

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.5 Catcha Lifestyle Publications Sdn. Bhd. ("Catcha Lifestyle") (continued)

9.5.20 Financial instruments (continued)

(b) Financial risk management objectives and policies (continued)

(iii) Liquidity and cash flow risk (continued)

The maturity analysis for financial liabilities that shows the remaining contractual maturities based on undiscounted cash flows is as follows:

	Carrying amount RM'000	Undiscounted contractual cashflows RM'000	Under 1 year RM'000
31.12.2010			
Trade and other payables	3,610	3,610	3,610
31.12.2009			
Trade and other payables	9,862	9,862	9,862
31.12.2008			
Trade and other payables	10,464	10,464	10,464

(c) Fair values

Catcha Lifestyle adopted the amendments to FRS 7 for financial instruments that are measured in the statement of financial position at fair value. This requires disclosure of fair value measurements by level of the fair value measurement hierarchy by way of taking references through information obtained from open market or other technique such as discounted cash flow analysis.

As at 31 December 2010, there were no financial instruments that will warrant additional disclosure under the amendments to FRS 7.

The carrying amounts of financial instruments as at 31 August 2010 approximate their fair values due to the short term maturity of these instruments.

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.5 Catcha Lifestyle Publications Sdn. Bhd. ("Catcha Lifestyle") (continued)

9.5.20 Financial instruments (continued)

(d) Capital risk management policies and objectives

Catcha Lifestyle's objectives when managing capital are:

- (i) to safeguard its ability to continue as a going concern, so that it can continue to provide returns for its shareholder and other stakeholders; and
- (ii) to provide adequate returns to its shareholder.

Catcha Lifestyle sets the amount of capital in proportion to risk. Catcha Lifestyle manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

9.5.21 Comparative figures

Certain comparative figures for the relevant financial years have been reclassified to conform with current year's presentation.

	As restated RM'000	As previously reported RM'000
31 December 2008		
Statement of financial position		
Current assets		
Trade receivables	-	2,371
Other receivables, deposits and prepayments	-	162
Amounts owing by Directors	-	150
Amount owing by holding company	-	547
Amounts owing by related companies	-	231
Amount owing by a subsidiary	-	68
Trade and other receivables	3,744	-
Current liabilities		
Trade payables	-	2,100
Other payables and accruals	-	882
Amounts owing to related companies	-	7,235
Amount owing to a subsidiary	-	32
Trade and other payables	10,464	-

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
 9.5 Catcha Lifestyle Publications Sdn. Bhd. ("Catcha Lifestyle") (continued)
 9.5.21 Comparative figures (continued)

	As restated RM'000	As previously reported RM'000
31 December 2008 (continued)		
Statement of cash flows		
<i>Cash flows from operating activities</i>		
Increase in receivables	-	(167)
Increase in payables	-	23
Increase in amounts due from immediate, penultimate and ultimate holding companies	-	(457)
Net movement in amount due from/(to) Directors	-	(238)
Net movement in amount due from/(to) related companies	-	366
Net movement in amount due from a subsidiary	-	190
Trade and other receivables	(264)	-
Trade and other payables	121	-
Net cash flow used in operating activities	(2)	(142)
<i>Cash flows from investing activities</i>		
Advances from a subsidiary	14	-
Advances from related companies	269	-
Advances to Directors	(150)	-
Net advances to ultimate holding company: - Catcha Group Pte. Ltd.	(457)	-
Repayments from a subsidiary	176	-
Repayments from related companies	96	-
Repayments to Directors	(88)	-
Net cash flow used in investing activities	(149)	(9)

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.5 Catcha Lifestyle Publications Sdn. Bhd. ("Catcha Lifestyle") (continued)

9.5.21 Comparative figures (continued)

	As restated RM'000	As previously reported RM'000
31 December 2009		
Statement of financial position		
<i>Current assets</i>		
Trade receivables	-	1,508
Other receivables, deposits and prepayments	-	207
Amounts owing by Directors	-	151
Amount owing by immediate holding company	-	13
Amount owing by penultimate holding company	-	4
Amounts owing by related companies	-	711
Amount owing by ultimate holding company	-	496
Trade and other receivables	3,286	-
<i>Current liabilities</i>		
Trade payables	-	1,545
Other payables and accruals	-	554
Amounts owing to related companies	-	7,567
Trade and other payables	9,862	-
Statement of cash flows		
<i>Cash flows from operating activities</i>		
Decrease in receivables	-	814
Decrease in payables	-	(884)
Decrease in net amounts due from immediate, penultimate and ultimate holding companies	-	34
Net movement in amount due from a subsidiary	-	36
Net movement in amounts due to related companies	-	(148)
Net movement in amount due to Directors	-	(1)
Trade and other receivables	832	-
Trade and other payables	(902)	-
Net cash flow from operating activities	314	234
<i>Cash flows from investing activities</i>		
Advances from related companies	332	-
Advances to Directors	(1)	-
Advances to related companies	(497)	-
Net (advances to)/repayments from holding companies:		
- Catcha Group Pte. Ltd.	51	-
Repayments from a subsidiary	68	-
Repayments to a subsidiary	(32)	-
Net cash flow used in investing activities	(98)	(18)

13. ACCOUNTANTS' REPORT (Cont'd)



9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)")

9.6.1 Statements of comprehensive income of Catcha Digital (M)

The statements of comprehensive income of Catcha Digital (M), which are extracted from the audited financial statements for the FYE 31 December 2008, FYE 31 December 2009 and FYE 31 December 2010, are set out below:

	Section	FYE 31 December		
		2008 RM'000	2009 RM'000	2010 RM'000
Revenue	9.6.5	-	7,814	24,608
Cost of services	9.6.6	-	(7,575)	(17,313)
Grass profit		-	239	7,295
Other income		-	1	2,258
Administrative expenses		(4)	(241)	(681)
Other expenses		-	-	-
(Loss)/Profit before tax	9.6.7	(4)	(1)	8,872
Tax expense	9.6.8	-	-	(2,152)
(Loss)/Profit for the financial year		(4)	(1)	6,720
Other comprehensive income		-	-	-
Total comprehensive income for the financial year		(4)	(1)	6,720
Number of ordinary shares		2	2	2
Grass profit margin (%)		N/A	3.06	29.64
Pre-tax (loss)/profit margin (%)		N/A	(0.01)	36.05
(Loss)/Profit after tax margin (%)		N/A	(0.01)	27.31
Effective tax rate (%)		N/A	N/A	24.26
(Losses)/Earnings before interest, tax, depreciation and amortisation (RM'000)		(4)	12	8,916
Grass (losses)/earnings per share		(2.00)	(0.50)	4,436.00
Net (losses)/earnings per share		(2.00)	(0.50)	3,360.00

N/A: not applicable

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.2 Statements of financial position of Catcha Digital (M)

The statements of financial position of Catcha Digital (M), which are extracted from the audited financial statements for the FYE 31 December 2008, FYE 31 December 2009 and FYE 31 December 2010, are set out below:

	Section	As at 31 December		
		2008 RM'000	2009 RM'000	2010 RM'000
ASSETS				
Non-current assets				
Property, plant and equipment	9.6.9	-	104	160
Investment in an associate	9.6.10	-	-	3,036
		-	104	3,196
Current assets				
Trade and other receivables	9.6.11	-	5,155	11,085
Cash and cash equivalents	9.6.12	*	616	1,435
		-	5,771	12,520
TOTAL ASSETS		-	5,875	15,716
EQUITY AND LIABILITIES				
Equity attributable to equity holder of the company				
Share capital	9.6.13	**	**	**
(Accumulated losses)/Retained earning	9.6.14	(9)	(10)	6,710
(DEFICIT IN EQUITY)/TOTAL EQUITY		(9)	(10)	6,710
Current liabilities				
Trade and other payables	9.6.16	9	5,885	6,854
Current tax liability		-	-	2,152
TOTAL LIABILITIES		9	5,885	9,006
TOTAL EQUITY AND LIABILITIES		-	5,875	15,716
Net (liabilities)/assets		(9)	(10)	6,710
Net (liabilities)/assets per ordinary share of RM1.00 each		(4.50)	(5.00)	3,355.00

* represent RM4

** represent RM2

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.3 Statements of cash flows of Catcha Digital (M)

The statements of cash flows of Catcha Digital (M), which are extracted from the audited financial statements for the FYE 31 December 2008, FYE 31 December 2009 and FYE 31 December 2010 and after appropriate reclassification, are set out below:

	FYE 31 December		
	2008 RM'000	2009 RM'000	2D1D RM'000
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss)/Profit before tax	(4)	(1)	8,872
Adjustments for:			
Accruals no longer required	-	-	(1,435)
Depreciation of property, plant and equipment	-	13	44
Impairment losses on receivables	-	-	42
Share-based payment	-	-	30
Unrealised gain on foreign exchange	-	-	(175)
Waiver of debts	-	-	(30)
Operating (loss)/profit before changes in working capital	(4)	12	7,348
Changes in working capital:			
Trade and other receivables	-	(4,761)	(5,797)
Trade and other payables	1	5,401	2,720
Net cash (used in)/from operating activities	(3)	652	4,271
CASH FLOWS FROM INVESTING ACTIVITIES			
Advances from related companies	3	475	190
Advances to related companies	-	(238)	(3,160)
Net advances (to)/from holding companies:			
- Catcha Group Pte. Ltd.	-	(6)	6
- Catcha Digital Pte. Ltd.	-	(150)	299
- Catcha Media Berhad	-	-	(209)
Purchase of property, plant and equipment	-	(117)	(101)
Repayments to associate	-	-	(477)
Net cash from/(used in) investing activities	3	(36)	(3,452)
Net increase in cash and cash equivalents	-	616	819
Cash and cash equivalents at beginning of financial year	*	*	616
Cash and cash equivalents at end of financial year (Note 9.6.12)	*	616	1,435

* represent RM4

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.4 Statements of changes in equity of Catcha Digital (M)

The statements of changes in equity of Catcha Digital (M), which are extracted from the audited financial statements for the FYE 31 December 2008, FYE 31 December 2009 and FYE 31 December 2010, are set out below:

	Share capital RM'000	(Accumulated losses)/ Retained earning RM'000	Total RM'000
Balance at 1 January 2008	*	(5)	(5)
Total comprehensive income for the financial year	-	(4)	(4)
Balance at 31 December 2008	*	(9)	(9)
Total comprehensive income for the financial year	-	(1)	(1)
Balance at 31 December 2009	*	(10)	(10)
Total comprehensive income for the financial year	-	6,720	6,720
Balance at 31 December 2010	*	6,720	6,720

* represent RM2

9.6.5 Revenue

	<----- FYE 31 December----->		
	2D08 RM'000	2009 RM'000	2010 RM'000
Content	-	638	1,523
Online advertising	-	7,176	23,085
	-	7,814	24,608

9.6.6 Cost of services

	<----- FYE 31 December----->		
	2DD8 RM'D0D	2DD9 RM'DDD	2010 RM'DDD
Commission	-	6,837	14,851
Contents costs	-	147	441
Manpower costs	-	536	1,536
Event costs	-	-	175
Other costs	-	55	310
	-	7,575	17,313

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.7 (Loss)/Profit before tax

	<----- FYE 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
(Loss)/Profit before tax is arrived at after charging:			
Auditors' remuneration			
- current year	2	5	15
- under provision in prior year		(1)	-
Depreciation of property, plant and equipment	-	13	44
Impairment losses on receivables	-	-	42
Rental of equipment	-	7	-
Rental of premises	-	36	90
And crediting:			
Accruals no longer required	-	-	1,435
Realised gain on foreign exchange	-	*	618
Unrealised gain on foreign exchange	-	-	175
Waiver of debts	-	-	30

* *negligible*

9.6.8 Tax expense

	<----- FYE 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Income tax expense based on profit for the financial year	-	-	2,152

The Malaysian income tax is calculated at the statutory tax rate of 25% (2009: 25% and 2008: 26%) of the estimated taxable profits for the fiscal years.

During the FYE 31 December 2008 and FYE 31 December 2009, companies with issued and paid-up share capital not exceeding RM2.5 million enjoyed a lower tax rate of 20% for chargeable income up to RM500,000 and any chargeable income in excess of RM500,000 was taxed at the applicable statutory tax rates.

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9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.8 Tax expense (continued)

The numerical reconciliation between the tax expense and the product of accounting (loss)/profit multiplied by the applicable tax rate of Catcha Digital (M) is as follows:

	<----- FYE 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Tax at Malaysian statutory tax rate of 25% (2009: 25%, 2008: 26%)	(1)	*	2,218
Tax effects in respect of:			
Non-allowable expenses	1	4	15
Non-taxable income	-	*	-
Deferred tax assets not recognised during the financial year	*	-	-
Utilisation of previously unrecognised deferred tax assets	-	(4)	-
Reduction on statutory tax rate on the first RM500,000 (2009, 2008: RM500,000) of chargeable income	*	-	-
Other items	-	-	(81)
	-	-	2,152

* *negligible*

9.6.9 Property, plant and equipment

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Carrying amount			
Computers	-	83	121
Furniture and fittings	-	5	8
Office equipment	-	16	30
Renovation	-	-	1
	-	104	160

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.10 Investment in an associate

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Unquoted equity shares in Malaysia, at cost	-	-	3,036

The investment in an associate arose on 30 August 2010 as part of an internal group restructuring.

9.6.11 Trade and other receivables

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Trade			
Third parties	-	4,682	5,354
Holding company			
- Catcha Group Pte. Ltd.	-	-	4,912
Less: Impairment losses - third parties	-	-	(42)
	-	4,682	10,224
Non-trade			
Holding companies			
- Catcha Group Pte. Ltd.	-	6	-
- Catcha Digital Pte. Ltd.	-	150	-
- Catcha Media Berhad	-	-	209
Related companies	-	238	361
Other receivables	-	14	136
Deposits	-	1	93
Prepayments	-	64	62
	-	473	861
	-	5,155	11,085

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.11 Trade and other receivables (continued)

- (a) Trade receivables are non-interest bearing and the normal trade credit terms granted by Catcha Digital (M) range from 30 to 90 days from date of invoice. They are recognised at their original invoices amounts which represent their fair values on initial recognition.
- (b) Amounts owing by holding companies and related companies are unsecured, interest-free and payable upon demand in cash and cash equivalents, except for trade amounts which are subject to credit terms ranging from 30 to 90 days from date of invoice. Non-trade amounts represent advances and payments made on behalf.

The Directors are of the opinion that the amount owing by Catcha Group Pte. Ltd. as at 31 December 2010 is recoverable in view of its strong financial position.

- (c) The currency exposure profile of receivables is as follows:

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Ringgit Malaysia	-	4,747	11,033
Singapore Dollar	-	151	-
United States Dollar	-	257	52
	-	5,155	11,085

9.6.12 Cash and cash equivalents

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Cash and bank balances	*	616	1,435

* represent RM4

Cash and cash equivalents are denominated in Ringgit Malaysia.

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.13 Share capital

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Ordinary shares of RM1.00 each:			
Authorised	100	100	100
Issued and fully paid	*	*	*

* represent RM2

The holders of ordinary shares are entitled to receive dividends as and when declared by Catcha Digital (M) and are entitled to one vote per ordinary share at the meetings of Catcha Digital (M). All ordinary shares rank pari passu with regard to Catcha Digital (M)'s residual assets.

9.6.14 Retained earning

Effective 1 January 2008, Catcha Digital (M) is given the option to make an irrevocable election to move to a single tier system or continue to use its tax credit under Section 108 of the Income Tax Act, 1967 for the purpose of dividend distribution until the tax credit is fully utilised or latest, by 31 December 2013.

Catcha Digital (M) does not have any tax credit under Section 108 of the Income Tax Act, 1967 hence it will move to the single tier system and there will be no longer any restriction on Catcha Digital (M) to frank dividends out of its entire retained earning as at 31 December 2010.

9.6.15 Deferred tax

The amounts of temporary differences for which no deferred tax assets have been recognised in the statement of financial position are as follows:

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Unused tax losses	18	8	-
absorbed capital allowances	-	45	-
	18	53	-

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.16 Trade and other payables

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Trade			
Third parties	-	2,439	4,453
	-	2,439	4,453
Non-trade			
Associate			
- Catcha Lifestyle Publications Sdn. Bhd.	-	477	-
Holding company			
- Catcha Media Berhad	-	-	163
Related companies	3	1	190
Other payables	-	154	374
Accruals	6	2,814	1,674
	9	3,446	2,401
	9	5,885	6,854

- (a) Trade payables are non-interest bearing and the normal trade credit terms granted to Catcha Digital (M) range from 30 to 90 days from date of invoice.
- (b) Amounts owing to an associate and related companies represent advances and payments made on behalf, which are unsecured, interest-free and payable upon demand in cash and cash equivalents.
- (c) The currency exposure profile of payables is as follows:

	<----- As at 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Ringgit Malaysia	9	3,446	1,667
Singapore Dollar	-	-	163
United States Dollar	-	2,439	5,024
	9	5,885	6,854

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.17 Commitments

(a) Operating lease commitments

The Company as lessee

The Company had entered into non-cancellable operating lease arrangements for office lots under operating leases for a term of two years, with an option to renew the leases. None of the leases include contingent rentals. The future minimum lease commitments as at the reporting period are as follows:

	<----- FYE 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Less than one year	-	75	255
Between one and five years	-	117	378
	-	192	633

(b) Capital commitments

	<----- FYE 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Capital expenditure in respect of purchase of property, plant and equipment	-	-	165

9.6.18 Employee benefits

	<----- FYE 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Wages and salaries	-	575	1,540
Contributions to defined contribution plan	-	64	169
Social security contributions	-	6	13
Share-based payment	-	-	30
Other benefits	-	9	4
	-	654	1,756

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.19 Related party disclosures

(a) Identities of related parties

Parties are considered to be related to Catcha Digital (M) if Catcha Digital (M) has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where Catcha Digital (M) and the party are subject to common control or common significant influence. Related parties may be individuals or other parties.

Catcha Digital (M) has controlling related party relationship with its holding companies.

(b) Catcha Digital (M) had the following transactions with related parties during the financial years:

	<----- FYE 31 December ----->		
	2007	2008	2010
	RM'000	RM'000	RM'000
Associate:			
Advertising expenses paid or payable	-	-	12
Direct operating cost and administrative expenses paid or payable	-	-	26
Event expenses paid or payable	-	-	6
Sales commission recoverable	-	-	(2)
Staff costs paid or payable	-	-	115
Staff costs recoverable	-	-	(5)
Ultimate holding company:			
Online advertising revenue	-	-	9,097
Related companies:			
Advertising expenses paid or payable	-	-	2
Direct operating cost and administrative expenses paid or payable	-	-	1
Staff costs recoverable	-	-	(25)
Staff costs paid or payable	-	-	158

Balances with related parties at reporting dates are disclosed in Section 9.6.11 and Section 9.6.16 to this Report.

These transactions have been entered into the normal course of business and have been established under negotiated commercial terms.

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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.20 Financial instruments

(a) Categories of financial instruments

	<----- FYE 31 December ----->		
	2008	2009	2010
	RM'000	RM'000	RM'000
Financial assets			
<i>Loans and receivables</i>			
Trade and other receivables, excluding prepayments	-	5,091	11,023
Cash and cash equivalents	*	616	1,435
	*	5,707	12,458
Financial liabilities			
<i>Other financial liabilities</i>			
Trade and other payables	9	5,885	6,854

* represent RM4

(b) Financial risk management objectives and policies

Catcha Digital (M)'s financial risk management objective is to optimise value creation for its shareholder whilst minimising the potential adverse impact arising from the unpredictability of the financial markets.

Catcha Digital (M) operates within clearly defined guidelines and does not trade in derivative financial instruments. The operations of Catcha Digital (M) are subject to a variety of risks, including credit risk, foreign currency risk as well as liquidity and cash flow risk.

(i) Credit risk

Credit risk is the risk of financial loss to Catcha Digital (M) if a counter party to a financial instrument fails to perform as contracted. Catcha Digital (M) is mainly exposed to credit risk from credit sales. It is Catcha Digital (M)'s policy to monitor the financial standing of these counter parties on an ongoing basis to ensure that Catcha Digital (M) is exposed to minimal credit risk.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.20 Financial instruments (continued)

(b) Financial risk management objectives and policies (continued)

(i) Credit risk (continued)

Trade and other receivables

Catcha Digital (M)'s exposure to credit risk arising from trade and other receivables is monitored by management on an ongoing basis.

At 31 December 2010, there were no significant concentrations of credit risk except for amount owing by ultimate holding company, Catcha Group Pte. Ltd., amounting to RM4,912,000. The maximum exposure of credit risk is represented by carrying amount of each financial asset.

The following is an ageing analysis of trade receivables as at the end of the financial year:

	Gross RM'000	Impairment losses RM'000	Net RM'000
31.12.2010			
Not past due	4,329	-	4,329
Past due 0 - 30 days	435	-	435
Past due 31-120 days	481	-	481
Past due more than 120 days	5,020	(42)	4,978
	<u>10,265</u>	<u>(42)</u>	<u>10,223</u>
31.12.2009			
Not past due	963	-	963
Past due 0 - 30 days	1,400	-	1,400
Past due 31-120 days	2,267	-	2,267
Past due more than 120 days	52	-	52
	<u>4,682</u>	<u>-</u>	<u>4,682</u>

Receivables that are neither past due nor impaired

Trade receivables that are neither past due nor impaired are creditworthy debtors with good payment records with Catcha Digital (M).

None of the trade receivables of Catcha Digital (M) that are neither past due nor impaired have been renegotiated during the financial year.

