduated with a Bachelor of Arts (Hons) Economics from University of Malaya in 1972. In 1982, she obtained her Masters in International Economics Relations from International Institute of Public Administration, France and Masters in International Economics and Finance from University of Paris I, Pantheon-Sorbonne, France. She further obtained a PhD (Economics Science) International Economics and International Finance from University of Paris I, Pantheon-Sorbonne, France in 1986. She has over thirty-two (32) years of working experience in the field of banking, consultancy and international trade and commerce. She worked for the Ministry of International Trade and Industry from 1972 to 1985, during which time she was in charged of trade policies and bilateral and multilateral trade, and trade fairs and missions. From 1986 to 1988, she was attached to the Ministry of Finance, responsible for privatisation and debt management matters. In 1988, she left the public sector to join ESSO Production Malaysia Inc. as a Communications Manager. From 1990 to 1991, she assumed the position of Managing Director with a consulting firm which provides financial and investment advisory services. She was later appointed as the Chief Representative of Credit Lyonnais Bank in Malaysia in 1991, a position she held until 1998. She was the Chairman of Bank Kerjasama Rakyat Malaysia from 2000 to 2003. She is currently the Chairman of the World Islamic Businesswomen Network and a member of the International Advisory Panel of the World Islamic Economic Forum (WIEF) of the Organisation of Islamic Conference (OIC) countries. She is a member of UMNO Supreme Council since 2000. She was later appointed as a Senator in 2005. She currently sits on the board of Malaysian Oxygen Berhad, Siah Brothers Corporation Berhad, KESM Industries Berhad, Protasco Berhad, Ya Horng Electronic (M) Berhad and Adventa Berhad, all listed on Bursa Securities. She also sits on the board of several other private limited companies.

Wong Thean Soon, aged 35, is the Managing Director of MYEG. He was appointed to the Board on 6 March 2000. In 1995, he graduated from the National University of Singapore with a Bachelor Degree in Electrical Engineering. He has accumulated more than 9 years of experience in the ICT industry with his involvement in designing, implementing and maintenance of communication applications on the Internet in various technology companies, both local and abroad. He commenced his career in the ICT industry in 1995 with Cybersource Pte Ltd, Singapore as co-founder and Executive Director of the company. During his tenure there, he oversaw the development of PictureMail, an integrated graphical e-mail package, which was licenced to Sony, among others. He was also in charge of developing and marketing an additional product, the Global Messaging System, which was licenced to paging operators in the Asian region including EasyCall International of Australia and Lenso Paging of Thailand. He subsequently founded Tecnochannel Technologies Sdn Bhd in 1997 and formed marketing and manufacturing partnerships with a range of MNCs to develop and market Internet devices, where such devices were successfully marketed in China. He successfully listed Tecnochannel Technologies Sdn Bhd on the American Exchange via the holding company known as MyWeb Inc.com in 1999. He resigned from the Chief Executive Officer position at Tecnochannel Technologies Sdn Bhd in 2000 and co-founded MYEG in the same year. He was one of the pioneering members of our Group and has been instrumental in establishing and managing the operations of our Group. He is responsible for formulating and implementing business policies and corporate strategies of our Group as well as prominently spearheading the progress and development of our Group.

His experience and perspective has significantly contributed to the business growth and expansion of our Group. He also sits on the board of several private limited companies.

5. **INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL** (*Cont'd*)

Raja Munir Shah Bin Raja Mustapha, aged 43, is an Executive Director of MYEG. He was appointed to the Board on 20 May 2004. He started his career as an Operations Executive between 1985 and 1987 in Wagon Engineering Sdn Bhd where he was involved in the daily administrations of the company. He resigned in 1987 to join Bumi Kekal Bekal Sdn Bhd as the Branch Manager. He subsequently left in 1991, and served as a Director in SP Maju Sdn Bhd. During his tenure in SP Maju Sdn Bhd, he oversaw the business operations, finance and day-to-day management functions of the company. In the course of his career there, he further obtained a Diploma in Business Studies from Peterborough Regional College, UK in 1998. In 2004, he moved on to join Longstore Logistics (M) Sdn Bhd and became a Director of the company, a position he still holds presently. He joined us in 2004 and is currently responsible for the business development activities of our Group. He also sits on the board of several private limited companies.

Koh Yeow Lay, aged 35, is an Executive Director of MYEG. He was appointed to the Board on 18 August 2006. He graduated from Monash University, Australia with a Bachelor of Business (Accounting) Degree in 1994. He is a Certified Practising Accountant with the Australian Society of Certified Practising Accountants. He began his career in 1994 with KPMG as an Audit Assistant where he rose from the ranks and was subsequently appointed Audit Supervisor. He left KPMG in 1999 and joined MyWeb Inc.com, a company listed on the NASDAQ OTCBB (Over-the-counter Bulletin Board) as Chief Financial Officer at its operating headquarters in Kuala Lumpur, Malaysia. He was responsible for the regulatory financial reporting to the Securities and Exchange Commission of the US. He was also instrumental in the transfer of the company's listing status from the regional OTCBB to the American Exchange board. In addition, he was actively involved in the setting up of the group's finance department and its reporting system for the group's offices in Malaysia, Singapore, Beijing, People's Republic of China and San Francisco, US. He resigned in 2001 and joined us as acting Chief Financial Officer where he was responsible for designing and setting up our financial and accounting operations. He resigned in 2003 and was subsequently appointed as our financial consultant in the same year. He was also the Group Financial Controller for Advance Modules Sdn Bhd between 2003 and June 2006. He is currently responsible for overseeing the overall financial, corporate and administrative matters of our Group.

Mohd Jimmy Wong Bin Abdullah, aged 44, is an Independent Non-Executive Director of MYEG. He was appointed to the Board on 18 August 2006. Upon completing his secondary education in 1981, he began his career with the Royal Malaysian Police starting off as a new recruit. In 1994, he was stationed on a 2-year Diplomatic Mission in Wisma Putra in Guangzhou, China until 1996. In that same year, he completed his Diploma in Business Studies from Jinan University, Guangzhou, China. During his service with the Royal Malaysian Police, he was promoted several times and had risen from the ranks to Detective Sergeant attached to the Special Branch before retiring in 2002. Since his optional retirement in 2002, he became a Director in Island Board Sdn Bhd, where he oversaw the overall operations and management of the business.

Brigadier General (Rtd) Dato' Ameerudeen Bin Mohamed Noor, aged 60, is an Independent Non-Executive Director of MYEG. He was appointed to the Board on 18 August 2006. In 1965, after completing his secondary education, he underwent a cadet officer training course at the Royal Military College of Malaysia. He was commissioned as a 2nd Lieutenant in the Malaysian Armed Forces. While he was with the Malaysian Armed Forces, he had furthered his military training and obtained a Diploma in Psychological Warfare and Civil Affairs from the United States Institute for Military Assistance, Fort Bragg, North Carolina, US in 1972. In 1986, he also obtained a Diploma in Political Warfare from Foo Shin Kang College, Kaoshiung, Taiwan. During his service with the Malaysian Armed Forces, he has held several appointments and more significantly as the Military Adviser to the Defence Minister, Directing Staff at the Armed Forces Staff College of Malaysia and Armed Forces Defence College of Malaysia, Head of Psychological Warfare Defence Intelligence and Head of Military Intelligence Special Branch, a position he held until his retirement in 2001.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

5.3.2 Shareholdings of our Directors

The shareholdings of our Directors in our Company before and after the Public Issue are as follows:

Directors	Nationality	Designation	Before Public Issue		After Public Issue	
			No of Shares	%	No of Shares	%
Senator Dato' Dr Norraesah Binti Haji Mohamad	Malaysian	Executive Chairman	-	-	100,000*	0.08*
Wong Thean Soon	Malaysian	Managing Director	-	55.58 ¹	25,000*	0.02*
Raja Munir Shah Bin Raja Mustapha	Malaysian	Executive Director	-	55.58 ¹	100,000*	0.08*
Koh Yeow Lay	Malaysian	Executive Director	3,500,000	3.47	3,500,000	2.77
Mohd Jimmy Wong Bin Abdullah	Malaysian	Independent Non-Executive Director	-	-	80,000*	0.06*
Brigadier General (Rtd) Dato' Ameerudeen Bin Mohamed Noor	Malaysian	Independent Non-Executive Director	-	-	80,000*	0.06*

Notes:

- * Assuming that the Reserved Shares allocated to them are fully taken up.
1. Deemed interest by virtue of their substantial shareholdings in AIH and AIEH.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (*Cont'd*)

5.3.3 Directors' Directorships and Substantial shareholdings in Other Public Corporations for the Past Two (2) Years

Save as disclosed below and in Sections 5.1.3 and 5.2.3 of this Prospectus, none of our other Directors has any directorship and/or substantial shareholding (5% or more of the issued and paid-up share capital) in other public corporations for the past two (2) years up to the LPD.

Name	Company	Directorship	Date appointed	Date resigned	No. of shares held as at the LPD			
					Direct	%	Indirect	%
Senator Dato' Dr Norraesah Binti Haji Mohamad	Adventa Berhad	Independent Non-Executive Director	08.11.05	-	-	-	-	-
	Ya Horng Electronic (M) Berhad	Non-Independent Non-Executive Director	14.10.05	-	-	-	-	-
	Protasco Berhad	Independent Non-Executive Director	18.01.05	-	-	-	-	-
	Malaysian Oxygen Berhad	Independent Non-Executive Director	13.02.02	-	-	-	-	-
	KESM Industries Berhad	Independent Non-Executive Director	20.10.91	-	613,000	1.43	-	-
	Siah Brothers Corporation Berhad	Independent Non-Executive Director	08.07.91	-	-	-	-	-

5.3.4 Directors' Remuneration and Benefits

The remuneration and material benefits-in-kind paid to our Directors for services rendered in all capacities to the Group for the FYE 30 June 2006 and proposed for the FYE 30 June 2007 in remuneration bands of RM50,000 are set out below:

Directors	FYE 30 June 2006	FYE 30 June 2007
Senator Dato' Dr Norraesah Binti Haji Mohamad	Not applicable	Band 3
Wong Thean Soon	Band 2	Band 3
Raja Munir Shah Bin Raja Mustapha	Band 1	Band 1
Koh Yeow Lay	Not applicable	Band 3
Mohd Jimmy Wong Bin Abdullah	Not applicable	Band 1
Brigadier General (Rtd) Dato' Ameerudeen Bin Mohamed Noor	Not applicable	Band 1

Notes:

Band 1 : Up to RM50,000 per annum

Band 2 : Between RM50,001 and RM100,000 per annum

Band 3: Between RM100,001 and RM150,000 per annum

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (*Cont'd*)

5.4 Corporate Governance

Our Board is committed to the principles of corporate governance in the Malaysian Code on Corporate Governance ("Code"). Our Board will continuously evaluate the status of the Group's corporate governance practices and procedures with a view to adopting and implementing the Best Practices of the Code wherever applicable in the best interests of the shareholders.

We have formed three (3) committees, namely the Audit Committee, Remuneration Committee and the Nomination Committee on 18 August 2006.

5.4.1 Audit Committee

The Audit Committee comprises the following Board Members:

Name	Designation	Directorship
Brigadier General (Rtd) Dato' Ameerudeen Bin Mohamed Noor	Chairman	Independent Non-Executive Director
Mohd Jimmy Wong Bin Abdullah	Member	Independent Non-Executive Director
Koh Yeow Lay	Member	Executive Director

The Audit Committee will assist our Board in discharging their responsibility to safeguard our Group's assets, maintain adequate accounting records and develop and maintain effective internal control system, with the overall objective of ensuring that the management creates and maintains an effective control environment in our Group.