Receivables that are past due but not impaired

Trade receivables that are past due but not impaired relates to creditworthy debtors who have maintained a long working relationship with Catcha Digital (M). These customers are consistent revenue contributors to Catcha Digital (M) with consistent payment records.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.20 Financial instruments (continued)

(b) Financial risk management objectives and policies (continued)

(i) Credit risk (continued)

*Trade and other receivables (continued)*Receivables that are past due and impaired

Trade receivables of Catcha Digital (M) that are past due and impaired at the end of the reporting period are as follows:

	As at 31 December 2009	As at 31 December 2010
Trade receivables, gross	-	42
Less: impairment losses	-	(42)
	-	-

Movement in impairment losses account:

	As at 31 December 2009 RM'000	As at 31 December 2010 RM'000
At 1 January	-	-
Charge for the year	-	42
At 31 December	-	42

Cash and cash equivalents

Bank balances are placed with a reputable financial institution with good standing. The Directors believe that the possibility of a non-performance by the financial institution is remote and the basis of its financial strength.

(ii) Foreign currency risk

Catcha Digital (M) is not exposed to any significant foreign currency risk other than foreign currency exchange rate fluctuations relating to sales and purchases denominated in foreign currencies, arising from the normal course of business.

Foreign exchange exposures in transactional currencies other than functional currency of Catcha Digital (M) are monitored closely and kept to an acceptable level.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.20 Financial instruments (continued)

(b) Financial risk management objectives and policies (continued)

(ii) Foreign currency risk (continued)

Currency risk sensitivity analysis

A 10 percent strengthening of the RM against the following currencies at the end of the reporting period would have increased/(decreased) equity and post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

	Equity RM	Profit/(Loss) RM
31.12.2010		
Singapore Dollar	16	16
United States Dollar	497	497
31.12.2009		
United States Dollar	(229)	(229)

10 percent weakening of RM against the above currencies at the end of the reporting period would have had equal but opposite effect on the above currency to the amounts shown above, on the basis that all other variables remain constant.

(iii) Liquidity and cash flow risk

Liquidity risk arises from Catcha Digital (M)'s management of working capital. It is the risk that Catcha Digital (M) will encounter difficulty in meeting its financial obligations when due.

Catcha Digital (M) monitors and maintains a level of cash and cash equivalents deemed adequate by management to finance its operations and to mitigate the effects of fluctuations in cash flows.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.20 Financial instruments (continued)

(b) Financial risk management objectives and policies (continued)

(iii) Liquidity and cash flow risk (continued)

The maturity analysis for financial liabilities that shows the remaining contractual maturities based on undiscounted cash flows is as follows:

	Carrying amount RM'000	Undiscounted contractual cashflows RM'000	Under 1 year RM'000
31.12.2010			
Trade and other payables	6,854	6,854	6,854
31.12.2009			
Trade and other payables	5,885	5,885	5,885
31.12.2008			
Trade and other payables	9	9	9

(c) Fair values

Catcha Digital (M) adopted the amendments to FRS 7 for financial instruments that are measured in the statement of financial position at fair value. This requires disclosure of fair value measurements by level of the fair value measurement hierarchy by way of taking references through information obtained from open market or other technique such as discounted cash flow analysis.

As at 31 December 2010, there were no financial instruments that will warrant additional disclosure under the amendments to FRS 7.

The carrying amounts of financial instruments as at 31 December 2010 approximate their fair values due to the short term maturity of these instruments.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.20 Financial instruments (continued)

(d) Capital risk management policies and objectives

Catcha Digital (M)'s objectives when managing capital are:

(iii) to safeguard its ability to continue as a going concern, so that it can continue to provide returns for its shareholder and other stakeholders; and

(iv) to provide adequate returns to its shareholder.

Catcha Digital (M) sets the amount of capital in proportion to risk. Catcha Digital (M) manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

9.6.21 Comparative figures

Certain comparative figures for the relevant financial years have been reclassified to conform with current year's presentation.

	As restated RM'000	As previously reported RM'000
<u>31 December 2008</u>		
Statement of financial position		
<i>Current liabilities</i>		
Other payables and accruals	-	6
Amount due to a related company	-	3
Trade and other payables	9	-
Statement of cash flows		
<i>Cash flows from operating activities</i>		
Increase in amount due to related company	-	3
Net cash used in operating activities	(3)	-
<i>Cash flows from investing activities</i>		
Advances from related companies	3	-
Net cash from investing activities	3	-

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.6 Catcha Digital Sdn. Bhd. ("Catcha Digital (M)") (continued)

9.6.21 Comparative figures (continued)

	As restated RM'000	As previously reported RM'000
31 December 2009		
Statement of financial position		
Current assets		
Trade receivables	-	4,682
Other receivables, deposits and prepayments	-	79
Amount due from immediate holding company	-	151
Amounts due from related companies	-	237
Amount due from ultimate holding company	-	6
Trade and other receivables	5,155	-
Current liabilities		
Trade payables	-	2,439
Other payables and accruals	-	2,969
Amounts due to related companies	-	477
Trade and other payables	5,885	-
Statement of cash flows		
Cash flows from operating activities		
Increase in amount due from immediate holding company	-	(151)
Increase in amount due from ultimate holding company	-	(6)
Net decrease in amounts due from related companies	-	237
Net cash from operating activities	652	733
Cash flows from investing activities		
Advances from related companies	475	-
Advances to immediate holding company	(150)	-
Advances to ultimate holding company	(6)	-
Advances to related companies	(238)	-
Net cash used in investing activities	(36)	(117)

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings")

9.7.1 Statements of comprehensive income of Catcha Media Holdings

The statements of comprehensive income of Catcha Media Holdings, which are extracted from the audited financial statements for the FPE 31 December 2009 and FYE 31 December 2010, are set out below:

	Section	FPE 31 December 2009		FYE 31 December 2010	
		S\$'000	RM'000	S\$'000	RM'000
Other income		-	-	18	43
Other expenses		(7)	(16)	(13)	(31)
(Loss)/Profit before tax	9.7.5	(7)	(16)	5	12
Tax expense	9.7.6	-	-	-	-
(Loss)/Profit for the financial period/year		(7)	(16)	5	12
Other comprehensive income		-	*	-	*
Total comprehensive (loss)/income for the financial period/year		(7)	(16)	5	12
Number of ordinary shares		2	2	2	2
Gross profit margin (%)		N/A	N/A	N/A	N/A
Pre-tax profit margin (%)		N/A	N/A	N/A	N/A
Profit after tax margin (%)		N/A	N/A	N/A	N/A
Effective tax rate (%)		N/A	N/A	N/A	N/A
(Losses)/Earnings before interest, tax, depreciation and amortisation (RM'000)		(7)	(16)	5	12
Gross (losses)/earnings per share		(3.50)	(8.00)	2.50	6.00
Net (losses)/earnings per share		(3.50)	(8.00)	2.50	6.00

N/A: not applicable

* negligible

Note: For the purpose of presentation, all the above items were translated using the average exchange rates applicable for the respective financial periods/year.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
 9.7.2 Statements of financial position of Catcha Media Holdings

The statements of financial position of Catcha Media Holdings, which are extracted from the audited financial statements for the FPE 31 December 2009 and FYE 31 December 2010, are set out below:

Section	FPE 31 December 2009		FYE 31 December 2010	
	S\$'000	RM'000	S\$'000	RM'000
ASSETS				
Non-current assets				
Investment in a subsidiary 9.7.7	*(1)	*(2)	*(3)	*(4)
	*(1)	*(2)	*(3)	*(4)
Current assets				
Cash and cash equivalents 9.7.8	5	13	12	29
	5	13	12	29
TOTAL ASSETS	5	13	12	29
EQUITY AND LIABILITIES				
Equity attributable to equity holder of the company				
Share capital 9.7.9	*(3)	*(4)	*(3)	*(4)
Accumulated losses	(7)	(16)	(2)	(4)
Exchange translation reserve	-	*(5)	-	*(5)
DEFICIT IN EQUITY	(7)	(16)	(2)	(4)
Current liabilities				
Other payables 9.7.10	12	29	14	33
TOTAL LIABILITIES	12	29	14	29
TOTAL EQUITY AND LIABILITIES	5	13	12	29
<i>Net (liabilities)/ossets</i>	(7)	(16)	8	20
<i>Net (liabilities)/ossets per ordinary share</i>	(3.50)	(8.00)	4.00	10.00

- *(1) represent S\$1
 *(2) represent RM2
 *(3) represent S\$2
 *(4) represent RM5
 *(5) negligible

Note: For the purpose of presentation, all the above items were translated using the closing exchange rates applicable for the respective financial periods.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
 9.7.3 Statements of cash flows of Catcha Media Holdings

The statements of cash flows of Catcha Media Holdings, which are extracted from the audited financial statements for the FPE 31 December 2009 and FYE 31 December 2010 and after appropriate reclassification, are set out below:

	FPE 31 December 2009		FYE 31 December 2010	
	S\$'000	RM'000	S\$'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES				
(Loss)/Profit before tax/Operating (loss)/profit before changes in working capital	(7)	(16)	5	12
Changes in working capital:				
Other payables	1	3	1	2
Net cash (used in)/from operating activities	(6)	(13)	6	14
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of a subsidiary	*(1)	*(2)	*(1)	*(2)
Advances from/(Repayments to) holding company	9	21	(8)	(21)
Advances from a subsidiary	2	5	9	23
Net cash from investing activities	11	26	1	2
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from issuance of shares	*(3)	*(4)	-	-
Net cash from financing activities	*(3)	*(4)	-	-
Net increase in cash and cash equivalents	5	13	7	16
Cash and cash equivalents at beginning of financial period/year	-	-	5	13
Cash and cash equivalents at end of financial period/year (Note 9.7.8)	5	13	12	29

*(1) represent S\$1

*(2) represent RM2

*(3) represent S\$2

*(4) represent RM5

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
 9.7.4 Statements of changes in equity of Catcha Media Holdings

The statements of changes in equity of Catcha Media Holdings, which are extracted from the audited financial statements for the FPE 31 December 2009 and FYE 31 December 2010, are set out below:

	Share capital S\$'000	Accumulated losses S\$'000	Total S\$'000
Balance at 19 March 2009	*	-	*
Total comprehensive income for the financial period	-	(7)	(7)
Balance at 31 December 2009	*	(7)	(7)
Total comprehensive income for the financial year	-	5	5
Balance at 31 December 2010	*	(2)	(2)

* represent S\$2

	Share capital RM'000	Exchange translation reserve RM'000	Accumulated losses RM'000	Total RM'000
Balance at 19 March 2009	**	-	-	**
Foreign currency translations	-	***	-	-
Total comprehensive income for the financial period	-	-	(16)	(16)
Total recognised income and expenses	-	-	(16)	(16)
Balance at 31 December 2009	**	***	(16)	(16)
Foreign currency translations	-	***	-	-
Total comprehensive income for the financial year	-	-	12	12
Balance at 31 December 2010	**	***	(4)	(4)

** represent RM5

*** negligible

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
 9.7.5 (Loss)/Profit before tax

	<-- FPE 31 December -->		<- FYE 31 December ->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000

(Loss)/Profit before tax is arrived at after charging:

Auditor's remuneration	1	2	1	2
Realised loss on foreign exchange	*	*	*	*

And crediting:

Waiver of debts	-	-	5	13
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* negligible

9.7.6 Tax expense

The income tax expense on the results for the financial period/year varies from the amount of income tax determined by applying the Singapore standard rate of income tax to (loss)/profit before tax due to the following factors:

	<-- FPE 31 December -->		<- FYE 31 December ->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Tax at Singapore standard tax rate of 17% (2009: 17%)	(1)	(3)	1	2
Tax effects in respect of:				
Non-allowable expenses	1	3	2	5
Non-taxable income	-	-	(3)	(7)
	-	-	-	-

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
 9.7.7 Investment in a subsidiary

	<- As at 31 December ->		<-- As at 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Unquoted equity shares in Singapore and Malaysia, at cost	* ⁽¹⁾	* ⁽²⁾	* ⁽³⁾	* ⁽⁴⁾
* ⁽¹⁾	represent S\$1			
* ⁽²⁾	represent RM2			
* ⁽³⁾	represent S\$2			
* ⁽⁴⁾	represent RM5			

On 3 June 2010, Catcha Media Holdings disposed its entire equity interest in a subsidiary, Catcha Media Sdn. Bhd. (now known as Catcha Holding Company Sdn. Bhd.).

- 9.7.8 Cash and cash equivalents

	<- As at 31 December ->		<-- As at 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Cash and bank balances	5	13	12	29

The currency exposure profile of cash and cash equivalents is as follows:

	<- As at 31 December ->		<- As at 31 December ->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
United States dollars	3	7	* ⁽¹⁾	* ⁽¹⁾
Singapore dollars	2	6	12	29
	5	13	12	29

*⁽¹⁾ negligible

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)

9.7.9 Share capital

	<- As at 31 December ->		<-- As at 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Ordinary shares of S\$1.00 each:				
Authorised	*(1)	*(2)	*(1)	*(2)
Issued and fully paid	*(1)	*(2)	*(1)	*(2)
*(1) represent S\$2				
*(2) represent RM5				

9.7.10 Other payables

	<- As at 31 December ->		<-- As at 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Non-trade				
Holding company				
- Catcha Group Pte. Ltd.	9	21	-	-
Subsidiary	2	5	11	26
Accruals	1	3	3	7
	12	29	14	33

Amounts owing to holding company and a subsidiary represent advances and payments made on behalf, which are unsecured, interest-free and payable upon demand in cash and cash equivalents.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
- 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
- 9.7.11 Financial instruments
- (a) Categories of financial instruments

	<- As at 31 December ->		<- As at 31 December ->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Financial assets				
<i>Laans and receivables</i>				
Cash and cash equivalents	5	13	12	29
Financial liabilities				
<i>Other financial liabilities</i>				
Other payables	12	29	14	33

- (b) Financial risk management objectives and policies

Catcha Media Holdings is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include interest rate risk, liquidity risk, credit risk and foreign currency risk. The Board of Directors reviews and agrees policies and procedures for the management of these risks.

The following sections provide details regarding Catcha Media Holdings' exposure to the above mentioned financial risks and the objective, policies and processes for the management of these risks.

- (i) Interest rate risk

Catcha Media Holdings has no significant exposure to interest rate risk. As such, fluctuations in market interest rates do not have any significant effect on Catcha Media Holdings' cash flows.

- (ii) Liquidity risk

Catcha Media Holdings monitors and maintains a level of cash and cash equivalents deemed adequate by management to finance Catcha Media Holdings' operations and to mitigate the effects of fluctuations in cash flows.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
- 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
- 9.7.11 Financial instruments (continued)
- (b) Financial risk management objectives and policies (continued)
- (iii) Liquidity risk (continued)

The maturity analysis for financial liabilities that shows the remaining contractual maturities based on undiscounted cash flows is as follows:

	Carrying amount S\$'000	Undiscounted contractual cashflows S\$'000	Under 1 year S\$'000
31.12.2010			
<i>Other payables</i>	14	14	14

31.12.2009			
<i>Other payables</i>	12	12	12

	Carrying amount RM'000	Undiscounted contractual cashflows RM'000	Under 1 year RM'000
31.12.2010			
<i>Other payables</i>	33	33	33

31.12.2009			
<i>Other payables</i>	29	29	29

- (iv) Credit risk

Catcha Media Holdings has no financial assets which carry significant exposure to credit risk.

- (iv) Foreign currency risk

There is no formal hedging policy with respect to the foreign exchange exposure. Exposure to exchange risk is monitored on an ongoing basis and Catcha Media Holdings endeavours to keep the net net exposure at an acceptable level.

- (c) Fair values

The carrying amounts of financial assets and financial liabilities are recorded at their approximate fair values, determined in accordance with the accounting policies disclosed in the Report.

13. ACCOUNTANTS' REPORT (Cont'd)



*Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report*

- 9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)
- 9.7 Catcha Media Holdings Malaysia Pte. Ltd. ("Catcha Media Holdings") (continued)
- 9.7.11 Financial instruments (continued)
 - (d) Capital risk management policies and objectives

Catcha Media Holdings manages its capital to ensure that Catcha Media Holdings will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balances.

Catcha Media Holdings manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, Catcha Media Holdings may adjust the dividend payment to shareholders or issue new shares.

Catcha Media Holdings' overall strategy remains unchanged as at 31 December 2010.

13. ACCOUNTANTS' REPORT (Cont'd)



9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)")

9.8.1 Statements of comprehensive income of Catcha Digital (S)

The statements of comprehensive income of Catcha Digital (S), which are extracted from the audited financial statements for the FPE 31 December 2009 and FYE 31 December 2010, are set out below:

Section	FPE 31 December 2009		FYE 31 December 2010	
	S\$'000	RM'000	S\$'000	RM'000
Other Income	-	-	*	*
Other expenses	(7)	(17)	(45)	(108)
Loss before tax	9.8.5 (7)	(17)	(45)	(108)
Tax expense	9.8.6 -	-	-	-
Loss for the financial period/year	(7)	(17)	(45)	(108)
Other comprehensive income:				
Exchange translation reserve	-	*	-	*
Total comprehensive loss for the financial period/year	(7)	(17)	(45)	(108)
Number of ordinary shares	2	2	2	2
Gross profit margin (%)	N/A	N/A	N/A	N/A
Pre-tax profit margin (%)	N/A	N/A	N/A	N/A
Profit after tax margin (%)	N/A	N/A	N/A	N/A
Effective tax rate (%)	N/A	N/A	N/A	N/A
Losses before interest, tax, depreciation and amortisation	(7)	(17)	(45)	(108)
Gross losses per share	(3.50)	(8.50)	(22.50)	(54.00)
Net losses per share	(3.50)	(8.50)	(22.50)	(54.00)

N/A: not applicable

* negligible

Note: For the purpose of presentation, all the above items were translated using the average exchange rates applicable for the respective financial periods.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
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9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.2 Statements of financial position of Catcha Digital (S)

The statements of financial position of Catcha Digital (S), which are extracted from the audited financial statements for the FPE 31 December 2009 and FYE 31 December 2010, are set out below:

Section	FPE 31 December 2DD9		FYE 31 December 2D1D	
	S\$'000	RM'0DD	S\$'000	RM'DDD
ASSETS				
Non-current assets				
Investment in a subsidiary 9.8.7	*(1)	*(2)	*(1)	*(2)
	*(1)	*(2)	*(1)	*(2)
Current assets				
Other receivables 9.8.8	69	169	272	649
Cash and cash equivalents 9.8.9	75	183	21	50
	144	352	293	699
TOTAL ASSETS	144	352	293	699
EQUITY AND LIABILITIES				
Equity attributable to equity holder of the company				
Share capital 9.8.10	*(3)	*(4)	*(3)	*(4)
Accumulated losses	(7)	(17)	(52)	(124)
Exchange translation reserve	-	*(5)	-	*(5)
DEFICIT IN EQUITY	(7)	(17)	(52)	(124)
Current liabilities				
Other payables 9.8.11	151	369	345	823
TOTAL LIABILITIES	151	369	345	823
TOTAL EQUITY AND LIABILITIES	144	352	293	699
<i>Net liabilities</i>	(7)	(17)	(52)	(124)
<i>Net liabilities per ordinary share</i>	(3.50)	(8.50)	(26.00)	(62.00)

- *(1) represent S\$1
 *(2) represent RM2
 *(3) represent S\$2
 *(4) represent RM5
 *(5) negligible

Note: For the purpose of presentation, all the above items were translated using the closing exchange rates applicable for the respective financial periods.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.3 Statements of cash flows of Catcha Digital (S)

The statements of cash flows of Catcha Digital (S), which are extracted from the audited financial statements for the FPE 31 December 2009 and FYE 31 December 2010 and after appropriate reclassification, are set out below:

	FPE 31 December 2009		FYE 31 December 2010	
	S\$'000	RM'000	S\$'000	RM'000
CASH FLOWS FROM OPERATING ACTIVITIES				
Loss before tax/Operating loss before changes in working capital	(7)	(17)	(45)	(108)
Changes in working capital:				
Other receivables	(68)	(165)	(101)	(241)
Other payables and accruals	2	5	3	7
Net cash used in operating activities	(73)	(177)	(143)	(342)
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of a subsidiary	* ⁽¹⁾	* ⁽²⁾	-	-
Advances from/(Repayments to) holding companies	9	22	(20)	(48)
Advances from/(Repayments to) a subsidiary	140	342	131	313
Advances to a subsidiary	(1)	(4)	(22)	(53)
Net cash from investing activities	148	360	89	212
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from issuance of shares	* ⁽³⁾	* ⁽⁴⁾	-	-
Net cash from financing activities	* ⁽³⁾	* ⁽⁴⁾	-	-

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.3 Statements of cash flows of Catcha Digital (S) (continued)

	FPE 31 December 2009		FPE 31 December 2010	
	S\$'000	RM'000	S\$'000	RM'000
Net increase/(decrease) in cash and cash equivalents	75	183	(54)	(130)
Effect of exchange rate changes	-	-	-	(3)
Cash and cash equivalents at beginning of financial year/period	-	-	75	183
Cash and cash equivalents at end of financial year/period (Note 9.8.9)	75	183	21	50

*⁽¹⁾ represent S\$1

*⁽²⁾ represent RM2

*⁽¹⁾ represent S\$1

*⁽²⁾ represent RM2

*⁽³⁾ represent S\$2

*⁽⁴⁾ represent RM5

9.8.4 Statements of changes in equity of Catcha Digital (S)

The statements of changes in equity of Catcha Digital (S), which are extracted from the audited financial statements for the FYE 31 December 2009 and FYE 31 December 2010, are set out below:

	Share capital S\$'000	Accumulated losses S\$'000	Total S\$'000
Balance at 19 March 2009	*	-	*
Total comprehensive income for the financial period	-	(7)	(7)
Balance at 31 December 2009	*	(7)	(7)
Total comprehensive income for the financial year	-	(45)	(45)
Balance at 31 December 2010	*	(52)	(52)

* represent S\$2

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.4 Statements of changes in equity of Catcha Digital (S) (continued)

	Share Capital RM'000	Exchange translation reserve RM'000	Accumulated losses RM'000	Total RM'000
Balance at 19 March 2009	**	-	-	-
Total comprehensive income for the financial period	-	-	(17)	(17)
Balance at 31 December 2009	**	-	(17)	(17)
Foreign currency translations	-	1	-	1
Income recognised directly in equity	-	1	-	1
Loss for the financial year	-	-	(108)	(108)
Total recognised income and expense for the financial year	-	1	(108)	(108)
Balance at 31 December 2010	**	1	(125)	(124)

** represent RM5

9.8.5 Loss before tax

	<- FPE 31 December ->		<-- FYE 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Loss before tax is arrived at after charging:				
Auditor's remuneration	1	2	2	4
Realised loss on foreign exchange	1	2	28	67

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.6 Tax expense

No provision for taxation was made as Catcha Digital (S) has incurred loss during the reporting period.