The Audit Committee is responsible for the recommendations to our Board regarding the selection of the external auditors, reviewing the results and scope of the audit and other services provided by our Group's external auditors and reviews and evaluates our Group's internal audit and control functions. The Audit Committee is also responsible for the assessment of financial risk and matters relating to related party transactions and conflict of interests. The Audit Committee may obtain advice from independent parties and other professionals in the performance of its duties.

5.4.2 Remuneration Committee

The Remuneration Committee comprises the following Board Members:

Name	Designation	Directorship
Brigadier General (Rtd) Dato' Ameerudeen Bin Mohamed Noor	Chairman	Independent Non-Executive Director
Mohd Jimmy Wong Bin Abdullah	Member	Independent Non-Executive Director
Wong Thean Soon	Member	Managing Director

The Remuneration Committee will review and recommend to our Board the terms of engagement and remuneration packages for our Executive Directors. The Remuneration Committee shall also be responsible for reviewing the performance of our Executive Directors. All aspects of remuneration, including but not limited to Directors' fees, salaries, allowances, bonuses and benefits-in-kind shall be covered by the Remuneration Committee. Each member of the Remuneration Committee shall abstain from voting on any resolution in respect of his remuneration package.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

5.4.3 Nomination Committee

The Nomination Committee comprises the following Board Members:

Name	Designation	Directorship
Mohd Jimmy Wong Bin Abdullah	Chairman	Independent Non-Executive Director
Brigadier General (Rtd) Dato' Ameerudeen Bin Mohamed Noor	Member	Independent Non-Executive Director

The Nomination Committee will be responsible for the re-nomination of our Directors having regard to each Director's contribution and performance. The Nomination Committee is also responsible for determining annually whether a Director is independent and deciding whether a Director is able to and has been adequately carrying out his duties as a Director. The Nomination Committee will decide on how our Board's performance is to be evaluated and propose objective performance criteria which address how the board has enhanced long-term shareholders' value. Each member of the Nomination Committee will not take part in determining his own re-nomination or independence.

5.4.4 Re-election of Directors

Our Directors are appointed by the shareholders of the Company at a general meeting and an election of Director takes place annually. Pursuant to our Company's Articles of Association, at least one-third of our Directors are required to retire from office at every annual general meeting of the Company. Further, every Director must retire from office at least once every three (3) years. However, a retiring Director is eligible for re-election at the meeting at which he retires.

In accordance with Article 69 of our Company's Articles of Association, our Directors shall retire from office and offer themselves for re-election at the next Annual General Meeting in accordance with the above foregoing provisions provided there is no change in the directorships from the date of issue of Prospectus to the next Annual General Meeting.

5.5 Key Management and Technical Personnel

Our key management and technical personnel are led by an experienced Board that play an active role in the daily operations and strategic planning of our Group, focusing on building strong relationships with suppliers and customers and continuous R&D for the development of new products and services. Our Directors are in turn supported and closely assisted by a team of key employees. See Section 5.3.1 of this Prospectus for the individual profiles of our Directors.

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5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (*Cont'd*)

5.5.1 Profiles

Chong Chien Ming, aged 32, is the Finance and Administration Manager. He obtained his Bachelor Degree in Accounting from the University Putra Malaysia in 1998. He is also a member of the Malaysian Institute of Accountants. He began his career in MBF Management Services Sdn Bhd as an internal Audit Executive in 1998 reporting to the company's internal audit division and responsible for internal audit planning, internal auditing and reporting to the internal audit committee. He subsequently joined Peremba Development Sdn Bhd in 2000 as a Finance Executive. He left in 2002 and moved on to join Aeon Credit Service (M) Sdn Bhd where he was appointed Assistant Finance Manager and was in charged of the financial accounting, budget planning and management reporting of the company. Subsequently, he joined us in 2003 and is currently responsible for the financial and management accounting, and general administrative functions of our Group.

Tan Chiu Keong, aged 34, is the Operations Manager. He obtained his National Centre for Information Technology (NCC) Diploma in 1990 and a Certificate in Computer Engineering the following year, both from Informatics College, Malaysia. He started his career in 1991 as a Technician with PDX Computer Sdn Bhd and was subsequently promoted to Logistic Officer, a position he held until 2000. During his 9-year stint, he was primarily involved in supply chain management and logistics planning of the company. He then joined PDX.com Sdn Bhd in 2000 where he was in charged of the Data Support Centre, a position he held until 2002. He joined us in the same year and is currently responsible for the day-to-day business running and operational functions of our Group.

Nandyala Venkata Ramana Murty, aged 30, is the Technical/R&D Manager. He graduated with a post Graduate Higher Diploma in Software Engineering from Aptech University, India in 1999. He started his career as a researcher in 1998 with Powervent InfoTech, India where he was involved in the development of a laboratory management system which helps the customer to track test samples and results. He then designed an e-learning portal for one of the leading institution of higher learning in India where the students were given online lectures and the subject notes are available online for the courses they registered. In 2003, he came to Malaysia to further his career and joined us as R&D Engineer and was promoted to his current position in January 2006. He is currently responsible for the overall development and support on new and current software developments, including provision of programming and technical backing as well as managing the internal technical team.

5.5.2 Key Management and Technical Personnel's Shareholdings in MYEG

The shareholdings of our key management and technical personnel in our Company before and after the Public Issue, assuming that the Reserved Shares allocated to them are fully taken up by the respective individuals, are as follows:

Name	Designation	<-----Before Public Issue----->				<-----After Public Issue----->			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Chong Chien Ming	Finance and Administration Manager	-	-	-	-	30,000	0.02	-	-
Tan Chiu Keong	Operations Manager	-	-	-	-	30,000	0.02	-	-
Nandyala Ventaka Ramana Murty	Technical/R&D Manager	-	-	-	-	22,500	0.02	-	-

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)

5.6 Involvement of Executive Directors and Key Management and Technical Personnel in other Businesses or Corporations

Save as disclosed below, none of our key management or technical personnel is involved in other businesses or corporations.

The following is the degree of involvement of our Executive Directors, namely Senator Dato' Dr Norraesah Binti Haji Mohamad, Wong Thean Soon and Raja Munir Shah Bin Raja Mustapha in other businesses or corporations:

Name	Company	Principal activities	Position
Senator Dato' Dr Norraesah Binti Haji Mohamad	Adventa Berhad	Investment holding and provision of management services to its subsidiaries	Independent Non-Executive Director
	Ya Horng Electronic (M) Berhad	Manufacture of audio products and investment holding	Non-Independent Non-Executive Director
	Protasco Berhad	Investment holding	Independent Non-Executive Director
	Malaysian Oxygen Berhad	Investment holding and provision of management services to its subsidiaries	Independent Non-Executive Director
	KESM Industries Berhad	Investment holding, provision of semiconductor burn-in services and assembly of electronic components	Independent Non-Executive Director
	Siah Brothers Corporation Berhad	Investment holding and provision of management and administrative services to its subsidiaries	Independent Non-Executive Director
	Embunaz Ventures Sdn Bhd	Investment holding	Executive Chairman
	Sri Nobel Sdn Bhd	Education	Chairman
	Penang Bridge Sdn Bhd	Operation, maintenance, tolling and improvement works on Penang Bridge	Chairman
	KESM Rood Technology (Malaysia) Sdn Bhd	Testing of semiconductor integrated circuit services	Director
Wong Thean Soon	L'Oreal (Malaysia) Sdn Bhd	Trading in cosmetics products	Director
	Kolej Universiti Kejuruteraan Utara Malaysia	Provision of academic programmes and services	Director
	MyWeb Inc.com	Dormant	Director
	Star Channel Systems Sdn Bhd	Investment holding	Director
	AIH*	Investment holding	Director
	AIEH*	Investment holding	Director

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL (*Cont'd*)

Name	Company	Principal activities	Position
Raja Munir Shah Bin Raja Mustapha	Longstore Logistics (M) Sdn Bhd	Engaged in the business of bonded warehousing	Non-Executive Director
	AIH*	Investment holding	Director
	AIEH*	Investment holding	Director

Note:

* *AIH and AIEH are promoters of MYEG. Information on AIH and AIEH is set out in Section 5.1.2 of this Prospectus.*

Senator Dato' Dr Norraesah Binti Haji Mohamad, our Executive Chairman, provides strategic direction and leadership to our Group. Her involvement in the abovementioned public companies is minimal and is merely on a non-executive basis. In addition, her directorships in other private limited companies do not preclude her from allocating most of her time in our Group as she merely provides the overall strategic direction and discharges her principal areas of responsibility as a Director for these private limited companies. She is not involved in the day-to-day operations of these companies as the respective companies' personnel manage them. She spends approximately 50% of her normal working hours in the management of our Group. She confirms that there is no conflict of interest arising from her directorships in the other companies and in her capacity as our Executive Chairman.

Wong Thean Soon is a full-time Managing Director of our Group and is fully involved in the day-to-day operations of our Group. He only spends minimal time and effort in companies outside our Group. He confirms that there is no conflict of interest arising from his directorship in the other companies and in his capacity as our Managing Director.

Raja Munir Shah Bin Raja Mustapha is also a full-time Executive Director of our Group and is fully involved in the day-to-day operations of our Group. He only spends minimal time and effort in companies outside our Group. He confirms that there is no conflict of interest arising from his directorship in the other companies and in his capacity as our Executive Director.

5.7 Declarations of Promoters, Directors and Key Management and Technical Personnel

None of our Promoters, Directors and key management and technical personnel is or was involved in the following events (whether inside or outside Malaysia):

- (i) 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 a director or key personnel;
- (ii) Disqualification from acting as a Director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (iii) Charged and/or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (iv) Any judgement entered against such person involving a breach of any law or regulatory requirement that relates to the securities or futures industry; or
- (v) The subject of any order, judgement or ruling of any court, Government, or regulatory authority or body temporarily enjoining him from engaging in any type of business practice or activity.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY MANAGEMENT AND TECHNICAL PERSONNEL *(Cont'd)*

5.8 Family Relationship

In accordance to Section 122A of the Act, save for Ban Swan Gek, a Director and substantial shareholder of EFSB, who is the mother-in-law of Wong Thean Soon, there are no family relationships or associations amongst our promoters, substantial shareholders, Directors and, key management and technical personnel.

5.9 Service Agreements

As at the LPD, none of our Directors or key management and technical personnel has any existing or proposed service agreements that are not in relation to the standard terms of employment of our Group.

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6. APPROVALS AND CONDITIONS

6.1 Conditions of Approvals

The Public Issue under the terms of this Prospectus was approved by the SC on 26 January 2006 and 27 April 2006. On 28 July 2006, the SC granted an extension of time until 25 January 2007 for our Company to complete our listing on the MESDAQ Market. Further, the SC had on 12 September 2006 granted a waiver to our Company from having to disclose certain conditions of approval as imposed vide its letter dated 28 July 2006. The revised full set of conditions of approval is contained in the SC's letter dated 12 September 2006, details of which are set out below. On 29 September 2006, the SC imposed an additional condition requiring us to resolve all the issues relating to the occupation of the unapproved building premises in Tapah on which our E-Service Centre is located (as disclosed in Section 8 of this Prospectus) within six (6) months from the date of the SC's letter. In addition, Bursa Securities had, vide its letter dated 1 November 2006, granted its approval in-principal for our Listing.