The income tax expense on the results for the financial period varies from the amount of income tax determined by applying the Singapore standard rate of income tax to loss before tax due to the following factors:

	<-- FPE 31 December -->		<-- FYE 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Tax at Singapore standard tax rate of 17% (2009: 17%)	(1)	(3)	(8)	(19)
Tax effects in respect of: Non-allowable expenses	1	3	8	19
	-	-	-	-

* negligible

9.8.7 Investment in a subsidiary

	<- As at 31 December ->		<- As at 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Unquoted equity shares in Malaysia, at cost	*	**	*	**

* represent S\$1

** represent RM2

9.8.8 Other receivables

	<- As at 31 December ->		<- As at 31 December -->	
	2009	2009	2010	2010
	S\$'000	RM'000	S\$'000	RM'000
Non-trade				
Subsidiaries	1	4	92	219
Holding company	-	-	11	26
Other receivables	68	165	169	404
	69	169	272	649

(a) Amount owing by subsidiaries and holding company represents advances and payments made on behalf, which are unsecured, interest-free and payable upon demand in cash and cash equivalents.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.8 Other receivables (continued)

(b) The currency exposure profile of other receivables is as follows:

	<- As at 31 December -> 2009		<-- As at 31 December --> 2010	
	S\$'000	RM'000	S\$'000	RM'000
United States dollar	68	165	173	413
Singapore Dollar	1	4	177	422
Ringgit Malaysia	-	-	(78)	(186)
	69	169	272	649

9.8.9 Cash and cash equivalents

	<- As at 31 December -> 2009		<-- As at 31 December --> 2010	
	S\$'000	RM'000	S\$'000	RM'000
Cash and bank balances	75	183	21	50

The currency exposure profile of cash and cash equivalents is as follows:

	<- As at 31 December -> 2009		<-- As at 31 December --> 2010	
	S\$'000	RM'000	S\$'000	RM'000
United States Dollar	74	180	8	19
Singapore Dollar	1	3	13	31
	75	183	21	50

9.8.10 Share capital

	<- As at 31 December -> 2009		<-- As at 31 December --> 2010	
	S\$'000	RM'000	S\$'000	RM'000
Ordinary shares of S\$1.00 each:				
Authorised	*	**	*	**
Issued and fully paid	*	**	*	**

* represent S\$2
** represent RM5

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.11 Other payables

	<- As at 31 December -> 2009		<-- As at 31 December --> 2010	
	S\$'000	RM'000	S\$'000	RM'000
Non-trade				
Holding company				
- Catcha Group Pte. Ltd.	9	22	-	-
Subsidiary	140	342	340	811
Accruals	2	5	5	12
	<u>151</u>	<u>369</u>	<u>345</u>	<u>823</u>

(a) Amount owing to holding company and a subsidiary represent advances and payments made on behalf, which are unsecured, interest-free and payable upon demand in cash and cash equivalents.

(b) The currency exposure profile of other payables is as follows:

	<- As at 31 December -> 2009		<-- As at 31 December --> 2010	
	S\$'000	RM'000	S\$'000	RM'000
United States Dollar	140	342	-	-
Ringgit Malaysia	-	-	(105)	(251)
Singapore Dollar	11	27	450	1,074
	<u>151</u>	<u>369</u>	<u>345</u>	<u>823</u>

9.8.12 Financial instruments

(a) Categories of financial instruments

	<- As at 31 December -> 2009		<- As at 31 December -> 2010	
	S\$'000	RM'000	S\$'000	RM'000
Financial assets				
<i>Loans and receivables</i>				
Other receivables, excluding prepayments	69	169	272	649
Cash and cash equivalents	75	183	21	50
	<u>144</u>	<u>352</u>	<u>293</u>	<u>699</u>
Financial liabilities				
<i>Other financial liabilities</i>				
Other payables	151	369	345	823

13. ACCOUNTANTS' REPORT (Cont'd)



9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.12 Financial instruments (continued)

(b) Financial risk management objectives and policies

Catcha Digital (S) is exposed to financial risks arising from its operations and the use of financial instruments. The key financial risks include interest rate risk, liquidity risk, credit risk and foreign currency risk. The Board of Directors reviews and agrees policies and procedures for the management of these risks.

The following sections provide details regarding Catcha Media Holdings' exposure to the above mentioned financial risks and the objective, policies and processes for the management of these risks.

(i) Interest rate risk

Catcha Digital (S) has no significant exposure to interest rate risk. As such, fluctuations in market interest rates do not have any significant effect on Catcha Digital (S)'s cash flows.

(ii) Liquidity risk

Catcha Digital (S) monitors and maintains a level of cash and cash equivalents deemed adequate by management to finance Catcha Digital (S)'s operations and to mitigate the effects of fluctuations in cash flows.

The maturity analysis for financial liabilities that shows the remaining contractual maturities based on undiscounted cash flows is as follows:

	Carrying amount S\$'000	Undiscounted contractual cashflows S\$'000	Under 1 year S\$'000
31.12.2010			
<i>Other payables</i>	345	345	345
31.12.2009			
<i>Other payables</i>	151	151	151
	Carrying amount RM'000	Undiscounted contractual cashflows RM'000	Under 1 year RM'000
31.12.2010			
<i>Other payables</i>	823	823	823
31.12.2009			
<i>Other payables</i>	369	369	369

13. ACCOUNTANTS' REPORT (Cont'd)



9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.12 Financial instruments (continued)

(b) Financial risk management objectives and policies (continued)

(iii) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. Catcha Digital (S)'s exposure to credit risk arises primarily from other receivables and amount due from fellow subsidiary. For other financial assets (including cash and cash equivalents), Catcha Digital (S) minimise credit risk by dealing exclusively with high credit rating counterparties.

Catcha Digital (S)'s objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposures. Catcha Digital (S) trades only with recognised and creditworthy third parties. It is Catcha Digital (S)'s policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivables balances are monitored on an ongoing basis.

Exposure to credit risk

At 31 December 2010, Catcha Digital (S)'s maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statement of financial position.

Financial assets that are neither past due nor impaired

Other receivables and amount due from fellow subsidiary that are neither past due nor impaired are due from credit worthy debtors. Cash and cash equivalents that neither past due nor impaired are placed with reputable banks with high credit ratings.

(iv) Foreign currency risk

Catcha Digital (S) is exposed to foreign currency risk as a result of transactions that are denominated in currency other than Singapore Dollar. The currency giving rise to this risk is primarily in United States Dollar.

There is no formal hedging policy with respect to the foreign exchange exposure. Exposure to exchange risk is monitored on an ongoing basis and Catcha Digital (S) endeavours to keep the net net exposure at an acceptable level.

Currency risk sensitivity analysis

A 10 percent strengthening of the SGD against the following currency at the end of the reporting period would have increased/(decreased) equity and post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.12 Financial instruments (continued)

(b) Financial risk management objectives and policies (continued)

(iv) Foreign currency risk (continued)

Currency risk sensitivity analysis (continued)

	Equity S\$'000	Loss S\$'000
31.12.2010		
Ringgit Malaysia	2	2
Unites States Dollar	15	15
31.12.2009		
Ringgit Malaysia	-	-
Unites States Dollar	*	*
31.12.2010		
Ringgit Malaysia	5	5
Unites States Dollar	37	37
31.12.2009		
Ringgit Malaysia	-	-
Unites States Dollar	*	*

* negligible

10 percent weakening of the SGD against the above currency at the end of the reporting period would have had equal but opposite effect on the above currency to the amounts shown above, on the basis that all other variables remain constant.

(c) Fair values

The carrying amounts of financial assets and financial liabilities approximate fair values, determined in accordance with the accounting policies disclosed in the Report.

13. ACCOUNTANTS' REPORT (Cont'd)



Catcha Media Berhad (Company No. 916943 - W)
Accountants' Report

9. FINANCIAL INFORMATION OF THE COMPANY AND ITS SUBSIDIARIES (continued)

9.8 Catcha Digital Pte. Ltd. ("Catcha Digital (S)") (continued)

9.8.12 Financial instruments (continued)

(d) Capital risk management policies and objectives

Catcha Digital (S) manages its capital to ensure that Catcha Media Holdings will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balances.

Catcha Digital (S) manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, Catcha Digital (S) may adjust the dividend payment to shareholders or issue new shares.

Catcha Digital (S)'s overall strategy remains unchanged as at 31 December 2D1D.

1D. AUDITED FINANCIAL STATEMENTS

As at the date of this Report, no audited financial statements have been prepared in respect of any period subsequent to 31 December 2D10 for Catcha Media, Catcha Home, Catcha Kids, Catcha Luxury, Catcha Lifestyle, Catcha Digital (M), Catcha Media Holdings and Catcha Digital (S).

Yours faithfully

BDO
AF : 0206
Chartered Accountants

Lim Seng Siew
2894/08/11 (J)
Chartered Accountant

13. ACCOUNTANTS' REPORT (Cont'd)Company No:
916943 - WTel: +603 2616 2888
Fax: +603 2616 3190, 2616 3191
www.bdo.my12th Floor Menara Uni Asia
1008 Jalan Sultan Ismail
50250 Kuala Lumpur
Malaysia

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CATCHA MEDIA BERHAD**

Appendix 1

Report on the Financial Statements

We have audited the financial statements of Catcha Media Berhad, which comprise the statements of financial position of the Group and the Company as at 31 December 2010, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group for the financial year ended 31 December 2010 and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Company for the financial period from 5 October 2010 (date of incorporation) to 31 December 2010, and a summary of significant accounting policies and other explanatory information, as set out on pages 9 to 50.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia, and for such internal control as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)Company No:
916943 - W

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CATCHA MEDIA BERHAD (continued)**

Appendix 1

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2010 and of the financial performance and cash flows of the Group for the financial year ended 31 December 2010 and of the financial performance and cash flows of the Company for the financial period from 5 October 2010 (date of incorporation) to 31 December 2010.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries which we have acted as auditors have been properly kept in accordance with the provisions of the Act.
- (b) We have considered the financial statements and the auditors' reports of all the subsidiaries of which we have not acted as auditors, which are indicated in Note 9 to the financial statements.
- (c) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purpose of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.
- (d) The audit reports on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Matters


This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

BDO
AF : 0206
Chartered Accountants

Lim Seng Siew
2894/08/11 (J)
Chartered Accountant

Kuala Lumpur
18 May 2011

13. ACCOUNTANTS' REPORT (Cont'd)


Peter I.M. Chieng & Co.
AF 0311
Estd. 1980

 Member of AFMCA International,
affiliates worldwide
Chartered Accountants2-E (1st Floor) Jalan SS 22/25
Damansara Jaya
47400 Petaling Jaya
Selangor Darul Ehsan
MalaysiaTel: (+6 03) 7728 5889
(+6 03) 7729 2889
(+6 03) 7729 2998

Fax: (+6 03) 7729 5998

E-mail: plmca@tm.net.my
www.plmca.com.my

Appendix 1

701119 - M

**AUDITORS' REPORT TO THE SHAREHOLDER OF
CATCHA DIGITAL SDN. BHD.
(FORMERLY KNOWN AS CATCHA TV SDN. BHD.)
(Incorporated in Malaysia)**

We have audited the financial statements set out on pages 6 to 14 of CATCHA DIGITAL SDN. BHD.(formerly known as CATCHA TV SDN. BHD.). These financial statements are the responsibility of the Company's directors.

It is our responsibility to form an independent opinion, based on our audit, on the financial statements and to report our opinion to you, as a body, in accordance with Section 174 of the Companies Act, 1965 and for no other purpose. We do not assume responsibility to any other person for the content of this report.

We conducted our audit in accordance with Approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the directors, as well as an evaluation of the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Without qualifying our opinion, we draw attention to Note 2 to the financial statements which discloses that the current liabilities of the Company exceeded its current assets by RM9,503 and its shareholder's deficit was RM9,503. The financial statements are prepared on a going concern basis as the holding company has agreed to provide continued financial support to enable the Company to meet its liabilities as and when they fall due and to carry on its business without significant curtailment of operations. The ability of the Company to continue on a going concern is therefore dependent on the provision of this financial support.

The financial statements of the Company do not include any adjustments relating to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

In our opinion:

- (a) the financial statements have been properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable MASB Approved Accounting Standards in Malaysia for Private Entities so as to give a true and fair view of:

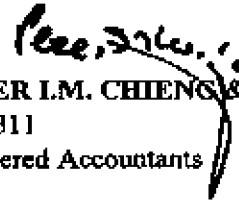
13. ACCOUNTANTS' REPORT (Cont'd)

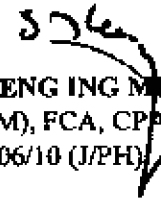
701119 - M


Peter L.M. Chieng & Co.
AF 0311
CMA 1960

Appendix 1

- (i) the state of affairs of the Company as at 31 December 2008 and of the results and the cash flows of the Company for the year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Company; and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company have been properly kept in accordance with the provisions of the said Act.


PETER L.M. CHIENG & CO.
AF 0311
Chartered Accountants


CHIENG ING MUI
CA(M), FCA, CPA
711/06/10 (J/PH)

Petaling Jaya, Selangor Darul Ehsan
1 June 2009

13. ACCOUNTANTS' REPORT (Cont'd)

Peter I.M. Chieng & Co.

4010211
Est. 1962

Chartered Accountants

A-5-1A, 5th Floor, Northpoint Office
Northpoint Mid Valley City
No. 1, Medan Syed Putra Utara
59200 Kuala Lumpur
Malaysia

Appendix 1

Tel: (+6 03) 2282 1898
(+6 03) 2283 2198
Fax: (+6 03) 2282 9189
E-mail: pimc@trm.net.my

701119 - M

**AUDITORS' REPORT TO THE SHAREHOLDER OF
CATCHA DIGITAL SDN. BHD.
(FORMERLY KNOWN AS CATCHA TV SDN. BHD.)
(Incorporated in Malaysia)**

We have audited the financial statements set out on pages 6 to 21 of CATCHA DIGITAL SDN. BHD. (formerly known as CATCHA TV SDN. BHD.). These financial statements are the responsibility of the Company's directors.

It is our responsibility to form an independent opinion, based on our audit, on the financial statements and to report our opinion to you, as a body, in accordance with Section 174 of the Companies Act, 1965 and for no other purpose. We do not assume responsibility to any other person for the content of this report.

We conducted our audit in accordance with Approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the directors, as well as an evaluation of the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Without qualifying our opinion, we draw attention to Note 2 to the financial statements which discloses that as at 31 December 2009, the current liabilities of the Company exceeded its current assets by RM114,526 and its shareholder's deficit was RM10,881. The financial statements are prepared on a going concern basis as the immediate holding company has agreed to provide continued financial support to enable the Company to meet its liabilities as and when they fall due. The ability of the Company to continue on a going concern is therefore dependent on the provision of this financial support.

The financial statements of the Company do not include any adjustments relating to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

13. ACCOUNTANTS' REPORT (Cont'd)



Peter L.M. Chieng & Co.
AF 0311
Since 1968


701119 - M

Appendix 1

In our opinion:

- (a) the financial statements have been properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable MASB Approved Accounting Standards in Malaysia for Private Entities so as to give a true and fair view of:
 - (i) the state of affairs of the Company as at 31 December 2009 and of the results and the cash flows of the Company for the year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Company; and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company have been properly kept in accordance with the provisions of the said Act.


PETER L.M. CHIENG & CO.
AF 0311
Chartered Accountants


CHIENG ING MUI
CA(M), FCA, CPA
711/06/10 (J/PH)

Kuala Lumpur
31 May 2010

13. ACCOUNTANTS' REPORT (Cont'd)Company No:
701119 – M

6

Tel: +603 2616 2888
Fax: +603 2616 3190, 2616 3191
www.bdo.my12th Floor Menara Uni, Asia
1008 Jalan Sultan Ismail
50250 Kuala Lumpur
Malaysia**INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
CATCHA DIGITAL SDN. BHD.**

Appendix I

Report on the Financial Statements

We have audited the financial statements of Catcha Digital Sdn. Bhd., which comprise the statement of financial position as at 31 December 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 8 to 41.

The financial statements of the Company as at 31 December 2009 were audited by another firm of chartered accountants, whose report dated 31 May 2010, expressed an unqualified opinion on those statements.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia, and for such internal control as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No:
701119 – M



**INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
CATCHA DIGITAL SDN. BHD. (continued)**

Appendix 1

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 December 2010 and of its financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the member of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

A stylized signature in black ink, appearing to be 'BDO'.

BDO
AF : 0206
Chartered Accountants

A handwritten signature in black ink, appearing to be 'Lim Seng Siew'.

Lim Seng Siew
2894/08/11 (J)
Chartered Accountant

Kuala Lumpur
18 May 2011

13. ACCOUNTANTS' REPORT (Cont'd)


Peter I.M. Chieng & Co.

AF 0371

Est. 1980

Member of Affilia International
affiliates worldwide

Chartered Accountants

2-E (1st Floor) Jalan SS 22/25
Damansara Jaya
47400 Petaling Jaya
Selangor Darul Ehsan
Malaysia

Appendix I

508226 - M

Tel: (+6 03) 7728 5889

(+6 03) 7729 2889

(+6 03) 7729 2998

Fax: (+6 03) 7729 5998

E-mail: pimc@tm.net.my

www.pimc.com.my

**AUDITORS' REPORT TO THE SHAREHOLDER OF
CATCHA KIDS PUBLICATIONS SDN. BHD.
(FORMERLY KNOWN AS BOUNCE PUBLISHING SDN. BHD.)
(Incorporated in Malaysia)**

We have audited the financial statements set out on pages 6 to 14 of BOUNCE PUBLISHING SDN. BHD.(FORMERLY KNOWN AS BOUNCE PUBLISHING SDN. BHD.). These financial statements are the responsibility of the Company's directors.

It is our responsibility to form an independent opinion, based on our audit, on the financial statements and to report our opinion to you, as a body, in accordance with Section 174 of the Companies Act, 1965 and for no other purpose. We do not assume responsibility to any other person for the content of this report.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the directors as well as an evaluation of the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Without qualifying our opinion, we draw attention to Note 2 to the financial statements which discloses that the current liabilities of the Company exceeded its current assets by RM62,193 and its shareholders' deficit was RM62,193. The financial statements are prepared on a going concern basis as the holding and ultimate holding companies have agreed to provide continued financial support to enable the Company to meet its liabilities as and when they fall due and to carry on its business without significant curtailment of operations. The ability of the Company to continue on a going concern is therefore dependent on the provision of this financial support and its ability to achieve profitability in its future operations.

The financial statements of the Company do not include any adjustments relating to the recoverability and classification of assets or the amount and the classifications of liabilities that might be necessary should the Company be unable to continue as going concern.

13. ACCOUNTANTS' REPORT (Cont'd)


508226 - M

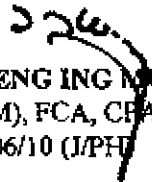
Appendix 1

Peter L.M. Chieng & Co.
AF 0311
Est. 1960

In our opinion:

- (a) the financial statements have been properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable MASB Approved Accounting Standards in Malaysia for Private Entities so as to give a true and fair view of:
- (i) the state of affairs of the Company as at 31 December 2008 and of the results and the cash flows of the Company for the financial year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Company; and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company have been properly kept in accordance with the provisions of the said Act.


PETER L.M. CHIENG & CO.
AF 0311
Chartered Accountants


CHIENG ING MUI
CA(M), FCA, CPA
711/06/10 (JPH)

Petaling Jaya, Selangor Darul Ehsan
1 June 2009

13. ACCOUNTANTS' REPORT (Cont'd)

Peter I.M. Chieng & Co.