The conditions imposed by the SC and the status of compliance are as follows:

Details of conditions imposed	Status of compliance
SC's letter dated 26 January 2006	
MYEG to make detailed disclosure in its public issue prospectus on the following:	
(i) (a) Step(s)/ action(s) taken/to be taken by MYEG to reduce dependency on revenue generated from its concession agreements with the Government, TELEKOM, TNB and PDRM ("Concession Agreements");	Complied. Disclosed in Section 3.3 of this Prospectus.
(b) The ownership status of the Intellectual Properties in all software systems, hardware, approved sites and operational know-how related to the Concession Agreements upon expiry of the same;	Complied. Disclosed in Section 3.3 of this Prospectus.
(c) The impact to the MYEG Group in the event that the Concession Agreements are not renewed, and any mitigation thereof; and	Complied. Disclosed in Section 3.3 of this Prospectus.
(d) The salient terms of all the Concession Agreements entered into by MYEG including, but not limited to, terms relating to termination.	Complied. Disclosed in Section 14.6 of this Prospectus.
(ii) With respect to the acquisition of GVSb by MYEG in June 2004 ("Acquisition"), MYEG is to disclose in its prospectus the following:	
(a) Detailed discussion and analysis by MYEG's management/ Board on the basis for the purchase consideration for GVSb together with comparisons made with other companies with similar business activities;	Complied. Disclosed in Section 4.5.1(i) of this Prospectus.
(b) The rationale for the Acquisition and how GVSb fits into the overall business plans of the MYEG Group; and	Complied. Disclosed in Section 4.5.1(i) of this Prospectus.

6. APPROVALS AND CONDITIONS (Cont'd)

Details of conditions imposed	Status of compliance																										
SC's letter dated 26 January 2006 (cont'd)																											
(c) The Board's view on whether GVSB retains the value paid by MYEG for the Acquisition/ carried in the balance sheet, including the rationale for the Board's view.	Complied. Disclosed in Section 4.5.1(i) of this Prospectus.																										
(iii) Pursuant to Rule 2.10 of the Listing Requirements of Bursa Securities for the MESDAQ Market (MMLR), which requires that the shares held by promoters amounting to 45% of the Applicant's issued and paid-up capital at admission to be placed under moratorium, the moratorium on the shareholdings of MYEG's promoters is as follows:	Not applicable. Please refer to the revised condition imposed by the SC vide its letter dated 27 April 2006 as set out below.																										
<table border="1"> <thead> <tr> <th rowspan="2">Promoter</th> <th colspan="2">MYEG Shares to be held under moratorium</th> </tr> <tr> <th>No. of shares</th> <th>% of issued and paid up capital of MYEG</th> </tr> </thead> <tbody> <tr> <td>AIH</td> <td style="text-align: right;">33,470,000</td> <td style="text-align: right;">26.51</td> </tr> <tr> <td>AIEH</td> <td style="text-align: right;">13,213,000</td> <td style="text-align: right;">10.47</td> </tr> <tr> <td>Jason Chan Ling Khee</td> <td style="text-align: right;">3,524,000</td> <td style="text-align: right;">2.79</td> </tr> <tr> <td>Koh Yeow Lay</td> <td style="text-align: right;">3,083,000</td> <td style="text-align: right;">2.44</td> </tr> <tr> <td>Mohd Yazid Bin Osman</td> <td style="text-align: right;">2,643,000</td> <td style="text-align: right;">2.09</td> </tr> <tr> <td>Dato' Dr Ramli bin Haji Karim</td> <td style="text-align: right;">880,000</td> <td style="text-align: right;">0.70</td> </tr> <tr> <td>Total</td> <td style="text-align: right;">56,813,000</td> <td style="text-align: right;">45.00</td> </tr> </tbody> </table>	Promoter	MYEG Shares to be held under moratorium		No. of shares	% of issued and paid up capital of MYEG	AIH	33,470,000	26.51	AIEH	13,213,000	10.47	Jason Chan Ling Khee	3,524,000	2.79	Koh Yeow Lay	3,083,000	2.44	Mohd Yazid Bin Osman	2,643,000	2.09	Dato' Dr Ramli bin Haji Karim	880,000	0.70	Total	56,813,000	45.00	
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Total	56,813,000	45.00																									
(iv) Hwang-DBS/ MYEG to inform the SC when the proposed flotation on MESDAQ Market is completed.	Noted and to be complied.																										
(v) Hwang-DBS/ MYEG to submit the following information on the placees to SC with regard to the placement of shares in respect of the Public Issue:	To be complied.																										
(a) Name of placees/ ultimate beneficiaries for nominee companies (if any);																											
(b) Identification card/ passport/ company registration number;																											
(c) CDS number;																											
(d) Home/ business address;																											
(e) Occupation/ principal activities;																											
(f) Date of listing of placement shares;																											
(g) Number of placement shares allocated;																											
(h) Issue price of the placement shares; and																											
(i) Name of joint placement agent.																											

6. APPROVALS AND CONDITIONS (Cont'd)

Details of conditions imposed	Status of compliance																								
SC's letter dated 26 January 2006 (cont'd)																									
(vi) Approvals to be obtained from other relevant authorities, if any.	Complied.																								
(vii) Hwang-DBS/ MYEG are advised to exercise due care and prudence in pricing the public issue shares in order to ensure that the share price could sustain as well as promote the interest of the market as a whole.	Noted.																								
SC's letter dated 27 April 2006																									
(i) Pursuant to Rule 2.10 of the MMLR, which requires that the shares held by promoters amounting to 45% of the Applicant's issued and paid-up capital at admission to be placed under moratorium, the revised moratorium on the shareholdings of MYEG's promoters pursuant to the Disposal* is as follows:	To be complied. Further details of the moratorium on the shareholdings of our promoters are disclosed in Section 6.2 of this Prospectus.																								
<table border="0" style="width: 100%;"> <thead> <tr> <th style="text-align: left;">Promoter</th> <th colspan="2" style="text-align: center;">MYEG Shares to be held under moratorium</th> </tr> <tr> <td></td> <th style="text-align: center;">No. of shares</th> <th style="text-align: center;">% of issued and paid up capital of MYEG</th> </tr> </thead> <tbody> <tr> <td>AIH</td> <td style="text-align: right;">33,470,000</td> <td style="text-align: right;">26.51</td> </tr> <tr> <td>AIEH</td> <td style="text-align: right;">15,856,000</td> <td style="text-align: right;">12.56</td> </tr> <tr> <td>Jason Chan Ling Khee</td> <td style="text-align: right;">3,524,000</td> <td style="text-align: right;">2.79</td> </tr> <tr> <td>Koh Yeow Lay</td> <td style="text-align: right;">3,083,000</td> <td style="text-align: right;">2.44</td> </tr> <tr> <td>Dato' Dr Ramli bin Haji Karim</td> <td style="text-align: right;">880,000</td> <td style="text-align: right;">0.70</td> </tr> <tr> <td>Total</td> <td style="text-align: right;">56,813,000</td> <td style="text-align: right;">45.00</td> </tr> </tbody> </table>	Promoter	MYEG Shares to be held under moratorium			No. of shares	% of issued and paid up capital of MYEG	AIH	33,470,000	26.51	AIEH	15,856,000	12.56	Jason Chan Ling Khee	3,524,000	2.79	Koh Yeow Lay	3,083,000	2.44	Dato' Dr Ramli bin Haji Karim	880,000	0.70	Total	56,813,000	45.00	
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Dato' Dr Ramli bin Haji Karim	880,000	0.70																							
Total	56,813,000	45.00																							
<i>Note:</i>																									
* Disposal of 3,000,000 MYEG Shares held by Mohd Yazid Bin Osman to AIEH, which was completed on 26 May 2006.																									
(ii) Hwang-DBS/ MYEG to submit a new moratorium undertaking letter from AIEH as per Appendix 2J of the MMLR, pursuant to the changes in the number of MYEG Shares to be held by AIEH after the proposed disposal.	Complied. Submitted to the SC on 23 August 2006.																								
SC's letter dated 12 September 2006																									
(i) MYEG is to disclose, in its Initial Public Offering prospectus, the future prospects of MYEG after incorporating information on the effects of the proposed acquisition of a controlling/major stake in a company with related business activities ("Proposed Acquisition").	Complied. Disclosed in Section 4.9(ii) of this Prospectus.																								

6. APPROVALS AND CONDITIONS (Cont'd)

Details of conditions imposed	Status of compliance
SC's letter dated 12 September 2006 (Cont'd)	
(ii) MYEG to make detailed disclosure in the Company's prospectus on the following:	Complied. Disclosed in Section 4.9(ii) of this Prospectus.
(a) the details on and the rationale for the Proposed Acquisition;	
(b) the source of funding for the Proposed Acquisition;	
(c) the impact of the Proposed Acquisition on: <ul style="list-style-type: none"> • the Company's profit forecast and cashflow forecast and the effects of the Proposed Acquisition on MYEG's future consolidated cashflow; • the business operations of MYEG, particularly on the existing business concession agreements awarded to the enlarged MYEG Group after the Proposed Acquisition. 	
(d) the opinion of the Board on the expected contribution of the Proposed Acquisition to the future consolidated earnings of the MYEG and the basis for the Board's view;	
(e) the impact on the MYEG Group in the event that the Proposed Acquisition is not implemented.	
(iii) In addition to the above, MYEG/Hwang-DBS to provide updates to the SC on status of the Proposed Acquisition until completion and on any condition(s) imposed by the relevant Government authorities with respect to any existing Concession Agreement that may be held by the enlarged MYEG Group after the Proposed Acquisition.	Noted and to be complied.
(iv) MYEG to make detailed disclosure in its Initial Public Offering prospectus on the risks relating to the Proposed Acquisition and the risks posed by the Proposed Acquisition to MYEG's future profitability and performance, including but not limited to the fact that goodwill may be generated by the Proposed Acquisition and that future profits / benefits from the Proposed Acquisition may not commensurate with the amount of goodwill paid, and any mitigating factors.	Complied. Disclosed in Section 4.9(ii) of this Prospectus.
SC's letter dated 29 September 2006	
(i) MYEG is to resolve all the issues relating to the occupation of the unapproved building premises located at Batu 1½, Jalan Bidor Lama, 35000 Tapah, Perak Darul Ridzuan within six (6) months from the date of the SC's letter i.e. 29 September 2006.	Noted and to be complied. Please refer to Section 8 of this Prospectus for further details.

6. APPROVALS AND CONDITIONS (Cont'd)

6.2 Moratorium on the Sale of Shares

Pursuant to the Listing Requirements of Bursa Securities for MESDAQ Market, Shares held by our promoters amounting to 45% of our nominal issued and paid-up share capital at the date of admission of our Company to the Official List of the MESDAQ Market are to be placed under moratorium. In this respect, our promoters whose shares are subject to moratorium are set out below:

Promoters	Shareholdings after Public Issue		Shareholdings under moratorium	
	No. of Shares	%	No. of Shares	%
AIH	38,000,000	30.10	33,470,000	26.51
AIEH	18,000,000	14.26	15,856,000	12.56
Jason Chan Ling Khee	4,000,000	3.17	3,524,000	2.79
Koh Yeow Lay	3,500,000	2.77	3,083,000	2.44
Dato' Dr Ramli Bin Haji Karim	1,000,000	0.79	880,000	0.70
Total	64,500,000	51.09	56,813,000	45.00

Our promoters have fully accepted the moratorium. They will not be permitted to sell, transfer or assign any part of their respective interest in the Shares under moratorium within one (1) year from the date of our admission to the Official List of the MESDAQ Market. Thereafter, they are permitted to sell, transfer or assign up to a maximum of one-third per annum on a straight line basis of their respective shareholdings in our Company which is under moratorium. The moratorium period shall expire three (3) years from the date of our admission to the Official List of the MESDAQ Market. The ultimate shareholders of AIH and AIEH are also not allowed to sell, transfer or assign their shareholdings in the said companies over the same moratorium period.