AF 3111
E 11 1329

Chartered Accountants

A-5-4A, 5th Floor, Northpoint Office
Northpoint Mid Valley City
No. 1, Medan Syed Putra Utara
59200 Kuala Lumpur
Malaysia

Appendix 1

508226 - M

Tel: (+6 03) 2262 1898
(+6 03) 2263 2198
Fax: (+6 03) 2262 9189
E-mail: pimc@tm.net.my**AUDITORS' REPORT TO THE SHAREHOLDER OF
CATCHA KIDS PUBLICATIONS SDN. BHD.
(FORMERLY KNOWN AS BOUNCE PUBLISHING SDN. BHD.)
(Incorporated in Malaysia)**

We have audited the financial statements set out on pages 6 to 16 of BOUNCE PUBLISHING SDN. BHD.(FORMERLY KNOWN AS BOUNCE PUBLISHING SDN. BHD.). These financial statements are the responsibility of the Company's directors.

It is our responsibility to form an independent opinion, based on our audit, on the financial statements and to report our opinion to you, as a body, in accordance with Section 174 of the Companies Act, 1965 and for no other purpose. We do not assume responsibility to any other person for the content of this report.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the directors as well as an evaluation of the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Without qualifying our opinion, we draw attention to Note 2 to the financial statements which discloses that the current liabilities of the Company exceeded its current assets by RM64,672 and its shareholders' deficit was RM64,672. The financial statements are prepared on a going concern basis as the immediate holding company has agreed to provide continued financial support to enable the Company to meet its liabilities as and when they fall due and to carry on its business without significant curtailment of operations. The ability of the Company to continue on a going concern is therefore dependent on the provision of this financial support and its ability to achieve profitability in its future operations.

The financial statements of the Company do not include any adjustments relating to the recoverability and classification of assets or the amount and the classifications of liabilities that might be necessary should the Company be unable to continue as going concern.

13. ACCOUNTANTS' REPORT (Cont'd)

Peter I.M. Chieng & Co.
AF 0311
Est. 1969

508226 - M

Appendix 1

In our opinion:

- (a) the financial statements have been properly drawn up in accordance with the provisions of the Companies Act, 1965 and applicable MASB Approved Accounting Standards in Malaysia for Private Entities so as to give a true and fair view of:
 - (i) the state of affairs of the Company as at 31 December 2009 and of the results and the cash flows of the Company for the financial year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Company; and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company have been properly kept in accordance with the provisions of the said Act.

Peter I.M. Chieng
PETER I.M. CHIENG & CO.
AF 0311
Chartered Accountant

Chieng Ing Mui
CHIENG ING MUI
CA(M), FCA, CPA
711/06/10 (J/PH)

Kuala Lumpur
31 May 2010

13. ACCOUNTANTS' REPORT (Cont'd)Company No:
508226 - MTel: +603 2616 2888
Fax: +603 2616 3190, 2616 3191
www.bdo.my12th Floor Menara Uni-Asia
1008 Jalan Sultan Ismail
50250 Kuala Lumpur
Malaysia

6

**INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
CATCHA KIDS PUBLICATIONS SDN. BHD.**

Appendix 1

Report on the Financial Statements

We have audited the financial statements of Catcha Kids Publications Sdn. Bhd., which comprise the statement of financial position as at 31 December 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 8 to 35.

The financial statements of the Company as at 31 December 2009 were audited by another firm of chartered accountants, whose report dated 31 May 2010, expressed an unqualified opinion on those statements.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia, and for such internal control as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No:
508226 - M

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
CATCHA KIDS PUBLICATIONS SDN. BHD. (continued)**

Appendix 1

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 December 2010 and of its financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the member of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

A handwritten signature in black ink, appearing to be 'BDO'.

BDO
AF : 0206
Chartered Accountants

Kuala Lumpur
18 May 2011

A handwritten signature in black ink, appearing to be 'Lim Seng Siew'.

Lim Seng Siew
2894/08/11 (J)
Chartered Accountant

13. ACCOUNTANTS' REPORT (Cont'd)


Peter I.M. Chieng & Co.
AF 0311
Est. 1980Member of Affilia International,
affiliates worldwide

Chartered Accountants

2-E (2nd Floor) Jalan SS 22/25
Damansara Jaya
47400 Petaling Jaya
Selangor Darul Ehsan
MalaysiaTel: (+6 03) 7728 5889
(+6 03) 7729 2889
(+6 03) 7729 2998

Fax: (+6 03) 7729 5998

E-mail: pimc@tm.net.my
www.pimc.com.my

Appendix 1

489026 - D

**AUDITORS' REPORT TO THE SHAREHOLDER OF
CATCHA LIFESTYLE PUBLICATIONS SDN. BHD.
(FORMERLY KNOWN AS CATCHA SDN. BHD.)
(Incorporated in Malaysia)**

We have audited the financial statements set out on pages 7 to 29 of CATCHA LIFESTYLE PUBLICATIONS SDN. BHD. (FORMERLY KNOWN AS CATCHA SDN. BHD.). Our responsibility is to express an opinion on these financial statements based on our audit.

It is our responsibility to form an independent opinion, based on our audit, on the financial statements and to report our opinion to you, as a body, in accordance with Section 174 of the Companies Act, 1965 and for no other purpose. We do not assume responsibility to any other person for the content of this report.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the directors as well as an evaluation of the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Without qualifying our opinion, we wish to draw attention to Note 2 to the financial statements which discloses that the shareholder's deficit of the Group and of the Company as at 31 December 2008 was RM6,765,277 and RM6,587,937 respectively. The financial statements of the Group and of the Company have been prepared on a going concern basis as the holding company has confirmed that it will continue to support the Group and the Company financially and to meet their obligations as and when they fall due. The ability of the Group and of the Company to continue on a going concern are therefore dependent on the provision of this financial support.

The financial statements of the Company do not include any adjustments relating to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

13. ACCOUNTANTS' REPORT (Cont'd)

Peter I.M. Chieng & Co.
AF 0311
Est. 1980

489026 - D

Appendix 1

In our opinion:

- (a) the financial statements have been properly drawn up in accordance with the provision of the Companies Act, 1965 and applicable MASB Approved Accounting Standards in Malaysia for Private Entities so as to give a true and fair view of:
 - (i) the state of affairs of the Group and of the Company as at 31 December 2008 and of the results and the cash flows of the Group and of the Company for the year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Group and of the Company; and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Group and the Company have been properly kept in accordance with the provisions of the said Act.

We are satisfied that the financial statements of the subsidiary companies that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the consolidated financial statements and we have received satisfactory information and explanations required by us for these purposes.

The auditors' reports on the financial statements of subsidiary companies were not subject to any qualification and did not include any comment made under subsection (3) of Section 174 of the Act.

(Lee) Lu Ye
PETER I.M. CHIENG & CO.
No. AF 0311
Chartered Accountants

Sy Chen
CHIENG ING MUI
CA(M), FCA, CPA
No. 711/06/10 (J/SH)

Petaling Jaya, Selangor Darul Ehsan
1 June 2009

13. ACCOUNTANTS' REPORT (Cont'd)

Peter I.M. Chieng & Co.

AF 0311
Est. 1983

Chartered Accountants

A-5-4A, 5th Floor, Northpoint Office
Northpoint Mid Valley City
No. 1, Medan Syed Putra Utara
59200 Kuala Lumpur
Malaysia

Appendix 1

Tel: (+6 03) 2282 1898
(+6 03) 2283 2198
Fax: (+6 03) 2282 9189
E-mail: pimc@tm.net.my

489026 - D

**AUDITORS' REPORT TO THE SHAREHOLDER OF
CATCHA LIFESTYLE PUBLICATIONS SDN. BHD.
(FORMERLY KNOWN AS CATCHA SDN. BHD.)
(Incorporated in Malaysia)**

We have audited the financial statements set out on pages 7 to 26 of CATCHA LIFESTYLE PUBLICATIONS SDN. BHD. (FORMERLY KNOWN AS CATCHA SDN. BHD.). Our responsibility is to express an opinion on these financial statements based on our audit.

It is our responsibility to form an independent opinion, based on our audit, on the financial statements and to report our opinion to you, as a body, in accordance with Section 174 of the Companies Act, 1965 and for no other purpose. We do not assume responsibility to any other person for the content of this report.

We conducted our audit in accordance with approved Standards on Auditing in Malaysia. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes an assessment of the accounting principles used and significant estimates made by the directors as well as an evaluation of the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

Without qualifying our opinion, we wish to draw attention to Note 2 to the financial statements which discloses that as at 31 December 2009, the current liabilities of the Company exceeded the current assets by RM6,294,591 and the shareholder's deficit was RM6,247,116. The financial statements of the Company have been prepared on a going concern basis as the immediate holding company has confirmed that it will continue to support the Company financially and to meet their obligations as and when they fall due. The ability of the Company to continue on a going concern are therefore dependent on the provision of this financial support.

The financial statements of the Company do not include any adjustments relating to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

13. ACCOUNTANTS' REPORT (Cont'd)


Peter L.M. Chieng & Co.
AF 0311
Est. 1968

489026 - D

Appendix 1

In our opinion:

- (a) the financial statements have been properly drawn up in accordance with the provision of the Companies Act, 1965 and applicable MASB Approved Accounting Standards in Malaysia for Private Entities so as to give a true and fair view of:
 - (i) the state of affairs of the Company as at 31 December 2009 and of the results and the cash flows of the Company for the year ended on that date; and
 - (ii) the matters required by Section 169 of the Companies Act, 1965 to be dealt with in the financial statements of the Group and of the Company; and
- (b) the accounting and other records and the registers required by the Companies Act, 1965 to be kept by the Company have been properly kept in accordance with the provisions of the said Act.


PETER L.M. CHIENG & CO.
No. AF 0311
Chartered Accountants


CHIENG ING HUI
CA(M), FCA, CIA
No. 711/06/10 (PH)

Petaling Jaya, Selangor Darul Ehsan
31 May 2010

13. ACCOUNTANTS' REPORT (Cont'd)Company No:
489026 – D

6

Tel: +603 2616 2888
Fax: +603 2616 3190, 2616 3191
www.bdo.my12th Floor Menara Uni.Asla
1008 Jalan Sultan Ismail
50250 Kuala Lumpur
Malaysia**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CATCHA LIFESTYLE PUBLICATIONS SDN. BHD.**

Appendix 1

Report on the Financial Statements

We have audited the financial statements of Catcha Lifestyle Publications Sdn. Bhd., which comprise the statement of financial position as at 31 December 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 8 to 43.

The financial statements of the Company as at 31 December 2009 were audited by another firm of chartered accountants, whose report dated 31 May 2010, expressed an unqualified opinion on those statements.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia, and for such internal control as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No:
489026 – D

7



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CATCHA LIFESTYLE PUBLICATIONS SDN. BHD. (continued)**

Appendix 1

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 December 2010 and of its financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

A stylized signature of the BDO firm, consisting of the letters 'BDO' in a bold, sans-serif font.

BDO
AF : 0206
Chartered Accountants

Kuala Lumpur
18 May 2011

A handwritten signature in black ink, appearing to read 'Lim Seng Siew'.

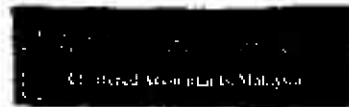
Lim Seng Siew
2894/08/11 (J)
Chartered Accountant

13. ACCOUNTANTS' REPORT (Cont'd)

Partners

TAY TEK HIAN
 C.A. (M), CPA(M), FICCA(UP), ATN

FOO TUN TECK
 C.A. (M), CPA(M), FICCA(UP), ATN

**TAY & ASSOCIATES**

FFRM NO. AF-0848
 28-1, Persiaran Jubilee
 Off Jalan Loke Yew
 55200 Kuala Lumpur
 Tel: (603) 9223 7988
 Fax: (603) 9223 7985
 Fax: (603) 9223 7975
 Email: taobmo@gmail.com

Appendix 1

Company No : 770041 T

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF**CATCHA HOME PUBLICATIONS SDN. BHD.***(Formerly known as Diversified Hub Sdn. Bhd.)***Report on the Financial Statements**

We have audited the financial statements of Catcha Home Publications Sdn. Bhd. *(Formerly known as Diversified Hub Sdn. Bhd.)*, which comprise the balance sheet as at 31st December 2008, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on the preceding pages.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No : 770041 T

Appendix 1

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as of 31st December, 2008 and of its financial performance and cash flows for the year then ended.

Emphasis of Matter

Without qualifying our opinion, we draw attention to note 2 (a) to the financial statements. The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company had a deficiency in capital of RM104,306 as at 31st December, 2008 and at that date, its current liabilities had exceeded current assets by RM109,986. These factors raise doubt as to the ability of the Company to continue as a going concern. Hence, continuation of the Company's operations is dependent on the continuing support of its creditors. The financial statements did not include any adjustments relating to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

Report on Other Legal and Regulatory Requirements

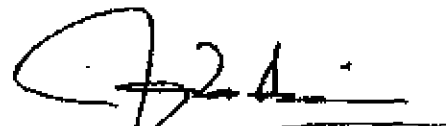
In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report that in our opinion the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.



TAY & ASSOCIATES
No. AF 0840
Chartered Accountants



TAY TEK HIAN
No. 1411/12/09 (J)
Chartered Accountant

Kuala Lumpur

Date: 12 JUN 2009

13. ACCOUNTANTS' REPORT (Cont'd)

Partners

TAY TEK HIAN
C.A.(M), CPA(M), FCCA(M), ATN

FOO TUN TECK
C.A.(M), CPA(M), FCCA(M), ATN



TAY & ASSOCIATES
FIRM NO. AF-0949
28-1, Persiaran Jubilee
Off Jalan Loke Yew
55200 Kuala Lumpur
Tel: (603) 9223 7988
Fax: (603) 9223 7985
Fax: (603) 9223 7975
Email: taobmc@gmail.com

Company No : 770041 T

Appendix 1

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF

CATCHA HOME PUBLICATIONS SDN. BHD.
(Formerly known as Diversified Hub Sdn. Bhd.)

Report on the Financial Statements

We have audited the financial statements of **CATCHA HOME PUBLICATIONS SDN. BHD.** (Formerly known as *Diversified Hub Sdn. Bhd.*), which comprise the balance sheet as at 31st December, 2009, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 5 to 15.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No : 770041 T

Appendix 1

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as of 31st December, 2009 and of its financial performance and cash flows for the year then ended.

Emphasis of Matter

Without qualifying our opinion, we draw attention to note 2 (a) to the financial statements. The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company had a deficiency in capital of RM309,684 as at 31st December, 2009 and at that date, its current liabilities had exceeded current assets by RM314,198. These factors raise doubt as to the ability of the Company to continue as a going concern. Hence, continuation of the Company's operations is dependent on the continuing support of its creditors. The financial statements did not include any adjustments relating to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

Report on Other Legal and Regulatory Requirements

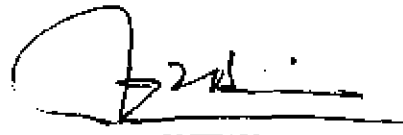
In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report that in our opinion the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.



TAY & ASSOCIATES
No. AF 0840
Chartered Accountants



TAY TEK HIAN
No. 1411/12/11 (T)
Chartered Accountant

Kuala Lumpur

Date: 27 MAY 2010

13. ACCOUNTANTS' REPORT (Cont'd)

Tel: +603 2616 2888
Fax: +603 2616 3190, 2616 3191
www.bdo.my

12th Floor Menara Uni.Asia
1008 Jalan Sultan Ismail
50250 Kuala Lumpur
Malaysia

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
CATCHA HOME PUBLICATIONS SDN. BHD.**

Appendix 1

Report on the Financial Statements

We have audited the financial statements of Catcha Home Publications Sdn. Bhd., which comprise the statement of financial position as at 31 December 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 8 to 39.

The financial statements of the Company as at 31 December 2009 were audited by another firm of chartered accountants, whose report dated 27 May 2010, expressed an unqualified opinion on those statements.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia, and for such internal control as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No:
770041 - T

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INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
CATCHA HOME PUBLICATIONS SDN. BHD. (continued)

Appendix I

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 December 2010 and of its financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the member of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

A stylized signature of the BDO firm, appearing as a series of connected loops.

BDO
AF : 0206
Chartered Accountants

A handwritten signature in black ink, appearing to read 'Lim Seng Siew'.

Lim Seng Siew
2894/08/11 (J)
Chartered Accountant

Kuala Lumpur
18 May 2011

13. ACCOUNTANTS' REPORT (Cont'd)

Partners

TAY TEK HIAN
CA(M), CPA(M), FCCA(UK), ATK
FOO TUN TECK
CA(M), CPA(M), FCCA(UK), ATK



TAY & ASSOCIATES
FIRM NO. 45-D/04
28-1, Persiaran Jubilee
Off Jalan Loke Yew
55200 Kuala Lumpur
Tel: (603) 9223 7988
Fax: (603) 9223 7986
Email: taobnc@gmail.com

Appendix 1

Company No : 571217 X

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CATCHA LUXURY PUBLICATIONS SDN. BHD.
(Formerly known as CR Media Sdn. Bhd.)

Report on the Financial Statements

We have audited the financial statements of Catcha Luxury Publications Sdn. Bhd. *(Formerly known as CR Media Sdn. Bhd.)*, which comprise the balance sheet as at 31st December 2008, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on the preceding pages.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Appendix 1

Company No: 571217 X

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as of 31st December, 2008 and of its financial performance and cash flows for the year then ended.

Emphasis of Matter


Without qualifying our opinion, we draw attention to note 2 (a) to the financial statements. The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. The Company had a deficiency in capital of RM98,082 as at 31st December, 2008 and at that date, its current liabilities had exceeded current assets by RM140,726. These factors raise doubt as to the ability of the Company to continue as a going concern. Hence, continuation of the Company's operations is dependent on the continuing support of its creditors. The financial statements did not include any adjustments relating to the amounts and classifications of assets and liabilities that might be necessary should the Company be unable to continue as a going concern.

Report on Other Legal and Regulatory Requirements


In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report that in our opinion the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.



TAY & ASSOCIATES
No. AF 0840
Chartered Accountants



TAY TEK HIAN
No. 1411/12/09 (J)
Chartered Accountant

Kuala Lumpur

Date: 12 JUN 2008

13. ACCOUNTANTS' REPORT (Cont'd)**Partners**

TAY TEK HIAN
C.A.(M), CPA(M), FCGA(M), ATK

FOO TUN TECK
C.A.(M), CPA(M), FCGA(M), ATK



TAY & ASSOCIATES
(FIRM NO. AF 0640)
28-1, Persiaran Jubilee
Off Jalan Loka Yew
55200 Kuala Lumpur
Tel: (603) 9223 7988
Fax: (603) 9223 7985
Email: taobmc@gmail.com

Company No : **571217 X**

Appendix 1

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CATCHA LUXURY PUBLICATIONS SDN. BHD.
(Formerly known as CR MEDIA SDN. BHD.)

Report on the Financial Statements

We have audited the financial statements of **CATCHA LUXURY PUBLICATIONS SDN. BHD.**, which comprise the balance sheet as at 31st December, 2009, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 5 to 16.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No : 571217 X

Appendix 1

Opinion

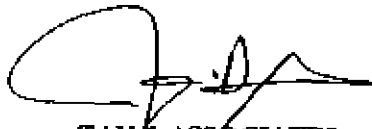
In our opinion, the financial statements have been properly drawn up in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as of 31st December, 2009 and of its financial performance and cash flows for the year then ended.

Report on Other Legal and Regulatory Requirements

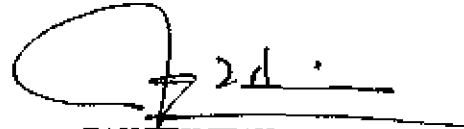
In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report that in our opinion the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.



TAY & ASSOCIATES
No. AF 0840
Chartered Accountants



TAY TEK HIAN
No. 1411/12/11 (F)
Chartered Accountant

Kuala Lumpur

Date : 27 MAY 2010

13. ACCOUNTANTS' REPORT (Cont'd)

Company No:

571217 - X



Tel: +603 2616 2888
 Fax: +603 2616 3190, 2616 3191
 www.bdo.my

12th Floor Menara Uni.Asia
 1008 Jalan Sultan Ismail
 50250 Kuala Lumpur
 Malaysia

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**INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
 CATCHA LUXURY PUBLICATIONS SDN. BHD.**

Appendix 1

Report on the Financial Statements

We have audited the financial statements of Catcha Luxury Publications Sdn. Bhd., which comprise the statement of financial position as at 31 December 2010, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 8 to 39.

The financial statements of the Company as at 31 December 2009 were audited by another firm of chartered accountants, whose report dated 27 May 2010, expressed an unqualified opinion on those statements.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia, and for such internal control as the Directors determine are necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

Company No:
571217 - X

7



**INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF
CATCHA LUXURY PUBLICATIONS SDN. BHD. (continued)**

Appendix 1

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with applicable approved Financial Reporting Standards and the provisions of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 December 2010 and of its financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the member of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

A stylized signature of the BDO firm, consisting of the letters 'BDO' in a bold, sans-serif font.

BDO
AF : 0206
Chartered Accountants

A handwritten signature in black ink, appearing to read 'Lim Seng Siew'.

Lim Seng Siew
2894/08/11 (J)
Chartered Accountant

Kuala Lumpur
18 May 2011

13. ACCOUNTANTS' REPORT (Cont'd)**CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.**
(UEN: 200904924R)

Appendix 1

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.**

We have audited the accompanying financial statements of Catcha Media Holdings Malaysia Pte. Ltd., which comprise the statement of financial position as at 31 December 2009, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the period from 19 March 2009 (Date of incorporation) to 31 December 2009, and a summary of significant accounting policies and other explanatory notes as set out on pages 6 to 22.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards. This responsibility includes: devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss account and balance sheet and to maintain accountability of assets; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Without qualifying our opinion, we draw attention to Note 1 to the financial statements. As at 31 December 2009, the company had a net capital deficit of S\$6,704. The financial statements have been prepared on a going concern basis as holding company have agreed to provide financial support to the company to enable the company to pay its debts as and when they fall due. If the financial support is not forthcoming and as a result, the company is unable to continue in operational existence for the foreseeable future, adjustments would have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from amounts stated in the statement of financial position. In addition, the company may have to provide for further liabilities which might arise.

13. ACCOUNTANTS' REPORT (Cont'd)

CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.
(UEN: 200904924R)

Appendix 1

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.**

Opinion

In our opinion,

- a) the financial statements are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the company as at 31 December 2009 and the results, changes in equity and cash flows of the company for the period from 19 March 2009 (Date of incorporation) to 31 December 2009; and
- b) the accounting and other records required by the Act to be kept by the company have been properly kept in accordance with the provisions of the Act.



DAVID YEUNG & CO PAC
Public Accountants and
Certified Public Accountants

Singapore. 10 JUN 2010



13. ACCOUNTANTS' REPORT (Cont'd)

CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.
(UEN: 200904924R)

Appendix 1

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBER OF
CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.**

We have audited the accompanying financial statements of Catcha Media Holdings Malaysia Pte. Ltd., which comprise the statement of financial position as at 31 December 2010, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes as set out on pages 6 to 22.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Singapore Financial Reporting Standards. This responsibility includes: devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss account and balance sheet and to maintain accountability of assets; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.
(UEN: 200904924R)

Appendix 1

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBER OF
CATCHA MEDIA HOLDINGS MALAYSIA PTE. LTD.**

Opinion

In our opinion,

- a) the financial statements are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the company as at 31 December 2010 and the results, changes in equity and cash flows of the company for the year ended on that date; and
- b) the accounting and other records required by the Act to be kept by the company have been properly kept in accordance with the provisions of the Act.

Kreston David Yeung Pac.

KRESTON DAVID YEUNG PAC
Public Accountants and
Certified Public Accountants

Singapore, 18 May 2011



13. ACCOUNTANTS' REPORT (Cont'd)**CATCHA DIGITAL PTE. LTD.
(UEN: 200904932G)**

Appendix 1

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
CATCHA DIGITAL PTE. LTD.**

We have audited the accompanying financial statements of Catcha Digital Pte. Ltd., which comprise the statement of financial position as at 31 December 2009, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the period from 19 March 2009 (Date of incorporation) to 31 December 2009, and a summary of significant accounting policies and other explanatory notes as set out on pages 6 to 23.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the provisions of the Singapore Companies Act, Cap. 50 (the "Act") and Singapore Financial Reporting Standards. This responsibility includes: devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss account and balance sheet and to maintain accountability of assets; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Without qualifying our opinion, we draw attention to Note 1 to the financial statements. As at 31 December 2009, the company had a net capital deficit of S\$6,796. The financial statements have been prepared on a going concern basis as holding company have agreed to provide financial support to the company to enable the company to pay its debts as and when they fall due. If the financial support is not forthcoming and as a result, the company is unable to continue in operational existence for the foreseeable future, adjustments would have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from amounts stated in the statement of financial position. In addition, the company may have to provide for further liabilities which might arise.

13. ACCOUNTANTS' REPORT (Cont'd)

CATCHA DIGITAL PTE. LTD.
(UEN: 200904932G)

Appendix 1

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
CATCHA DIGITAL PTE. LTD.**

Opinion

In our opinion,

- a) the financial statements are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the company as at 31 December 2009 and the results, changes in equity and cash flows of the company for the period from 19 March 2009 (Date of incorporation) to 31 December 2009; and
- b) the accounting and other records required by the Act to be kept by the company have been properly kept in accordance with the provisions of the Act.



DAVID YEUNG & CO PAC
Public Accountants and
Certified Public Accountants

Singapore, 10 JUN 2010



13. ACCOUNTANTS' REPORT (Cont'd)

CATCHA DIGITAL PTE. LTD.
(UEN: 200904932G)

Appendix 1

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBER OF
CATCHA DIGITAL PTE. LTD.**

We have audited the accompanying financial statements of Catcha Digital Pte. Ltd., which comprise the statement of financial position as at 31 December 2010, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes as set out on pages 6 to 23.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Singapore Financial Reporting Standards. This responsibility includes: devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss account and balance sheet and to maintain accountability of assets; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

13. ACCOUNTANTS' REPORT (Cont'd)

CATCHA DIGITAL PTE. LTD.
(UEN: 200904932G)

Appendix I

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBER OF
CATCHA DIGITAL PTE. LTD.**

Opinion

- a) In our opinion, the financial statements are properly drawn up in accordance with Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the company as at 31 December 2010 and the results, changes in equity and cash flows of the company for the year ended on the date; and
- b) The accounting and other records required by the Act to be kept by the company have been properly kept in accordance with the provision of the Act.

Kreston David Yeung Pac.

KRESTON DAVID YEUNG PAC
Public Accountants and
Certified Public Accountants

Singapore, 18 May 2011



14. DIRECTORS' REPORT

(Prepared for inclusion in this Prospectus)

CATCHA MEDIA

Registered Office:
Lot 6.05, Level 6, KPMG Tower
8 First Avenue, Bandar Utama
47800 Petaling Jaya
Selangor Darul Ehsan

Date : 17 June 2011

The Shareholders of Catcha Media Berhad

Dear Sir/Madam,

On behalf of the Board of Directors of Catcha Media Berhad ("the Company"), I report after due inquiry that during the period from 31 December 2010 (being the date to which the last audited financial statements of the Company and its subsidiaries have been made up) to the date hereof (being a date not earlier than 14 days before the issue of this Prospectus), that:-

- (i) the business of the Company and its subsidiaries, in the opinion of the Directors, has been satisfactorily maintained;
- (ii) in the opinion of the Directors, no circumstances have arisen since the last audited financial statements of the Company and its subsidiaries which have adversely affected the trading or the value of the assets of the Company or any of its subsidiaries;
- (iii) the current assets of the Company and its subsidiaries that appear in the books at values which are believed to be realisable in the ordinary course of business;
- (iv) no contingent liabilities have arisen by reason of any guarantees or indemnities given by the Company or any of its subsidiaries;
- (v) there has been no default or any known event that could give rise to a default situation, in respect of payments of either interest and/or principal sums in relation to any borrowings in which the Directors are aware of, since the last audited financial statements of the Company and its subsidiaries; and
- (vi) save as disclosed in the Pro Forma Consolidated Financial Information and the Accountants' Report set out in this Prospectus, there have been no material changes in the published reserves or any unusual factors affecting the profits of the Company and its subsidiaries since the last audited financial statements of the Company and its subsidiaries.

Yours faithfully,
For and on behalf of the Board of Directors of
CATCHA MEDIA BERHAD


KENSUKE TSURUMARU
Chief Executive Officer

15. ADDITIONAL INFORMATION

15.1 Share Capital

- (a) No securities will be allotted or issued on the basis of this Prospectus later than twelve (12) months after the date of the issue of this Prospectus.
- (b) Save as disclosed in Section 3.2 and 9.2 of this Prospectus, no shares or debentures of our Company or our subsidiaries has been issued or has been agreed to be issued or is proposed to be issued as fully or partly paid-up, in cash or otherwise, within the two (2) years immediately preceding the date of this Prospectus.
- (c) Neither our Company nor our subsidiaries has any capital that is under option, or agreed conditionally or unconditionally to be put under option.
- (d) There is currently no other scheme for or involving our Directors or employees in the capital of our Company or any of our subsidiaries.
- (e) There is no limitation imposed by the laws of Malaysia and our Articles of Association on the rights of non-resident shareholders to hold or exercise voting rights in respect of our Shares.

15.2 Articles of Association

The following provisions are reproduced from our Articles of Association relating to transfer of securities, remuneration of Directors, voting and borrowing powers of Directors and changes in capital and variation of class rights.

15.2.1 Transfer of securities

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

Article 27

The transfer of any listed Securities or class of listed Securities of the Company, shall be by way of book entry by the Bursa Depository in accordance with the Rules and, notwithstanding Sections 103 and 104 of the Act, but subject to Section 107C(2) of the Act and any exemption that may be made from compliance with Section 107C(1) of the Act, the Company shall be precluded from registering and effecting any transfer of such listed Securities.

Article 33

In the case of the death of a Member, the legal representative(s) of the deceased shall be the only person(s) recognised by the Company and / or Bursa Depository as having any title to his interest in the shares; but nothing herein contained shall release the estate of a deceased Member from any liability in respect of any share which had been held by him.

15. ADDITIONAL INFORMATION (Cont'd)

Article 34

Any person becoming entitled to a share in consequence of the death or bankruptcy of a Member may, upon such evidence being produced, elect either to be registered himself as holder of the share or to have some person nominated by him registered as the transferee thereof, but the Directors and / or Bursa Depository shall in either case, have the same right to decline or suspend registration as they would have had in the case of a transfer of the share by that Member before his death or bankruptcy. Provided always that where the share is a Deposited Security, subject to the Rules, a transfer or withdrawal of the shares may be carried out by the person becoming so entitled.

Article 35

If any person so becoming entitled elects to register himself, he shall deliver or send to the Company, a notice in writing signed by him and stating that he so elects, provided that where the share is a Deposited Security and the person becoming entitled elects to have the share transferred to him, the aforesaid notice must be served by him on the Bursa Depository. If he elects to have another person registered, he shall evidence his election by executing to that person a transfer of the share. All the limitations, restrictions and provisions of these Articles relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or bankruptcy of the Member had not occurred and the notice or transfer is a transfer signed by that Member.

Article 36

Where the registered holder of any share dies or becomes bankrupt, his personal representative or the assignee or his estate, as the case may be, shall, upon the production of such evidence as may from time to time be required by the Directors and / or the Bursa Depository in that behalf, be entitled to the same dividends and other advantages and to the same rights (whether in relation to meetings of the Company or to voting or otherwise) as the registered holder would have been entitled to if he had not died or become bankrupt.

15.2.2 Remuneration of Directors

The provisions of our Articles of Association dealing with the remuneration and benefits of our Directors are as follows:

Article 94

The Directors shall be paid by way of fees for their services. Such fixed sum (if any) shall from time to time be determined by the Company in general meeting and such fees shall be divided among the Directors in such proportions and manner as the Directors may determine PROVIDED ALWAYS that:

- (a) fee 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;
- (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;

15. ADDITIONAL INFORMATION (Cont'd)

- (c) fees payable to Directors shall not be increased except pursuant to a resolution passed at a general meeting where notice of the proposed increase has been given in the notice convening the meeting; and
- (d) 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.

Article 95

- (1) The Directors shall be paid for all their travelling, hotel and other expenses properly and necessarily expended by them in and about the business of the Company including their travelling and other expenses incurred in attending meetings of the Directors or any committee of the Directors.
- (2) If any Director being willing shall be called upon to perform extra services or to make any special exertions in going or residing away from his usual place of business or residence for any of the purposes of the Company or in giving special attention to the business of the Company as a member of a committee of Directors, the Company may remunerate the Director so doing either by a fixed sum or otherwise (other than by a sum to include a commission on or percentage of turnover) as may be determined by the Board provided that in the case of non-executive Directors, 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.

Article 126

The remuneration of a Director holding an executive office pursuant to these Articles shall, subject to Article 94, be fixed by the Board 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.

15.2.3 Voting and borrowing powers of Directors

The provisions of our Articles of Association dealing with the voting and borrowing powers of our Directors are as follows:

Article 99

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 subsidiary company or associate company or any related third party subject to the law including but not limited to the provisions of the Act and the Listing Requirements.

15. ADDITIONAL INFORMATION (Cont'd)

Article 100

The Directors shall not borrow any money or mortgage or charge any of the Company's or its subsidiaries' undertaking, property or uncalled capital, or issue debentures or other securities, whether outright or as security, for any debt, liability or obligation of an unrelated third party.

Article 101

The Directors may establish or arrange any contributory or non-contributory pension or superannuation scheme for the benefit of, or pay a gratuity, pension or emolument to any person who is or has been employed by or in the service of the Company or any subsidiary of the Company, or to any person who is or has been a Director or other officer of and holds or has held salaried employment in the Company or any such subsidiary, and the widow, family or dependants of any such person. The Directors may also subscribe to any association or fund which they consider to be for the benefit of the Company or any such subsidiary or any such person as aforesaid and make payments for or towards any hospital or scholastic expenses and any Director holding such salaried employment shall be entitled to retain any benefit received by him under this Article subject only, where the Act requires, to proper disclosure to the Members and the approval of the Company in general meeting.

Article 102

The Directors may exercise all the powers of the Company conferred by the Act in relation to any official seal for use outside Malaysia and in relation to branch registers.

Article 107

Subject always to the Act and requirements of the Exchange, a Director may hold any other office or place of profit under the Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine and no Director or intending Director shall be disqualified by his office from contracting with the Company either with regard to his tenure of any such other office or place of profit or as vendor, purchaser or otherwise nor shall any such contracts, or any contract or arrangement entered into by or on behalf of the Company in which any Director is in any way interested, be liable to be avoided, nor shall any Director so contracting or being so interested be liable to account to the Company for any profit realised by any such contract or arrangement by reason of such Director holding that office or of the fiduciary relationship thereby established but the nature and extent of interest must be declared by him at the meeting of the Directors at which the contract or arrangement is determined, if the interest then exists or in any other case, at the first meeting of the Directors after the acquisition of the interest.

Article 121

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 any decision is taken upon any contract or proposed 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 these Articles.

15. ADDITIONAL INFORMATION (Cont'd)

Article 122

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.

15.2.4 Changes in capital and variation of class rights

The provisions of our Articles of Association dealing with changes in capital variations of class rights which are stringent as those provided in the Act are as follows:

Article 8

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 sanction of a special resolution passed at a separate meeting of the shareholders of that class. Where necessary majority of such a special resolution is not obtained at the meeting, consent in writing if obtained from the holders of not less than three-fourths of the issued shares of that class within two (2) months of the meeting, shall be as valid and effectual as a special resolution carried at the meeting. 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 at least two (2) persons who are shareholders present in person or represented 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.

Article 9

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.

15.3 Directors and Substantial Shareholders

- (a) The names, addresses and professions of our Directors are set out in the Corporate Directory Section of this Prospectus.
- (b) Save as disclosed in Section 8.10 of this Prospectus, there is no existing or proposed service agreement (other than employment contract) between us and our Directors or key management.

15. ADDITIONAL INFORMATION (Cont'd)

- (c) Please refer to Section 8.1.1 of this Prospectus for the direct and indirect interests of our Promoters, Selling Shareholder and substantial shareholders in the issued and paid-up capital of our Company before and after the IPO.
- (d) Please refer to Section 8.2.1 of this Prospectus for the direct and indirect interests of our Directors in the issued and paid-up capital of our Company before and after the IPO.
- (e) Save as disclosed in Section 10.3 of this Prospectus, none of our Directors or substantial shareholders has any interest, direct or indirect, in any business carrying on a similar trade as us.
- (f) None of our Directors or substantial shareholders has interest in any contract or arrangement subsisting at the date of this Prospectus which is significant in relation to the business of our Company and our subsidiaries taken as a whole.

15.4 Material Contracts

Save as disclosed below, we have not entered into any contract which are or may be material (not being contracts entered into in the ordinary course of business) within the two (2) years preceding the date of this Prospectus:

- (a) Share sale agreement dated 6 October 2010 entered into between our Company with Catcha Group (S) for the acquisition of the the entire issued and fully paid-up capital of Catcha Media Holdings, Catcha Home, Catcha Kids and Catcha Luxury and 11.73% of the issued and paid-up share capital of Catcha Lifestyle from Catcha Group (S) by Catcha Media for a total purchase consideration of RM11,000,000.00, payable by the issuance of 110,000,000 of the Company's new ordinary shares of RM0.10 each to Catcha Group (S).
- (b) Option agreement dated 23 March 2009 between Catcha Media Holdings and Catcha Digital (S) with Microsoft for granting of the option to Microsoft to purchase up to 50.00% of the fully paid-up ordinary shares in the capital of Catcha Digital (S) on a fully diluted basis at its sole discretion at anytime after twenty-four (24) months of the date of this option agreement. Microsoft has vide its letter dated 14 June 2011 agrees to terminate the option agreement dated 23 March 2009 between Catcha Media Holdings and Catcha Digital (S) with Microsoft.
- (c) Indemnity Agreement dated 30 August 2010 between Catcha Group (S) with Catcha Media Holdings and Catcha Digital (S) whereby Catcha Group (S) indemnifies Catcha Media Holdings and Catcha Digital (S) of their liability pursuant to the guarantee granted under the terms of the SAA. This indemnity will remain valid as long as Catcha Group (S) holds more than 33.00% of the total issued and paid-up share capital of our Company.
- (d) On 2 November 2010, Catcha Lifestyle entered into a sale and purchase agreement with Catcha Group (S) to acquire the rights and trademark of Juice magazine for a cash consideration of RM2.00 million to be paid in five (5) payments up to 31 December 2011 by Catcha Lifestyle to Catcha Group (S);
- (e) In 12 November 2010, our Company entered into a call option agreement with Catcha Group (S) whereby Catcha Group (S) has granted our Company the right to purchase 51.00% of the total equity interest in Catcha Digital Asia.
- (f) Underwriting agreement dated 17 June 2011 between us and our Underwriter, for the underwriting of up to 3,000,000 Issue Shares at an underwriting commission of

15. ADDITIONAL INFORMATION (Cont'd)

2.50% of the total value of the underwritten value at the Issue Price of RM0.75 per Share.

- (g) Placement Agent agreement dated 17 June 2011 between us and our Placement Agent for the placement of 20,000,000 Issue Shares at a rate of 1.00% to 2.50% of the value of the Shares placed out to investors identified by our Placement Agent respectively, at the Issue Price of RM0.75 per Share.

15.5 Material Litigation and Arbitration

As at LPD, we are not engaged in any material litigation or arbitration, either as plaintiff or defendant, which has or might have material effects on our business or financial position, and our Directors do not know of any proceeding pending and threatened, and of any fact likely to give rise to any proceeding which might materially and adversely affect our business or financial position.

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15. ADDITIONAL INFORMATION (Cont'd)

15.6 General Information

During the last financial year and the current financial year, there has been:

- (a) no public take-over offers by third parties in respect of our Shares; and
- (b) no public take-over offers by us in respect of other companies' shares.

15.7 Consents

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

The Auditors and Reporting Accountants have, before the issue of this Prospectus, given and have not subsequently withdrawn their written consents to the inclusion in this Prospectus of their names, letter relating to the Pro forma Consolidated Financial Information and Accountants' Report in the form and context in which they appear in this Prospectus.

The Independent Business and Market Research Consultants have, before the issue of this Prospectus, given and has not subsequently withdrawn their written consent to the inclusion in this Prospectus of their name and the Independent Assessment of the Media Industry in the form and context in which they appear in this Prospectus.

15.8 Documents for Inspection

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

- (a) our Memorandum and Articles of Association;
- (b) the contract, arrangement, document or other matter as disclosed in Section 6.14 of this Prospectus;
- (c) the Reporting Accountants' letter relating to the Pro forma Consolidated Financial Information dated 17 June 2011 as included in Section 12.3 of this Prospectus;
- (d) the Accountants' Report dated 17 June 2011 as included in Section 13 of this Prospectus;
- (e) Independent Market Research on the Online Media Industry in Malaysia and its summary thereof as included in Section 7 of this Prospectus;
- (f) the Directors' Report as included in Section 14 of this Prospectus;
- (g) material contracts as disclosed in Section 15.4 of this Prospectus;
- (h) the letters of consent as referred to in Section 15.7 of this Prospectus;
- (i) executive service agreement of Damon Shay Reilly dated 30 December 2010 as disclosed in Section 8.10 of this Prospectus; and

15. ADDITIONAL INFORMATION (Cont'd)

- (j) the audited financial statements of our Company and subsidiaries for the past three (3) financial years up to the FYE 2010.

15.9 Responsibility Statements

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

OSK, being our Principal Adviser, Sponsor, Underwriter and Placement Agent, acknowledges that, based on all available information and to the best of its knowledge and belief, this Prospectus constitutes full and true disclosure of all material facts about the IPO.

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16. PROCEDURES FOR APPLICATION AND ACCEPTANCE

16.1 Opening and Closing of Applications

Opening of applications: 10.00 a.m. on 30 June 2011

Closing of applications: 5.00 p.m. on 8 July 2011

or at such other later time and date or dates as our Directors and Underwriter may mutually decide, at their absolute discretion. **We will not accept late applications.**

Our Directors and Underwriter may mutually decide, at their absolute discretion, to extend the closing date and time for application of the IPO to any later date or dates. Should the closing date of the application for the IPO be extended, we will advertise a notice of the extension in widely-circulated English and Bahasa Malaysia newspapers prior to the original closing date of applications for the IPO. Following this, the dates for the balloting of applications for the Issue Shares, allotment of the Issue Shares and Listing would be extended accordingly.

16.2 Eligibility

You can only apply for our Shares if you fulfil **all** the following:

- (a) You must have a CDS account. If you do not have a CDS account, you may open one (1) by contacting any of the ADAs listed in Section 17 of this Prospectus;
- (b) You must be **one (1)** of the following:
 - (i) A Malaysian citizen who is at least eighteen (18) years old as at the closing date of the application with a Malaysian address; or
 - (ii) A corporation/institution incorporated in Malaysia where, there is a majority of Malaysian citizens on your board of directors/trustees and if you have a share capital, more than half of the issued share capital, excluding preference share capital, is held by Malaysian citizens; or
 - (iii) A superannuation, co-operative, foundation, provident or pension fund established or operating in Malaysia.