The restriction is specifically endorsed on the notices of allotment representing the respective shareholding of our promoters which are under moratorium to ensure that our Registrar shall not register any transfer not in compliance with the moratorium restrictions.

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7. CONFLICT OF INTERESTS

7.1 Interest in Similar Business

None of our Directors or substantial shareholders has any interest, direct or indirect, in any business or corporations carrying on a similar trade as our Company or our subsidiaries.

7.2 Related Party Transactions and/or Conflict of Interests

Save as disclosed below, there are no existing and/or proposed related-party transactions and conflict of interest between our Group and our Directors, substantial shareholders and/or persons connected with our Directors or substantial shareholders, key management or key technical personnel in respect of the three (3) most recently completed financial years and the subsequent financial period thereof immediately preceding the date of this Prospectus.

- (i) Over the years, AIEH had advanced interest-free loans to MYEG for working capital purposes. On 11 July 2004, these advances were partially settled by way of issuance and allotment of 15,000,000 MYEG Shares at par to AIEH. AIEH is a promoter and substantial shareholder of MYEG; and
- (ii) On 17 August 2004, Global Billion Sdn Bhd had subscribed for additional 39 ordinary shares of RM1.00 each in PNSB at par. Global Billion Sdn Bhd is a substantial shareholder of PNSB, which in turn is a 54.5% subsidiary of MYEG.

7.3 Other Transactions

- (i) There are no transactions that are unusual in their nature or conditions, involving goods, services, tangible or intangible assets, to which our Group or any of our parent companies (AIH and AIEH) was a party in respect of the three (3) most recent completed financial years and the subsequent financial period thereof immediately preceding the date of this Prospectus.
- (ii) Save as disclosed below, there are no outstanding loans (including guarantees of any kind) made by our Group or any of our parent companies to/for the benefit of related parties in respect of the three (3) most recent completed financial years and the subsequent financial period thereof immediately preceding the date of this Prospectus.

On 28 April 2005, MYEG had advanced an amount of RM3,867 to AIH which was utilised for the payment of AIH's secretarial fee. No interest was charged for the advance which was subsequently fully settled on 13 November 2005. AIH is a promoter and substantial shareholder of our Company.

- (iii) Save as disclosed below, none of the Directors or substantial shareholders of our Group has any interest, direct or indirect, in the promotion of or in any material assets acquired or proposed to be acquired or disposed or proposed to be disposed or leased or proposed to be leased by our Group within the three (3) most recent completed financial years and the subsequent financial period thereof immediately preceding the date of this Prospectus.

On 15 June 2004, MYEG entered into an acquisition agreement with Jason Chan Ling Khee (for himself and on behalf of Ng Wei Lun) ("Sellers"), and supplemented by a letter dated 15 July 2004 between Jason Chan Ling Khee and MYEG, for the purchase of the entire issued and paid up capital of GVSB for a consideration of RM2,600,000 ("Purchase Consideration") ("Acquisition Agreement"). The Purchase Consideration is to be satisfied by the issue of 20,000,000 MYEG Shares and the payment of RM600,000 in cash. The transaction was completed on 1 July 2004.

Jason Chan Ling Khee is a promoter and shareholder of our Company. He is also currently a Director of GVSB.

7. CONFLICT OF INTERESTS (Cont'd)

7.4 Declaration by Experts

Hwang-DBS is not aware of any existing or potential interest or any circumstances which would give rise to a conflict of interest in its capacity as the Adviser, Underwriter, Joint Placement Agent and Sponsor in respect of the Public Issue.

CIMB is not aware of any existing or potential interest or any circumstances which would give rise to a conflict of interest in its capacity as Joint Placement Agent in respect of the Public Issue.

Messrs Zul Rafique & Partners is not aware of any existing or potential interest or any circumstances which would give rise to a conflict of interest in its capacity as the Due Diligence Solicitors in respect of the Public Issue.

Messrs Horwath is not aware of any existing or potential interest or any circumstances which would give rise to a conflict of interest in its capacity as the Reporting Accountants and Auditors in respect of the Public Issue.

Dun & Bradstreet (D&B) Malaysia Sdn Bhd (*formerly known as Infocredit D&B (Malaysia) Sdn Bhd*) is not aware of any existing or potential interest or any circumstances which would give rise to a conflict of interest in its capacity as the Independent Market Researcher in respect of the Public Issue.

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8. OTHER INFORMATION CONCERNING OUR GROUP

8.1 Properties

As at the LPD, our Group does not own any landed properties and there are no transactions involving the purchase of properties during the past two (2) years preceding the date of this Prospectus. Our head/management office located at Unit 606, Block G, Phileo Damansara 1, No. 9 Jalan 16/11, 46350 Petaling Jaya, Selangor Darul Ehsan and R&D office located at Lot L1-I-1, Enterprise 4, Technology Park Malaysia, Bukit Jalil, 57000 Kuala Lumpur are rented premises.

In addition, as at the LPD, we have twenty-nine (29) E-Service Centres, approved by JPJ, located nationwide within Peninsular and East Malaysia, of which twenty-seven (27) E-Service Centres are operating from rented premises. Our remaining two (2) E-Service Centres are located within the premises of driving institutes, and have been allowed to operate rent-free by the respective driving institutes. The present arrangements in respect of both of these E-Service Centres, namely our Kuala Kubu Bharu and Tapah E-Service Centres, which allow us to occupy the premises without rent payment, did not require us to enter into any tenancy agreements with either of the respective driving institutes. The postal addresses of the locations of our E-Service Centres are as follows:

- (i) No. 6-1 Jalan 4/18A, Taman Mastiara, Batu 5½, Jalan Ipoh, 51200 Kuala Lumpur, Wilayah Persekutuan;
- (ii) Lot 907G Tingkat Bawah, Kompleks Diamond, Bangi Business Park, Jalan Medan Bangi, Off Persiaran Bandar, 43650 Bandar Baru Bangi Selangor Darul Ehsan;
- (iii) No. 28 Jalan Emas 5, Taman Emas, 43200 Cheras Kuala Lumpur, Wilayah Persekutuan;
- (iv) No. 3 Jalan Samundra 1, Taman Samudra, 35900 Ulu Bernam, Selangor Darul Ehsan;
- (v) No. 204 Lorong Sentosa 45, Off Jalan Batu Belah, 41050 Klang, Selangor Darul Ehsan;
- (vi) No. 176 (Bawah), Jalan Sultan Azlan Shah Utara, Taman Anda, 31400 Ipoh, Perak Darul Ridzuan;
- (vii) No. 47 Lorong SS2/2, Taman Sentosa 2, 32000 Setiawan, Perak Darul Ridzuan;
- (viii) No. 25 Tingkat 1, Lorong Merbuk 4, Taman Merbuk, Jalan Sultan Abdullah, 36000 Teluk Intan, Perak Darul Ridzuan;
- (ix) Lot 3263 Jalan Mata Kuching, Kampung Jambu, 34000 Taiping, Perak Darul Ridzuan;
- (x) No. 8 Tingkat Kerjasama 4, Taman Kerjasama, 14000 Bukit Mertajam, Butterworth Pulau Pinang;
- (xi) 61B-1-06 University Heights, Jalan Sungai Dua, 11700 Pulau Pinang;
- (xii) S-15 Jalan Dato Siamang Gagap, Seremban Centre Point, 70100 Seremban, Negeri Sembilan;
- (xiii) No. 412 Jalan Permai Utama, Taman Permai, 78000 Rembia Alor Gajah, Melaka;
- (xiv) No. 27 Ground Floor, Jalan Anggerik 2/7, Taman Anggerik, 81300 Johor Bharu, Johor Darul Takzim;
- (xv) No. 19 Stadium Darul Makmur, 25200 Kuantan, Pahang Darul Makmur;

8. OTHER INFORMATION CONCERNING OUR GROUP (Cont'd)

- (xvi) Lot 3066 S/44 PT 915, Taman Murni, Mukim Panchor, Pengkalan Chepa, 16100 Kota Bharu, Kelantan;
- (xvii) No. 30 Jalan Industri, Taman Perindustrian Temerloh, 26400 Mentakab, Pahang Darul Makmur;
- (xviii) PT887 Ampang Pechah, 48000 Kuala Kubu Bharu, Selangor Darul Ehsan;
- (xix) Lot 247 Tingkat Dua, Jalan Takong Datuk, 33300 Grik, Perak Darul Ridzuan;
- (xx) No. 35 1st Floor, Jalan Tan Tiong, 27600 Raub, Pahang Darul Makmur;
- (xxi) No. 46 Jalan Siakap 10, Taman Pasir Putih, Pasir Gudang 87100, Johor Darul Takzim;
- (xxii) No. 5 Jalan 10/23E Tingkat Bawah, Taman Danau Kota, 53300 Setapak, Kuala Lumpur, Wilayah Persekutuan;
- (xxiii) Lot 319 Jalan Trusan, 98857 Lawas, Sarawak;
- (xxiv) Lot 600 Jalan Permaisuri, 98000 Miri, Sarawak;
- (xxv) Lot 372 Tingkat 2, Jalan Kulas Utara Satu, 93400 Kuching, Sarawak;
- (xxvi) Batu 1½ Jalan Bidor Lama, 35000 Tapah, Perak Darul Ridzuan;
- (xxvii) No. 14 Jalan Bukit Tambun, Taman Kasawari, 14100 Simpang Ampat, Pulau Pinang;
- (xxviii) No. 42 1st Floor, Medan Jaya Commercial Centre, Jalan Tun Hussein Onn, 97000 Bintulu, Sarawak; and
- (xxix) Sublot No. 62 1st Floor, Desa Ilmu, Kota Samarahan, 93400 Kuching, Sarawak.

As at the LPD, the tenancies for our twenty-seven (27) E-Service Centres are subsisting save for the tenancy of our E-Service Centre situated in Kuantan, Pahang Darul Makmur (item xv). The principal tenant of our E-Service Centre in Kuantan is in the midst of getting the approval from the owner to sub-let the premise to us. In the event that the said approval is not procured within six (6) months from the date of listing of our Company, the principal tenant undertakes to indemnify any losses or expenses incurred by us should we be required to re-locate our E-Service Centre to another location in the same vicinity. The said tenancies mentioned above have fixed tenures ranging between 1 and 5 years. The tenancy for one (1) of our E-Service Centre will expire this year. For the time being, we intend to seek an extension of the said tenancy upon expiry of the same.

The certificates of fitness for occupation have been issued for all the above properties in which our E-Service Centres are situated, save for the properties housing our E-Service Centres located in Tapah, Perak Darul Ridzuan (item xxvi) and Setapak, Kuala Lumpur (item xxii) respectively. The property on which our Setapak E-Service Centre is situated has been issued with a temporary certificate of fitness for occupation. The developer of the said property has applied to Dewan Bandaraya Kuala Lumpur for the issuance of the certificate of fitness for occupation. The landlord of our Tapah E-Service Centre is in the midst of submitting an application to obtain the certificate of fitness for occupation for the subject premise as well as an application to the relevant land office to convert the use of the land to allow for the construction of a driving institute. In the event the certificate of fitness for occupation and/or the approval for the conversion of the land use is not procured within six (6) months from 29 September 2006 (see Section 6 of this Prospectus for the condition imposed by the SC vide its letter dated 29 September 2006), we will relocate our E-Service Centre to another location in the same vicinity.

8. OTHER INFORMATION CONCERNING OUR GROUP (Cont'd)

Our Group has also not received notice of any other breach of land use conditions relating to the above properties, save as aforementioned in respect of the property housing our E-Service Centre located in Tapah, Perak Daruk Ridzuan (item xxvi).

Save as disclosed above, our Directors believe that our Group is not in breach of any laws, rules and building regulations in relation to the use of all land and buildings rented.

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