We will not accept applications from trustees, persons under eighteen (18) years of age, sole proprietorships, partnerships or other incorporated bodies or associations, other than corporations/institution referred to in (b)(ii) or (iii) above or the trustees thereof; and

- (c) You are not a director or employee of MIH, our Issuing House or their immediate family members.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**16.3 Methods of Application**

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

Class of applicants	Application method
Identified investors via private placement	Blue Application Form only
Malaysian Public (for individuals)	White Application Form or Electronic Share Application ⁽¹⁾ or Internet Share Application ⁽²⁾
Malaysian Public (for non individuals, e.g. corporations, institutions, etc)	White Application Form only

Notes:

- (1) Except for Affin Bank Berhad, a surcharge of RM2.50 per Electronic Share Application will be charged by the Participating Financial Institution.
- (2) The following processing fee per Internet Share Application will be charged by the respective Internet Participating Financial Institution:
- (a) CIMB Investment Bank Berhad (www.eipocimb.com) – RM2.00 per Internet Share Application via CIMB Bank Berhad or via Malayan Banking Berhad;
 - (b) CIMB Bank Berhad (www.cimbclicks.com.my) – RM2.00 per Internet Share Application for applicants with CDS account held with CIMB Investment Bank Berhad and RM2.50 for applicants with CDS accounts with other ADAs;
 - (c) Malayan Banking Berhad (www.maybank2u.com.my) – RM1.00 per Internet Share Application;
 - (d) Affin Bank Berhad (www.affinOnline.com) – No fee will be charged for application by their account holders;
 - (e) RHB Bank Berhad (www.rhb.com.my) – RM2.50 per Internet Share Application; and
 - (f) Public Bank Berhad (www.pbcbank.com) – RM2.00 per Internet Share Application.

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16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

16.4 Procedures for Application

16.4.1 Procedures for application by way of an Application Form

Members of the Public and identified investors applying via the private placement should follow the following procedures in making their applications:

Step 1 : Obtain application documents

Obtain the **White** Application Forms (if you are a member of the Public) or **Blue** Application Forms (if you are an identified investor) together with the Official "A" and "B" envelopes and a copy of this Prospectus. These documents can be obtained subject to availability from the following parties:

- (a) OSK;
- (b) participating organisations of Bursa Securities;
- (c) members of the Association of Banks in Malaysia;
- (d) members of the Malaysian Investment Banking Association; and
- (e) MIH.

Step 2 : Read the Prospectus

In accordance with Section 232(2) of the CMSA, the Application Forms are accompanied by this Prospectus. You are advised to read and understand this Prospectus before making your application.

Step 3 : Complete the Application Form

Complete the relevant Application Form legibly and **STRICTLY** in accordance with the notes and instructions printed on it and in this Prospectus.

(a) Personal particulars

You must ensure that your personal particulars submitted in your application are identical with the records maintained by Bursa Depository. Please inform Bursa Depository promptly of any changes to your personal particulars.

If you are an individual and you are not a member of the armed forces or police, your name and national registration identity card ("**NRIC**") number/ Passport must be the same as that stated in:

- (i) your NRIC; or
- (ii) your "Resit Pengenalan Sementara (JPN KP 09)" 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.

If you are a member of the armed forces or police, your name and your armed forces or police personnel number, as the case may be, must be the same as that stated in your authority card.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

If you are a corporation/institution, the name and certificate of incorporation number must be the same as that stated in the corporation's/institution's certificate of incorporation.

(b) CDS account number

You must state your CDS account number in the space provided in the Application Form. Invalid, nominee or third party CDS accounts will **not** be accepted.

(c) Details of payment

You must state the details of your payment in the appropriate boxes provided in the White Application Form.

(d) Number of Shares applied

Your application must be for 100 Shares or multiples thereof.

Step 4 : Prepare appropriate form of payment (applicable to Malaysian public and identified investors via private placement)

Prepare the correct form of payment in RM for the FULL amount payable for the Issue Shares based on the Issue Price.

Your completed Application Form must be accompanied by remittance in RM for the full amount payable by any of the following:

- (a) banker's draft or cashier's order purchased within Malaysia only and drawn on a bank in Kuala Lumpur (differentiated by a special red band for Bumiputera applicants); or
- (b) money order or postal order (for applicants from Sabah and Sarawak only); or
- (c) Guaranteed Giro Order ("**GGO**") from Bank Simpanan Nasional Malaysia Berhad (differentiated by a special red band for Bumiputera applicants); or
- (d) ATM statement obtained only from any of the following financial institutions:
 - Affin Bank Berhad; or
 - Alliance Bank Malaysia Berhad; or
 - AmBank (M) Berhad; or
 - CIMB Bank Berhad; or
 - EON Bank Berhad; or
 - Hong Leong Bank Berhad; or
 - Malayan Banking Berhad; or
 - Public Bank Berhad; or
 - RHB Bank Berhad,

and must be made out in favour of "**MIH SHARE ISSUE ACCOUNT NO: 522**" and crossed "**A/C PAYEE ONLY**" (excluding ATM statements) and endorsed on the reverse side with your name and address.

We will not accept applications with excess or insufficient remittances or inappropriate forms of payment.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

Step 5 : Finalise application

Insert the White Application Form with the appropriate payment and a legible photocopy of identification document (NRIC/"Resit Pengenalan Sementara (JPN KP 09)"/ valid temporary identity document issued by the National Registration Department/authority card/certificate of incorporation) into Official "A" envelope and seal it. Write your name and address on the outside of the Official "A" and "B" envelopes. The name and address written must be identical to your name and address as per your NRIC/"Resit Pengenalan Sementara (JPN KP 09)"/ valid temporary identity document issued by the National Registration Department/authority card/ certificate of incorporation. Affix a stamp on Official "A" envelope and insert Official "A" envelope into Official "B" envelope.

Step 6 : Submit application

Each completed Application Form, accompanied by the appropriate remittance and legible photocopy of the relevant documents can be submitted using one of the following methods:

- (a) despatched by **ORDINARY POST** in the official envelopes provided, to the following address:

Malaysian Issuing House Sdn Bhd (258345-X)
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan
P.O. Box 8269
Pejabat Pos Kelana Jaya
46785 Petaling Jaya

- (b) **DELIVERED BY HAND AND DEPOSITED** in the drop-in boxes provided at the front portion of Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan so as to arrive not later than 5.00 p.m. on 8 July 2011.

The Application Forms set out the full instruction for the application of the Issue Shares and the procedures to be followed. The Application Forms together with the notes and instructions shall constitute an integral part of this Prospectus. All Applicants are advised to read the Application Forms and the notes and instructions therein carefully. Applications which do not conform strictly to the terms of this Prospectus or the Application Form or notes and instructions or which are illegible may not be accepted at the absolute discretion of our Directors.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

16.4.2 Procedures for application by way of an Electronic Share Application

Application for our Shares by way of Electronic Share Application are only applicable to Malaysian individuals in respect of the Issue Shares made available for application by the Malaysian public.

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

- (i) You must have an account with a Participating Financial Institution (as detailed in Section 16.4.2(b) below) and an ATM card issued by that Participating Financial Institution to assess the account;
- (ii) You **must have a CDS account**; and
- (iii) You may apply for the Issue Shares via the ATM of the Participating Financial Institutions by choosing the Electronic Share Application option. Mandatory statements required in the application are set out in Section 16.4.2(c) of the terms and conditions for Electronic Share Applications. You will have to enter at least the following information through the ATM where the instructions on the ATM screen at which you enter your Electronic Share Application requires you to do so:
 - Personal Identification Number (PIN);
 - MIH Share Issue Account Number 522;
 - CDS account number;
 - Number of Shares applied for and/or the RM amount to be debited from the account; and
 - Confirmation of several mandatory statements.

(b) Participating Financial Institutions

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

- Affin Bank Berhad; or
- AmBank (M) Berhad; or
- Bank Muamalat Malaysia Berhad; or
- CIMB Bank Berhad; or
- EON Bank Berhad; or
- HSBC Bank Malaysia Berhad; or
- Malayan Banking Berhad; or
- OCBC Bank (Malaysia) Berhad; or
- Public Bank Berhad; or
- RHB Bank Berhad; or
- Standard Chartered Bank Malaysia Berhad (at selected branches only).

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

(c) Terms and conditions of Electronic Share Applications

The procedures for Electronic Share Applications at ATMs of the Participating Financial Institutions are set out on the ATM screens of the relevant Participating Financial Institutions (the "**Steps**"). For illustration purposes, the procedures for Electronic Share Application at ATMs are set out in "**Steps for Electronic Share Application through a Participating Financial Institution's ATM**" in Section 16.4.2(a) above. You must complete all the steps and follow the instructions set out on the ATM screen to complete an Electronic Share Application. You are advised to read and understand the terms of this Prospectus, the Steps and the terms and conditions for Electronic Share Applications set out below before making an Electronic Share Application. Any reference to "applicant/you" in the terms and conditions for Electronic Share Application and the Steps shall mean the applicant who applies for the Shares through an ATM of any of the Participating Financial Institutions.

In the case of Electronic Share Applications, you must have a CDS account to be eligible to utilise the facility.

You must have an existing bank account with, and be an ATM cardholder of, one of the Participating Financial Institutions before you can make an Electronic Share Application at an ATM of that Participating Financial Institution. An ATM card issued by one 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 your Electronic Share Application transaction, you will receive a computer-generated transaction slip ("**Transaction Record**"), confirming the details of your 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 our Company or MIH. Do not submit your Transaction Record with any Application Form. The Transaction Record is for your own retention.

Upon the closing of the offer for the application for the Issue Shares, on 8 July 2011 at 5.00 p.m. ("**Closing Date and Time**"), the Participating Financial Institutions shall submit a magnetic tape containing its respective customers' applications for the 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.

You are allowed to make an Electronic Share Application for the Issue Shares via an ATM that accepts the ATM cards of the Participating Financial Institution with which you have an account at its branches, subject to you making only one (1) application.

You must ensure that you use your own CDS account number when making an Electronic Share Application. If you operate a joint account with any Participating Financial Institution, you must ensure that you enter your own CDS account number when using an ATM card issued to you in your own name. Your application will be rejected if you fail to comply with the foregoing conditions.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

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

- (a) The Electronic Share Application shall be made in relation with and subject to the terms of this Prospectus and our Memorandum and Articles of Association.
- (b) You are 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:
 - You are at least eighteen (18) years of age as at the closing date of the share application;
 - You are a Malaysian citizen residing in Malaysia;
 - You have read the relevant Prospectus and understood and agreed with the terms and conditions of the application;
 - This is the only application that you are submitting; and
 - You hereby give consent to the Participating Financial Institution and Bursa Depository to disclose information pertaining to yourself and your account with the Participating Financial Institution and Bursa Depository to MIH and other relevant authorities.

The application will not be successfully completed and cannot be recorded as a completed transaction at the ATM unless you complete all the steps required by the Participating Financial Institution. By doing so, you will be treated as signifying your 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 Acts, 1989 and Section 45 of the Securities Industry (Central Depositories) Act, 1991 to the disclosure by the relevant Participating Financial Institution or Bursa Depository, as the case may be, of any of your particulars to MIH or any relevant regulatory bodies.

- (c) **You confirm that you are not applying for the Shares as a nominee of any other person and that any Electronic Share Application that you make is made by you as the beneficial owner. You shall only make one (1) Electronic Share Application and shall not make any other application for the Issue Shares, whether at the ATMs of any Participating Financial Institution, on the prescribed Application Forms or via Internet Share Application.**
- (d) You must have sufficient funds in your bank account with the relevant Participating Financial Institution at the time you make your Electronic Share Application, failing which your 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.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (e) You irrevocably agree and undertake 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 you in respect of your Electronic Share Application. In the event that we decide to allot or allocate any lesser number of such Shares or not to allot or allocate any Shares to you, you agree to accept any such decision as final. If your Electronic Share Application is successful, your confirmation (by your action of pressing the designated key (or button) on the ATM) of the number of Shares applied for shall signify, and shall be treated as your acceptance of the number of Shares that may be allotted or allocated to you and to be bound by our Memorandum and Articles of Association.
- (f) We reserve the right to reject or accept any Electronic Share Application in whole or in part only without giving 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 our Shares.
- (g) If your 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 within two (2) Market Days after the balloting date. If your Electronic Share Application is not successful, the relevant Participating Financial Institution will credit the full amount of the application monies without interest in RM into your account with that Participating Financial Institution within two (2) Market Days after the receipt of confirmation from MIH. You may check your account on the fifth (5th) Market Day from the balloting date.

If your Electronic Share Application is accepted in part only, the relevant Participating Financial Institution will credit the balance of the application monies without interest in RM into your account with the Participating Financial Institution within two (2) Market Days after the receipt of confirmation from MIH. 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 the applicants by MIH by way of cheques issued by MIH. The cheques will be issued to the applicants not later than ten (10) Market Days from the day of the final ballot of the application list.

If you encounter any problems in your applications, you may refer to the Participating Financial Institutions.

- (h) You request and authorise us:
- (i) to credit the Shares allotted or allocated to you into your CDS account; and
 - (ii) to issue share certificate(s) representing such Shares allotted or allocated in the name of Bursa Malaysia Depository Nominees Sdn Bhd and send the same to Bursa Depository.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (i) You, acknowledge that your Electronic Share Application is subject to the risks of electrical, electronic, technical, transmission, communications and computer-related faults and breakdowns, fires and other events which are beyond our control, and the control of MIH, the Participating Financial Institutions or Bursa Depository, irrevocably agree that if:
 - (i) we or MIH do/does not receive your Electronic Share Application; or
 - (ii) data relating to your Electronic Share Application is wholly or partially lost, corrupted or not otherwise accessible, or not transmitted or communicated to us or MIH,you shall be deemed not to have made an Electronic Share Application and you shall not claim whatsoever against us, MIH, the Participating Financial Institution or Bursa Depository for the Shares applied for or for any compensation, loss or damage arising from it.
- (j) All of your particulars in the records of the relevant Participating Financial Institution at the time you make your Electronic Share Application shall be deemed to be true and correct; and we, MIH and the relevant Participating Financial Institution shall be entitled to rely on the accuracy thereof.
- (k) You shall ensure that your personal particulars as recorded by both Bursa Depository and the relevant Participating Financial Institution are correct and identical. Otherwise, your Electronic Share Application is liable to be rejected. You must inform Bursa Depository promptly of any change in address, failing which the notification letter of successful allocation will be sent to your registered address last maintained with Bursa Depository.
- (l) By making and completing an Electronic Share Application, you agree that:
 - (i) in consideration of our Company making available the Electronic Share Application facility to you, through the Participating Financial Institutions at their respective ATMs, your Electronic Share Application is irrevocable;
 - (ii) we, MIH, the Participating Financial Institutions and Bursa Depository shall not be liable for any delays, failures or inaccuracies in the processing of data relating to your Electronic Share Application to us due to a breakdown or failure of transmission or communication facilities or to any cause beyond our/their control;
 - (iii) notwithstanding the receipt of any payment by us or on our behalf, the acceptance of your offer to subscribe for and purchase the Shares for which your Electronic Share Application has been successfully completed shall be constituted by the issue of notice of successful allocation by us or our behalf for prescribed securities, in respect of the said Shares;

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (iv) you irrevocably authorise Bursa Depository to complete and sign on your behalf as transferee or renounee any instrument of transfer and/or other documents required for the issue or transfer of the Shares allotted or allocated to you; and
- (v) you agree that in the event of any legal disputes arising from the use of Electronic Share Application, our mutual rights, obligations and liabilities shall be determined under the laws of Malaysia and be bound by the decisions of the Courts of Malaysia.
- (m) If you are successful in your Electronic Share Application, our Directors reserve the right to require you to appear in person at the registered office of MIH within fourteen (14) days of the date of notice issued to you to ascertain your application is genuine and valid. Our Directors 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 you for the purpose of complying with this provision.
- (n) MIH, on the authority of our Directors, reserves the right to reject applications which do not conform to these instructions.

16.4.3 Procedures for application by way of an Internet Share Application

Applications for our Shares by way of Internet Share Application are only applicable to Malaysian individuals in respect of the Issue Shares made available for application by the Malaysian public.

Please read carefully and follow the terms of this Prospectus, the procedures, terms and conditions for Internet Share Application and the procedures set out on the internet financial services website of the Internet Participating Financial Institution before making an Internet Share Application.

Step 1 : Set up of account

Before making an application by way of Internet Share application, you **must have all** of the following:

- (a) an existing account with access to internet financial services facilities with the following Internet Participating Financial Institutions:
 - CIMB Investment Bank Berhad at www.eipocimb.com; or
 - CIMB Bank Berhad at www.cimbclicks.com.my; or
 - Malayan Banking Berhad at www.maybank2u.com.my (via hyperlink to Bursa Securities' website at www.bursamalaysia.com); or
 - Affin Bank Berhad at www.affinOnline.com; or
 - RHB Bank Berhad at www.rhb.com.my (via hyperlink to Bursa Securities' website at www.bursamalaysia.com); or
 - Public Bank Berhad at www.pbebank.com (via hyperlink to Bursa Securities' website at www.bursamalaysia.com).

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (b) an individual CDS account registered in your name (and not in a nominee's name) and in case of a joint account an individual CDS account registered in your name which is to be used for the purpose of the application if you are making the application instead of a CDS account registered in the joint account holder's name.

Step 2 : Read the Prospectus

You are advised to read and understand this Prospectus before making your application.

Step 3 : Apply through internet

The exact steps for Internet Share Application for the Issue Shares are as set out on the internet financial services websites of the Internet Participating Financial Institutions.

For illustration purposes only, we have set out below the possible steps of an application for the Issue Shares using Internet Share Application.

Please note that the actual steps for Internet Share Applications contained in the internet financial services website of the Internet Participating Financial Institution may differ from the steps outlined below.

- (a) Connect to the internet financial services website of the Internet Participating Financial Institution with which you have an account. You are advised not to apply for the Issue Shares through any website other than the internet financial services website of the Internet Participating Financial Institution.
- (b) Log in to the internet financial services facility by entering your user identification and PIN/password.
- (c) Navigate to the section of the website on the applications in respect of initial public offerings.
- (d) Select the counter in respect of the Issue Shares to launch the Electronic Prospectus and the terms and conditions of the Internet Share Application.
- (e) Select the designated hyperlink on the screen to accept the abovementioned terms and conditions, having read and understood such terms and conditions.
- (f) At the next screen, complete the online application form.
- (g) Check that the information contained in the online application form, such as the share counter, NRIC number, CDS account number, number of Issue Shares applied for and the account number to debit are correct, and select the designated hyperlink on the screen to confirm and submit the online application form.
- (h) After selecting the designated hyperlink on the screen, you will have to confirm and undertake that the following mandatory statements are true and correct:
 - (i) You are at least eighteen (18) years of age as at the closing date of the share application;
 - (ii) You are a Malaysian citizen residing in Malaysia;

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (iii) You have, prior to making the Internet Share Application, received and/or have had access to a printed/electronic copy of this Prospectus, the contents of which you have read and understood;
 - (iv) You agree to all terms and conditions of the Internet Share Application as set out in this Prospectus and have carefully considered the risk factors set out in this Prospectus, in addition to all other information contained in this Prospectus, before making the Internet Share Application;
 - (v) The Internet Share Application is the only application that you are submitting for the Issue Shares;
 - (vi) You authorise the Internet Participating Financial Institution or the Authorised Financial Institution to deduct the full amount payable for the Issue Shares from your account with the Internet Participating Financial Institution or the Authorised Financial Institution;
 - (vii) You give your express consent in accordance with the relevant laws of Malaysia (including but not limited to Section 99 of the Banking and Financial Institutions Act, 1989 and Section 45 of the Securities Industries (Central Depositories) Act, 1991) to the disclosure by the Internet Participating Financial Institution, the Authorised Financial Institution and/or Bursa Depository, as the case may be, of information pertaining to you, the Internet Share Application made by you or your account with the Internet Participating Financial Institutions, to MIH and the Authorised Financial Institutions, the SC and any other relevant authority;
 - (viii) You are not applying for the Issue Shares as a nominee of any other persons and the application is made in your own name as the beneficial owner and subject to the risks referred to in this Prospectus; and
 - (ix) You authorise the Internet Participating Financial Institution to disclose and transfer to any person, including any government or regulatory authority in any jurisdiction, us, Bursa Securities or other relevant parties in connection with the IPO, all information relating to you if required by any law, regulation, court order or any government or regulatory authority in any jurisdiction or if such disclosure and transfer is, in the reasonable opinion of the Internet Participating Financial Institution, necessary for the provision of the Internet Share Application services or if such disclosure is requested or required in connection with the IPO. Further, the Internet Participating Financial Institution will take reasonable precautions to preserve the confidentiality of information furnished by you to the Internet Participating Financial Institution in connection with the use of the Internet Share Application services.
- (i) Upon submission of the online application form, you will be linked to the website of the Authorised Financial Institution to effect the online payment of your money for the IPO.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (j) You must pay for the Issue Shares through the website of the Authorised Financial Institution, failing which the Internet Share Application is **not completed**, despite the display of the Confirmation Screen. "**Confirmation Screen**" refers to the screen which appears or is displayed on the internet financial services website, which confirms that the Internet Share Application has been completed and states the details of your Internet Share Application, including the number of Issue Shares applied for, which can be printed out by you for your records.
- (k) As soon as the transaction is completed, a message from the Authorised Financial Institution pertaining to the payment status will appear on the screen on the website through which the online payment for the application of the Issue Shares is being made.
- (l) Subsequent to the above, the Internet Participating Financial Institution shall confirm that the Internet Share Application has been completed, via the Confirmation Screen on its website.
- (m) You are advised to print out the Confirmation Screen for reference and retention.

Terms and conditions of Internet Share Applications

The terms and conditions outlined below supplement the additional terms and conditions for Internet Share Application contained in the internet financial services website of the Internet Participating Financial Institution. Please refer to the internet financial services website of the Internet Participating Financial Institution for the exact terms and conditions and instructions.

- (a) Your application will not be successfully completed and cannot be recorded as a completed application unless you have completed all relevant application steps and procedures for the Internet Share Application which would result in the internet financial services website displaying the Confirmation Screen. You are required to complete your Internet Share Application by the close of the Public Issue mentioned in Section 17.1 of this Prospectus.
- (b) You irrevocably agree and undertake to subscribe for or purchase and to accept the number of Shares applied for as stated on the Confirmation Screen or any lesser number of Shares that may be allotted or allocated to you in respect of your Internet Share Application. Your confirmation by clicking the designated hyperlink on the relevant screen of the website shall be treated as your acceptance of the number of Shares allotted or allocated to you.
- (c) You request and authorise us:
 - (i) to credit the Shares allotted or allocated to you into your CDS account; and
 - (ii) to issue share certificate(s) representing such Shares allotted or allocated in the name of Bursa Malaysia Depository Nominees Sdn Bhd and send the same to Bursa Depository.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (d) You, acknowledge that your Internet Share Application is subject to the risks of electrical, electronic, technical, transmission, communications and computer-related faults and breakdowns, faults with computer software, problems occurring during data transmission, computer security threats such as viruses, hackers and crackers, fires, acts of God and other events which are beyond our control, and the control of the Internet Participating Financial Institution and/or the Authorised Financial Institution, irrevocably agree that if:
- (i) we, MIH, the Internet Participating Financial Institution and/or the Authorised Financial Institution do/does not receive your Internet Share Application and/or payment; or
 - (ii) data relating to your Internet Share Application or the tape or any other devices containing such data is wholly or partially lost, corrupted or not otherwise accessible, or not transmitted or communicated to us or MIH,
- you shall be deemed not to have made an Internet Share Application and you shall not claim whatsoever against us, MIH, the Internet Participating Financial Institution or the Authorised Financial Institution for the Shares applied for or for any compensation, loss or damage arising from it.
- (e) You irrevocably authorise Bursa Depository to complete and sign on your behalf as transferee or renounee any instrument of transfer and/or other documents required for the issue or transfer of the Shares allocated to you.
- (f) You agree that in the event of any legal disputes arising from the use of Internet Share Application, our mutual rights, obligations and liabilities shall be determined under the laws of Malaysia and be bound by the decisions of the Courts of Malaysia.
- (g) You shall hold the Internet Participating Financial Institution harmless from any damages, claims or losses whatsoever, as a consequence of or arising from any rejection of your Internet Share Application by us, MIH and/or the Internet Participating Financial Institution for reasons of multiple application, suspected multiple application, inaccurate and/or incomplete details provided by you, or any other cause beyond the control of the Internet Participating Financial Institution.
- (h) You are not entitled to exercise any remedy of rescission for misrepresentation at any time after we have accepted your Internet Share Application.
- (i) In making the Internet Share Application, you have relied solely on the information contained in this Prospectus. We, our Underwriter, our Principal Adviser and any other person involved in the IPO shall not be liable for any information not contained in this Prospectus which may have been relied by you in making the Internet Share Application.
- (j) The following processing fee per Internet Share Application will be charged by the respective Internet Participating Financial Institution:
- (i) Affin Bank Berhad (www.affinOnline.com) – No fee will be charged for application by their account holders;
 - (ii) CIMB (www.eipocimb.com) – RM2.00 for payment via CIMB Bank or Malayan Banking Berhad;

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (iii) CIMB Bank (www.cimbclicks.com.my) – RM2.00 for application with CDS accounts held with CIMB and RM2.50 for applications with CDS accounts with other ADAs;
- (iv) Malayan Banking Berhad (www.maybank2u.com) – RM1.00;
- (v) RHB Bank Berhad (www.rhb.com.my) – RM2.50 per Internet Share Application; and
- (vi) Public Bank Berhad (www.pbebank.com) – RM2.00 per Internet Share Application.

16.5 Other Terms and Conditions

- (a) You are required to pay the Issue Price of RM0.75 for each Issue Share you have applied for.
- (b) You can submit only one (1) application for the Issue Shares offered to the Malaysian public. For example, if you submit an application using a White Application Form, you cannot submit an Electronic Share Application or Internet Share Application.

MIH acting under the authority of our Directors, has the discretion to reject applications that appears to be multiple applications.

We wish to caution you that if you submit more than one (1) application in your own name or by using the name of others, with or without their consent, you will be committing an offence under Section 179 of the CMSA and may be punished with a minimum fine of RM1,000,000 and a jail term of up to ten (10) years under Section 182 of the CMSA.

- (c) Your application must be for at least 100 Shares or multiples thereof.
- (d) Your application must be made in connection with and subject to this Prospectus and our Memorandum and Articles of Association. You agree to be bound by our Memorandum and Articles of Association.
- (e) Your submission of an application does not necessarily mean that your application will be successful. Any submission of application is irrevocable.
- (f) Our Company or MIH will not issue any acknowledgement of the receipt of your application or application monies.
- (g) You must ensure that your personal particulars submitted in your application and/or your personal particular as recorded by the Internet Participating Financial Institution are correct and identical with the records maintained by Bursa Depository. Otherwise, your application is liable to be rejected. Bursa Securities will have to be promptly notified of any change in your address, failing which the notification letter of successful allocation will be sent to your registered or correspondence address last maintained with Bursa Depository.
- (h) Your remittances having been presented for payment shall not signify that your application has been accepted.

Our acceptance of your application to subscribe for or purchase the Issue Shares shall be constituted by the issue of notices of allotment for the Issue Shares to you.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (i) Submission of your CDS account number in your application includes your authority or consent in accordance with the Malaysian laws of Bursa Depository and the Participating Financial Institution, as the case may be, to disclose information pertaining to your CDS account and other relevant information to us or MIH and any relevant regulatory bodies, as the case may be.

You agree to accept our decision as final should we decide not to allot any Shares to you.

- (j) Additional terms and conditions for Electronic Share Applications are set out in Section 16.4.2(c) above.
- (k) Additional terms and conditions for Internet Share Applications are set out in Section 16.4.3 above.

16.6 Authority of our Directors and MIH

If you are successful in your application, our Directors reserve the right to require you to appear in person at the registered office of MIH within fourteen (14) days of the date of notice issued to you to ascertain your application is genuine and valid. Our Directors 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 you for the purpose of complying with this provision.

Applicants will be selected in a manner to be determined by our Directors. Due consideration will be given to the desirability of allotting or allocating our Shares to a reasonable number of applicants with a view to establishing an adequate market for our Shares.

MIH, on the authority of our Directors, reserve the right to:

- (a) reject applications which do not conform to the instructions in this Prospectus or are illegible, incomplete or inaccurate;
- (b) reject or accept any application, in whole or in part, on a non-discriminatory basis without giving any reason; and
- (c) bank in all application monies from unsuccessful/partially successful applicants which would subsequently be refunded without interest by registered post.

16.7 Over/Under-Subscription

In the event of an over-subscription, MIH will conduct a ballot in a fair and equitable manner as approved by our Directors to determine acceptance of applications. In determining the manner of balloting, our Directors will consider the desirability of distributing the Issue Shares, to a reasonable number of applicants for the purpose of broadening our shareholding base and establishing an adequate market in the trading of our Shares.

Pursuant to the Listing Requirements, we need at least 25% of our enlarged issued and paid-up share capital to be held by a minimum number of 200 public shareholders holding not less than 100 Shares each upon Listing and completion of this Public Issue. We expect to achieve this at the point of Listing. However, if the above requirement is not met, we may not be allowed to proceed with our Listing. In the event thereof, monies paid in respect of all applications will be returned without interest.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

In the event of an under-subscription, all the Issue Shares not applied for will be subscribed by our Underwriter pursuant to the Underwriting Agreement.

16.8 Unsuccessful/Partially Successful Applicants

If you are unsuccessful/partially successful in your application, we will return your application monies without interest in the following manner:

16.8.1 For applications by way of White Application Form

- (a) The application monies or the balance of it, as the case may be, will be returned to you via the self-addressed and stamped Official "A" envelope you provided by ordinary post (for fully unsuccessful applications) or by registered post to your last address maintained with Bursa Depository (for partially successful applications) within ten (10) Market Days from the date of the final ballot.
- (b) If your application was rejected because you did not provide a CDS account number, your application monies will be sent to the address stated in the NRIC or "Resit Pengenalán Sementara (JPN KP 09)" or any valid temporary identity document issued by the National Registration Department from time to time, at your own risk.
- (c) MIH reserves the right to bank in all application monies from unsuccessful applicants. These monies will be refunded by registered post to your last address maintained with Bursa Depository or as per item (b) above, as the case may be, within ten (10) Market Days from the date of the final ballot.

16.8.2 For applications by way of Electronic Share Application and Internet Share Application

- (a) MIH shall inform the Participating Financial Institutions of the non-successful or partially successful application within two (2) Market Days after the balloting date. The application monies or the balance of it will be credited into your account with the Participating Financial Institution without interest within two (2) Market Days after the receipt of confirmation from MIH.
- (b) You may check your account on the fifth (5th) Market Day from the balloting day.
- (c) A number of applications will be reserved to replace any balloted applications which are rejected. The application monies relating to these applications which are subsequently rejected will be refunded without interest by MIH by way of cheques by registered post or ordinary post. The cheques will be issued not later than ten (10) Market Days from the date of the final ballot. For applications that are held in reserve and are subsequently unsuccessful (or only partly successful), the Participating Financial Institution will credit into your account the application money (or any part thereof) without interest within two (2) Market Days after the receipt of confirmation from the Issuing House.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

16.9 Successful Applicants

If you are successful in your application:

- (a) Our Shares allocated to you will be credited into your CDS account. We will not be issuing any share certificates to you.
- (b) A notice of allotment will be despatched to you at the address last maintained with Bursa Depository where you have an existing CDS account at your own risk prior to our Listing. This is your only acknowledgement of acceptance of the application.

16.10 Enquiries

You may contact MIH if you have any queries on the White Application Form at (03) 7841 8000 or (03) 7841 8289. If you have any enquiry with regards to your Electronic Share Application, you may refer to the relevant Participating Financial Institution. If you have any enquiry with regards to your Internet Share Application, you may refer to the relevant Internet Participating Financial Institution and Authorised Financial Institution.

If you are applying for the Issue Shares as a Public, you may check the status of your application by logging into MIH's website at www.mih.com.my, or by calling MIH at (03) 7841 8000 or (03) 7841 8289 or your ADA at the telephone number as stated in Section 17 of this Prospectus between five (5) to ten (10) Market Days (during office hours only) after the balloting date.

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17. LIST OF ADAS

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

Name	Address and telephone number	Broker code
KUALA LUMPUR		
A.A. ANTHONY SECURITIES SDN BHD	N3, Plaza Damas 60, Jalan Sri Hartamas 1 Sri Hartamas 50480 Kuala Lumpur Tel No : (03) 6201 1155	078-004
AFFIN INVESTMENT BANK BERHAD	Ground Mezzanine & 3rd Floor Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel No : (03) 2143 8668	028-001
ALLIANCE INVESTMENT BANK BERHAD	17th Floor, Menara Multi-Purpose Capital Square No. 8, Jalan Munshi Abdullah 50100 Kuala Lumpur Tel No : (03) 2697 6333	076-001
AMINVESTMENT BANK BERHAD	15th Floor, Bangunan AmBank Group 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel No : (03) 2078 2788	086-001
BIMB SECURITIES SDN BHD	32nd Floor, Menara Multi-Purpose Capital Square No.8, Jalan Munshi Abdullah 50100 Kuala Lumpur Tel No : (03) 2691 8887	024-001
CIMB INVESTMENT BANK BERHAD	9th Floor, Commerce Square Jalan Semantan, Damansara Heights 50490 Kuala Lumpur Tel No : (03) 2084 9999	065-001
ECM LIBRA INVESTMENT BANK BERHAD	1st Floor, Wisma Genting Jalan Sultan Ismail 50250 Kuala Lumpur Tel No : (03) 2178 1133	052-009
ECM LIBRA INVESTMENT BANK BERHAD	Bangunan ECM Libra 8, Jalan Damansara Endah Damansara Heights 50490 Kuala Lumpur Tel No : (03) 2089 1888	052-001
HONG LEONG INVESTMENT BANK BERHAD	Level 8, Menara HLA No. 3, Jalan Kia Peng 50450 Kuala Lumpur Tel No : (03) 2168 1168	066-001

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
HWANGDBS INVESTMENT BANK BERHAD	2nd Floor, Bangunan AHP No. 2, Jalan Tun Mohd Fuad 3 Taman Tun Dr. Ismail 60000 Kuala Lumpur Tel No : (03) 7710 6688	068-009
HWANGDBS INVESTMENT BANK BERHAD	Nos. 34-5, 36-5, 38-5, 40-5, 42-5 & 44-5 5th Floor, Cheras Commercial Centre Jalan 5/101C Off Jalan Kaskas, 5th Mile Cheras 56100 Kuala Lumpur Tel No : (03) 9130 3399	068-012
HWANGDBS INVESTMENT BANK BERHAD	7th, 22nd, 23rd & 23A Floor Menara Keck Seng 203 Jalan Bukit Bintang 55100 Kuala Lumpur Tel No : (03) 2711 6888	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
INTER-PACIFIC SECURITIES SDN BHD	Ground Floor, 7-0-8, Jalan 3/109F Danau Business Centre, Danau Desa 58100 Kuala Lumpur Tel No : (03) 7984 7796	054-003
INTER-PACIFIC SECURITIES SDN BHD	Stesyen Minyak SHELL Jalan 1/116B, Off Jalan Kuchai Lama Kuchai Entrepreneur Park 58200 Kuala Lumpur Tel No : (03) 7981 8811	054-005
JUPITER SECURITIES SDN BHD	7th-9th Floor, Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel No : (03) 2034 1888	055-001
KAF-SEAGROATT & CAMPBELL SECURITIES SDN BHD	11th-14th Floor, Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel No : (03) 2168 8800	053-001
KENANGA INVESTMENT BANK BERHAD	8th Floor, Kenanga International Jalan Saitan Ismail 50250 Kuala Lumpur Tel No : (03) 2164 9080	073-001

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
M & A SECURITIES SDN BHD	Level 1-2, No. 45 & 47 The Boulevard, Mid Valley City Lingkaran Syed Putra 59200 Kuala Lumpur Tel No : (03) 2282 1820	057-002
MAYBANK INVESTMENT BANK BERHAD	5 – 13 Floor, MaybanLife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel No : (03) 2297 8888	098-001
MERCURY SECURITIES SDN BHD	L-7-2, No.2, Jalan Solaris Solaris Mont' Kiara 50480 Kuala Lumpur Tel No : (03) 6203 7227	093-002
MIDF AMANAH INVESTMENT BANK BERHAD	11th & 12th Floor, Menara MIDF 82 Jalan Raja Chulan 50200 Kuala Lumpur Tel No : (03) 2173 8888	026-001
MIMB INVESTMENT BANK BERHAD	Level 18, Menara EON Bank 288, Jalan Raja Laut 50350 Kuala Lumpur Tel No : (03) 2691 0200	061-001
OSK INVESTMENT BANK BERHAD	20th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel No : (03) 2333 8333	056-001
OSK INVESTMENT BANK BERHAD	No. 62 & 64 Vista Magna Jalan Prima, Metro Prima 52100 Kuala Lumpur Tel No : (03) 6257 5869	056-028
OSK INVESTMENT BANK BERHAD	Ground Floor, No. M3-A-7 & M3-A-8 Jalan Pandan Indah 4/3A Pandan Indah 55100 Kuala Lumpur Tel No : (03) 4280 4798	056-054
OSK INVESTMENT BANK BERHAD	Ground, 1st, 2nd & 3rd Floor No. 55, Zone J4 Jalan Radin Anum Bandar Baru Seri Petaling 57000 Kuala Lumpur Tel No : (03) 9058 7222	056-058

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
PM SECURITIES SDN BHD	Ground, Mezzanine, 1st & 10th Floor Menara PMI No. 2, Jalan Changkat Ceylon 50200 Kuala Lumpur Tel No : (03) 2146 3000	064-001
PUBLIC INVESTMENT BANK BERHAD	27th Floor, Public Bank Building No. 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No : (03) 2031 3011	051-001
RHB INVESTMENT BANK BERHAD	Level 9, Tower One RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel No : (03) 9287 3888	087-001
TA SECURITIES HOLDINGS BERHAD	Floor 13-16, 23, 28-30, 34 & 35 Menara TA One No. 22, Jalan P. Ramlee 50250 Kuala Lumpur Tel No : (03) 2072 1277	058-003
SELANGOR DARUL EHSAN		
AFFIN INVESTMENT BANK BERHAD	2nd, 3rd & 4th Floor Wisma Amsteel Securities No. 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No : (03) 3343 9999	028-002
AFFIN INVESTMENT BANK BERHAD	Lot 229, 2nd Floor, The Curve No. 6, Jalan PJU 7/3 Mutiara Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7729 8016	028-003
AMINVESTMENT BANK BERHAD	4th Floor, Plaza Damansara Utama No. 2, Jalan SS21/60 47400 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7710 6613	086-003
CIMB INVESTMENT BANK BERHAD	Ground Floor Tropicana City Office Tower No. 3, Jalan SS20/27 47400 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7717 3319	065-009

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
ECM LIBRA INVESTMENT BANK BERHAD	35 (Ground and 1st Floor) Jalan Tiara 3 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel No : (03) 3348 8080	052-015
HONG LEONG INVESTMENT BANK BERHAD	Level 10 1 First Avenue Bandar Utama 47800 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7724 6888	066-002
HWANGDBS INVESTMENT BANK BERHAD	16th, 18th-20th Floor, Plaza Masalam No. 2, Jalan Tengku Ampuan Zabedah E9/E Section 9 40100 Shah Alam Selangor Darul Ehsan Tel No : (03) 5513 3288	068-002
HWANGDBS INVESTMENT BANK BERHAD	East Wing & Centre Link Floor 3A, Wisma Consplant 2 No. 7, Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel No : (03) 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	15th & 16th Floor Menara Choy Fook On No. 1B, Jalan Yong Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7620 1118	079-002
KENANGA INVESTMENT BANK BERHAD	Ground – Fifth Floor East Wing, Quattro West No. 4, Lorong Persiaran Barat 46200 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7862 6200	073-005

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
KENANGA INVESTMENT BANK BERHAD	1st Floor, Wisma UEP Pusat Perniagaan USJ 10 Jalan USJ 10/1A 47620 Subang Jaya Selangor Darul Ehsan Tel No : (03) 8024 1682	073-006
KENANGA INVESTMENT BANK BERHAD	Suite 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
KENANGA INVESTMENT BANK BERHAD	Lot 240, 2nd Floor, The Curve No. 6, Jalan PJU 7/3 Mutiara Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7725 9095	073-016
OSK INVESTMENT BANK BERHAD	24, 24M, 24A, 26M, 28M, 28A & 30 Jalan SS2/63 47300 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7873 6366	056-011
OSK INVESTMENT BANK BERHAD	No. 37, Jalan Semenyih 43000 Kajang Selangor Darul Ehsan Tel No : (03) 8736 3378	056-045
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 15, Jalan Bandar Rawang 4 48000 Rawang Selangor Darul Ehsan Tel No : (03) 6092 8916	056-047
OSK INVESTMENT BANK 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
OSK INVESTMENT BANK BERHAD	3 rd Floor, 1A-D Jalan USJ 10/1A Pusat Perniagaan USJ 10 47610 UEP Subang Jaya Selangor Darul Ehsan Tel No : (03) 8023 6518	056-063

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
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
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	Ground Floor, Podium Block Wisma Synergy Lot 72, Persiaran Jubli Perak Section 22 40200 Shah Alam Selangor Darul Ehsan Tel No : (03) 5192 0202	096-001
TA SECURITIES HOLDINGS BERHAD	No. 2-1, 2-2, 2-3 & 4-2 Jalan USJ 9/5T, Subang Business Centre 47620 UEP Subang Jaya Selangor Darul Ehsan Tel No : (03) 8025 1880	058-005
TA SECURITIES HOLDINGS BERHAD	Damansara Utama Branch 2nd Floor, Wisma TA 47400 Petaling Jaya Selangor Darul Ehsan Tel No : (03) 7729 5713	058-007
MELAKA		
CIMB INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 191, Taman Melaka Raya Off Jalan Parameswara 75000 Melaka Tel No : (06) 289 8800	065-006
ECM LIBRA INVESTMENT BANK BERHAD	71A & 73A, Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No : (06) 288 1720	052-008
ECM LIBRA INVESTMENT BANK BERHAD	22A & 22A-1 and 26 & 26-1 Jalan MP 10 Taman Merdeka Permai 75350 Batu Berendam Melaka Tel No : (06) 337 2550	052-016

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
MALACCA SECURITIES SDN BHD	No. 1, 3 & 5, Jalan PPM9 Plaza Pandan Malim (Business Park) Balai Panjang, P. O. Box 248 75250 Melaka Tel No : (06) 337 1533	012-001
MERCURY SECURITIES SDN BHD	No. 81-B & 83-B, Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No : (06) 292 1898	093-003
OSK INVESTMENT BANK BERHAD	579, 580 & 581 Taman Melaka Raya 75000 Melaka Tel No : (06) 282 5211	056-003
PM SECURITIES SDN BHD	No. 11 & 13, Jalan PM2 Plaza Mahkota 75000 Melaka Tel No : (06) 286 6008	064-006
RHB INVESTMENT BANK BERHAD	Lot 7-13 & 15, 1st Floor Tabung Haji Building Jalan Bandar Kaba 75000 Melaka Tel No : (06) 283 3622	087-002
PERAK DARUL RIDZUAN		
A.A. ANTHONY SECURITIES SDN BHD	29G, Jalan Intan 2 Bandara Baru 36000 Teluk Intan Perak Darul Ridzuan Tel No : (05) 623 2328	078-009
CIMB INVESTMENT BANK BERHAD	Ground, No. 8, 8A-C Persiaran Greentown 4C Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel No : (05) 208 8688	065-010
ECM LIBRA INVESTMENT BANK BERHAD	No. 63 Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No : (05) 242 2828	052-002
ECM LIBRA INVESTMENT BANK BERHAD	No. 7B-1, Jalan Laman Intan Bandar Baru Teluk Intan 36000 Teluk Intan Perak Darul Ridzuan Tel No : (05) 622 2828	052-006

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
ECM LIBRA INVESTMENT BANK BERHAD	Ground Floor No. 25 & 25A Jalan Jaya 2, Medan Jaya 32000 Sitiawan Perak Darul Ridzuan Tel No : (05) 693 9828	052-014
HWANGDBS INVESTMENT BANK BERHAD	Ground, Level 1, 2 & 3 21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel No : (05) 806 0888	068-003
HWANGDBS INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 22, Persiaran Greentown 1 Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel No : (05) 255 9988	068-015
HONG LEONG INVESTMENT BANK BERHAD	51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No : (05) 253 0888	066-003
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
MAYBANK INVESTMENT BANK BERHAD	B-G-04 (Ground Floor), Level 1 & 2 No. 42 Persiaran Greentown 1 Pusat Perdagangan Greentown 30450 Ipoh Perak Darul Ridzuan Tel No : (05) 245 3400	098-002
OSK INVESTMENT BANK BERHAD	21-25, Jalan Seenivasagam Greentown 30450 Ipoh Perak Darul Ridzuan Tel No : (05) 241 5100	056-002
OSK INVESTMENT BANK BERHAD	Ground Floor & 1st Floor No. 17, Jalan Intan 2 Bandar Baru 36000 Teluk Intan Perak Darul Ridzuan Tel No : (05) 623 6498	056-014

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 23 & 25 Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel No : (05) 692 1228	056-016
OSK INVESTMENT BANK BERHAD	Ground Floor No. 40, 42 & 44 Jalan Berek 34000 Taiping Perak Darul Ridzuan Tel No : (05) 808 8229	056-034
OSK INVESTMENT BANK BERHAD	No. 72, Ground Floor, Jalan Idris 31900 Kampar Perak Darul Ridzuan Tel No : (05) 465 1261	056-044
OSK INVESTMENT BANK BERHAD	Ground Floor No. 2, Jalan Wawasan 4 Taman Wawasan 34200 Parit Buntar Perak Darul Ridzuan Tel No : (05) 717 0888	056-052
TA SECURITIES HOLDINGS BERHAD	Ground, 1st & 2nd Floor Plaza Teh Teng Seng No. 227, Jalan Raja Permaisuri Bainun 30250 Ipoh Perak Darul Ridzuan Tel No : (05) 253 1313	058-001
PULAU PINANG		
A.A. ANTHONY SECURITIES SDN BHD	1 st , 2nd & 3rd Floor, Bangunan Heng Guan 171 Jalan Burmah 10050 Pulau Pinang Tel No : (04) 229 9318	078-002
A.A. ANTHONY SECURITIES SDN BHD	Ground & 1st Floor No. 2, Jalan Perniagaan 2 Pusat Perniagaan Alma 14000 Bukit Mertajam Pulau Pinang Tel No : (04) 554 1388	078-003

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
ALLIANCE INVESTMENT BANK BERHAD	Suite 2.1, & 2.4, Level 2 Wisma Great Eastern No. 25, Lebuhraya Light 10200 Penang Tel No : (04) 261 1688	076-015
AMINVESTMENT BANK BERHAD	Mezzanine Floor & Level 3 No. 37, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No : (04) 226 1818	086-004
CIMB INVESTMENT BANK BERHAD	Ground Floor Suite 1.01, Menara Boustead Penang 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No : (04) 238 5900	065-003
ECM LIBRA INVESTMENT BANK BERHAD	No. 111, Jalan Macalister 10400 Pulau Pinang Tel No : (04) 228 1868	052-003
ECM LIBRA INVESTMENT BANK BERHAD	7th Floor, Menara Boustead Penang 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No : (04) 228 3355	052-010
HWANGDBS INVESTMENT BANK BERHAD	Level 2, 3, 4, 7 & 8, Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No : (04) 263 6996	068-001
HWANGDBS INVESTMENT BANK BERHAD	No. 2 & 4, Jalan Perda Barat Bandar Perda 14000 Bukit Mertajam Pulau Pinang Tel No : (04) 537 2882	068-006
INTER-PACIFIC SECURITIES SDN BHD	Ground, Mezzanine & 8th Floor Bangunan Mayban Trust No. 3, Penang Street 10200 Pulau Pinang Tel No : (04) 269 0888	054-002
KENANGA INVESTMENT BANK BERHAD	Lot 1.02, Level 1, Menara KWSP 38, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No : (04) 210 6666	073-013

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
MERCURY SECURITIES SDN BHD	Ground, 1st, 2nd & 3rd Floor Wisma UMNO, Lorong Bagan Luar Dua 12000 Butterworth Pulau Pinang Tel No : (04) 332 2123	093-001
MERCURY SECURITIES SDN BHD	2nd Floor, Standard Chartered Bank Chambers 2, Lebuhr Pantai 10300 Pulau Pinang Tel No : (04) 263 9118	093-004
OSK INVESTMENT BANK BERHAD	64, Bishop Street 20E, 20F & 20G, Penang Street 10200 Pulau Pinang Tel No : (04) 263 4222	056-004
OSK INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor 2677, Jalan Chain Ferry Taman Inderawasih 13600 Prai Pulau Pinang Tel No : (04) 390 0022	056-005
OSK INVESTMENT BANK BERHAD	Ground & Upper Floor No. 11A, Jalan Keranji Off Jalan Padang Lallang 14000 Bukit Mertajam Pulau Pinang Tel No : (04) 540 2888	056-015
OSK INVESTMENT BANK BERHAD	834, Jalan Besar, Sungai Bakap 14200 Sungai Jawi Seberang Perai Selatan Pulau Pinang Tel No : (04) 583 1888	056-032
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 15-G-5, 15-G-6, 15-1-5 & 15-1-6 Medan Kampung Relau (Bayan Point) 11950 Pulau Pinang Tel No : (04) 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

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
PERLIS INDRA KAYANGAN		
ALLIANCE INVESTMENT BANK BERHAD	2nd Floor, Podium Block KWSP Building 01000 Kangar Perlis Indra Kayangan Tel No : (04) 976 5200	076-003
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 39, Taman Suriani Persiaran Jubli Emas 01000 Kangar Perlis Indra Kayangan Tel No : (04) 979 3888	056-061
KEDAH DARUL AMAN		
A.A. ANTHONY SECURITIES SDN BHD	Lot 4, 5 & 5A 1st Floor EMUM 55 No. 55, Jalan Gangsa Kawasan Perusahaan Mergong 2 Seberang Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel No : (04) 732 2111	078-007
ALLIANCE INVESTMENT BANK BERHAD	2nd Floor, Wisma PKNK Jalan Sultan Badliishah 05000 Alor Setar Kedah Darul Aman Tel No : (04) 731 7088	076-004
HWANGDBS INVESTMENT BANK BERHAD	No. 70 A, B, C, Jalan Mawar 1 Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel No : (04) 425 6666	068-011
OSK INVESTMENT BANK BERHAD	No. 112, Jalan Pengkalan Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel No : (04) 420 4888	056-017
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor 35, Jalan Suria 1 Jalan Bayu 09000 Kulim Kedah Darul Aman Tel No : (04) 496 4888	056-019

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
OSK INVESTMENT BANK 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		
ECM LIBRA INVESTMENT BANK BERHAD	1C-1 & 1D-1, 1st Floor Jalan Tunku Munawir 70000 Seremban Negeri Sembilan Tel No : (06) 765 5998	052-013
HWANGDBS INVESTMENT BANK BERHAD	Ground & 1st Floor 105, 107 & 109, Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel No : (06) 761 2288	068-007
HWANGDBS INVESTMENT BANK BERHAD	No. 6, Upper Level Jalan Mahligai 72100 Bahau Negeri Sembilan Darul Khusus Tel No : (06) 455 3188	068-013
OSK INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 33 Jalan Dato' Bandar Tunggal 70000 Seremban Negeri Sembilan Darul Khusus Tel No : (06) 764 1641	056-024
OSK INVESTMENT BANK BERHAD	1st Floor, No. 3601, Jalan Besar 73000 Tampin Negeri Sembilan Darul Khusus Tel No : (06) 442 1000	056-037
OSK INVESTMENT BANK BERHAD	1st & 2nd Floor No. 168, Jalan Mewah (Pusat Perniagaan UMNO Bahagian Jempol) 72100 Bahau Negeri Sembilan Darul Khusus Tel No : (06) 455 3014	056-040

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
OSK INVESTMENT BANK 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
PM SECURITIES SDN BHD	1st, 2nd & 3rd Floor 19-21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No : (06) 762 3131	064-002
JOHOR DARUL TAKZIM		
A.A. ANTHONY SECURITIES SDN BHD	Level 6 & 7, Menara MSC Cyberport No. 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel No : (07) 333 2000	078-001
A.A. ANTHONY SECURITIES SDN BHD	42-8, Main Road Kulai Besar 81000 Kulai Johor Darul Takzim Tel No : (07) 663 7398	078-005
A.A. ANTHONY SECURITIES SDN BHD	No. 70, 70-01, 70-02 Jalan Rosmerah 2/17 Taman Johor Jaya 81100 Johor Bahru Johor Darul Takzim Tel No : (07) 351 3218	078-006
A.A. ANTHONY SECURITIES SDN BHD	No. 171 (Ground Floor) Jalan Bestari 1/5 Taman Nusa Bestari 81300 SKudai Johor Darul Takzim Tel No : (07) 512 1633	078-008
ALLIANCE INVESTMENT BANK BERHAD	No. 73, Ground & 1st Floor Jalan Rambutan 86000 Kluang Johor Darul Takzim Tel No : (07) 771 7922	076-006
AMINVESTMENT BANK BERHAD	2nd & 3rd Floor, Penggaram Complex 1, Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No : (07) 434 2282	086-002

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
AMINVESTMENT BANK BERHAD	18th Floor, Selesa Tower Jalan Dato' Abdullah Tahir 80300 Johor Bahru Johor Darul Takzim Tel No : (07) 334 3855	086-006
ECM LIBRA INVESTMENT BANK BERHAD	No. 57, 59 & 61, Jalan Ali 84000 Muar Johor Darul Takzim Tel No : (06) 953 2222	052-004
ECM LIBRA INVESTMENT BANK BERHAD	Ground Floor No. 234, Jalan Besar Taman Semberong Baru 83700 Yong Peng Johor Darul Takzim Tel No : (07) 467 8885	052-005
HWANGDBS INVESTMENT BANK BERHAD	Level 7, Johor Bahru City Square (Office Tower) 106-108 Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel No : (07) 222 2692	068-004
INTER-PACIFIC SECURITIES SDN BHD	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No : (07) 223 1211	054-004
KENANGA INVESTMENT BANK BERHAD	Level 2, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : (07) 333 3600	073-004
KENANGA INVESTMENT BANK BERHAD	No. 31, Lorong Dato' Ahmad Jalan Khalidi 84000 Muar Johor Darul Takzim Tel No : (06) 954 2711	073-008
KENANGA INVESTMENT BANK BERHAD	Ground & Mezzanine Floor No. 34, Jalan Genuang 85000 Segamat Johor Darul Takzim Tel No : (07) 933 3515	073-009

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
KENANGA INVESTMENT BANK BERHAD	No. 33 & 35 (Ground & 1st Floor A&B) Jalan Syed Abdul Hamid Sagaff 86000 Kluang Johor Darul Takzim Tel No : (07) 777 1161	073-010
KENANGA INVESTMENT BANK BERHAD	Ground Floor, No. 4, Jalan Dataran 1 Taman Bandar Tangkak 84900 Tangkak Johor Darul Takzim Tel No : (06) 978 2292	073-011
MERCURY SECURITIES SDN BHD	Suite 17.1, Level 17 Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : (07) 3316992	093-005
MIMB INVESTMENT BANK BERHAD	Suite 25.02, Level 25 Johor Bahru City Square (Office Tower) No. 106-108, Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel No : (07) 222 7388	061-002
OSK INVESTMENT BANK BERHAD	6th Floor, Wisma Tiong-Hua 8, Jalan Keris, Taman Sri Tebrau 80050 Johor Bahru Johor Darul Takzim Tel No : (07) 278 8821	056-006
OSK INVESTMENT BANK BERHAD	53, 53-A & 53-B Jalan Sultanah 83000 Batu Pahat Johor Darul Takzim Tel No : (07) 438 0288	056-009
OSK INVESTMENT BANK BERHAD	No. 33-1, 1st & 2nd Floor Jalan Ali 84000 Muar Johor Darul Takzim Tel No : (06) 953 8262	056-025
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 119 & 121 Jalan Sutera Tanjung 8/2 Taman Sutera Utama 81300 Skudai Johor Darul Takzim Tel No : (07) 557 7628	056-029

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
OSK INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 3, Jalan Susur Utama 2/1 Taman Utama 85000 Segamat Johor Darul Takzim Tel No : (07) 932 1543	056-030
OSK INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 17, Jalan Manggis 86000 Kluang Johor Darul Takzim Tel No : (07) 776 9655	056-031
OSK INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 10, Jalan Anggerik 1 Taman Kulai Utama 81000 Kulai Johor Darul Takzim Tel No : (07) 662 6288	056-035
OSK INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 343, Jalan Muar 84900 Tangkak Johor Darul Takzim Tel No : (06) 978 7180	056-038
OSK INVESTMENT BANK BERHAD	1st Floor, No. 2 & 4, Jalan Makmur Taman Sri Aman 85300 Labis Johor Darul Takzim Tel No : (07) 925 6881	056-039
OSK INVESTMENT BANK BERHAD	Ground & 1st & 2nd Floor Nos. 21 & 23 Jalan Molek 1/30 Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel No : (07) 352 2293	056-043
PM SECURITIES SDN BHD	No. 41, Jalan Molek 2/4 Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel No : (07) 351 3232	064-005
PM SECURITIES SDN BHD	Ground & 1st 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

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
PAHANG DARUL MAKMUR		
ALLIANCE INVESTMENT BANK BERHAD	A-397, A-399 & A-401 Taman Sri Kuantan III, Jalan Beserah 25300 Kuantan Pahang Darul Makmur Tel No : (09) 566 0800	076-002
CIMB INVESTMENT BANK BERHAD	Ground, 1st and 2nd No. A-27 (Aras G, 1 & 2) Jalan Dato' Lim Hoe Lek 25200 Kuantan Pahang Darul Makmur Tel No : (09) 505 7800	065-007
ECM LIBRA INVESTMENT BANK BERHAD	A15, A17 & A19, Ground Floor Jalan Tun Ismail 2 Sri Dagangan 2 25000 Kuantan Pahang Darul Makmur Tel No : (09) 517 1698	052-007
OSK INVESTMENT BANK BERHAD	B32 & B34 Lorong Tun Ismail 8 Seri Dagangan II 25000 Kuantan Pahang Darul Makmur Tel No : (09) 517 3811	056-007
OSK INVESTMENT BANK BERHAD	Ground Floor 98, Jalan Pasdec 28700 Bentong Pahang Darul Makmur Tel No : (09) 223 4943	056-022
OSK INVESTMENT BANK 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		
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 3953-H, Jalan Kebun Sultan 15350 Kota Bharu Kelantan Darul Naim Tel No : (09) 743 0077	056-020

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
TA SECURITIES HOLDINGS BERHAD	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No : (09) 743 2288	058-004
TERENGGANU DARUL IMAN		
ALLIANCE INVESTMENT BANK BERHAD	No. 1D, Ground & Mezzanine No. 1E, Ground, Mezzanine 1st & 2nd Floor, Jalan Air Jerneh 20300 Kuala Terengganu Terengganu Darul Iman Tel No : (09) 631 7922	076-009
FA SECURITIES SDN BHD	No. 51 & 51A Ground, Mezzanine & 1st Floor Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel No : (09) 623 8128	021-001
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor 9651, Cukai Utama Jalan Kubang Kurus 24000 Kemaman Terengganu Darul Iman Tel No : (09) 858 3109	056-027
OSK INVESTMENT BANK BERHAD	31A, Ground Floor 31A & 31B, 1st Floor Jalan Sultan Ismail 20200 Kuala Terengganu Terengganu Darul Iman Tel No : (09) 626 1816	056-055
SARAWAK		
AMINVESTMENT BANK BERHAD	No. 164, 166 & 168 1st, 2nd & 3rd Floor Jalan Abell 93100 Kuching Sarawak Tel No : (082) 244 791	086-005
CIMB INVESTMENT BANK BERHAD	Level 1, Wisma STA 26, Jalan Datuk Abang Abdul Rahim 93450 Kuching Sarawak Tel No : (082) 358 606	065-004

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
CIMB INVESTMENT BANK BERHAD	No. 6A, Ground Floor Jalan Bako, Off Brooke Drive 96000 Sibu Sarawak Tel No : (084) 367 700	065-008
HWANGDBS INVESTMENT BANK BERHAD	Lot 328, Jalan Abell 93100 Kuching Sarawak Tel No : (082) 236 999	068-005
HWANGDBS INVESTMENT BANK BERHAD	No. 282, 1st Floor Park City Comercial Centre Phase 4, Jalan Tun Ahmad Zaidi 97000 Bintulu Sarawak Tel No : (086) 330 008	068-016
KENANGA INVESTMENT BANK BERHAD	Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel No : (085) 435 577	073-002
KENANGA INVESTMENT BANK BERHAD	Level 5, Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No : (082) 338 000	073-003
KENANGA INVESTMENT BANK BERHAD	No. 11-12 (Ground & 1st Floor) Lorong Kampung Datu 3 96000 Sibu Sarawak Tel No : (084) 313 855	073-012
OSK INVESTMENT BANK BERHAD	Ground, 1st & 6th 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
OSK INVESTMENT BANK BERHAD	Lot 1268, 1st & 2nd Floor Lot 1269, 2nd Floor Centre Point Commercial Centre Jalan Melayu 98000 Miri Sarawak Tel No : (085) 422 788	056-012

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
OSK INVESTMENT BANK BERHAD	101 & 102, Pusat Pedada Jalan Pedada 96000 Sibu Sarawak Tel No : (084) 329 100	056-013
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 10, Jalan Bersatu 96100 Sarikei Sarawak Tel No : (084) 654 100	056-050
OSK INVESTMENT BANK BERHAD	Ground & 1st Floor No. 221, Park City Commercial Centre Square Phase III, Jalan Tun Ahmad Zaidi 97000 Bintulu Sarawak Tel No : (086) 311 770	056-053
TA SECURITIES HOLDINGS BERHAD	12G, H & I Jalan Kampong Datu 96000 Sibu Sarawak Tel No : (084) 319 998	058-002
TA SECURITIES HOLDINGS BERHAD	2nd Floor, (Bahagian Hadapan) Bangunan Binamas, Lot 138 Section 54, Jalan Pandung 93100 Kuching Sarawak Tel No : (082) 236 333	058-006
SABAH		
CIMB INVESTMENT BANK BERHAD	1st & 2nd Floor Central Building No. 28, Jalan Segunting 88000 Kota Kinabalu Sabah Tel No : (088) 328 878	065-005
ECM LIBRA INVESTMENT BANK BERHAD	Aras 8, Wisma Great Eastern 68, Jalan Gaya 88000 Kota Kinabalu Sabah Tel No : (088) 236 188	052-012

17. LIST OF ADAS (Cont'd)

Name	Address and telephone number	Broker code
HWANGDBS INVESTMENT BANK BERHAD	Suite 1-9-E1, 9th Floor CPS Tower, Centre Point Sabah No. 1, Jalan Centre Point 88000 Kota Kinabalu Sabah Tel No : (088) 311 688	068-008
INNOSABAH SECURITIES BERHAD	11, Equity House, Block K Sadong Jaya, Karamunsing 88100 Kota Kinabalu Sabah Tel No : (088) 234 090	020-001
OSK INVESTMENT BANK BERHAD	5th Floor, Wisma BSN Sabah Jalan Kemajuan, Karamunsing 88000 Kota Kinabalu Sabah Tel No : (088) 269 788	056-010
OSK INVESTMENT BANK BERHAD	Ground Floor, Block 2 Lot 4 & Lot 5, Bandar Indah Mile 4, North Road 91000 Sandakan Sabah Tel No : (089) 229 286	056-057

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