

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

5.6 Subsidiary And Associated Companies

The subsidiary companies of KLR as at the date of this Prospectus are as follows:

| Name of subsidiary companies | Date Of Incorporation | Issued & Paid-Up Share Capital RM | Percentage Of Equity Held % | Nature of Business |
|------------------------------|-----------------------|--------------------------------------|--------------------------------|--|
| DKLPSB | 10 January 1997 | 100,000 | 70.00 | Oil palm cultivation |
| LDSB | 22 November 1978 | 2 | 100.00 | Owning and letting of leasehold land |
| SSB | 18 May 1979 | 6 | 100.00 | Owning and letting of leasehold land |
| SuESB | 7 June 1979 | 11,853 | 100.00 | Owning and letting of leasehold land |
| Sykt KFS | 30 June 1979 | 2 | 100.00 | Owning and letting of leasehold land |
| DKLISB | 28 January 2000 | 100,000 | 70.00 | Intended for manufacturing of concrete culverts |
| KLC | 10 March 1998 | 100,000 | 100.0 | Investment holding |
| ➤ OHSB | 10 March 1998 | 100,000 | 100.0 | Cultivation of oil palm and investment holding |
| ➤ DOSB | 8 June 1998 | 1,000,000 | 51.0 | Cultivation of oil palm |
| ➤ DKLPO | 8 June 1998 | 1,000 | 70.0 | Intended for processing and marketing of oil palm products |
| KLPO | 7 February 1977 | 1,750,000 | 100.0 | Investment holding |
| ➤ KLPOM | 23 June 1993 | 6,000,000 | 100.0 | Processing and marketing of oil palm products |
| ➤ SESB | 20 May 1982 | 200,000 | 100.0 | Processing and trading of palm kernel products |
| ➤ KLESB | 29 June 1999 | 100 | 51.0 | Manufacturing of compost fertilizers |
| OMSB | 4 January 1993 | 100,000 | 100.0 | Investment holding |
| TCSB | 5 March 1999 | 2 | 100.0 | Dormant company |
| WPSB | 5 April 2000 | 5 | 80.0 | Dormant company |

Currently, KLR does not have any associated companies. Further details of the subsidiaries of KLR are set out in the ensuing Sections.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

5.6.1 DKLPSB

(i) *History And Business*

DKLPSB was incorporated in Malaysia on 10 January 1997 as a private limited company under the Companies Act, 1965. The purpose of incorporation was to enter into a joint-venture with Korporasi Pembangunan Desa to develop a piece of agricultural land under title no. CL095317123. The principal activity of the company is cultivation of oil palm. The company commenced its operations in 1997 and is a 70%-owned subsidiary of KLR.

(ii) *Share Capital*

The authorised capital of DKLPSB is RM500,000 comprising 500,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of DKLPSB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 10.01.1997 | 8 | 1.00 | Subscribers' shares | 8 |
| 30.03.1998 | 92 | 1.00 | Cash | 100 |
| 06.12.1999 | 99,900 | 1.00 | Cash | 100,000 |

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, DKLPSB has no subsidiaries or associated companies.

(iv) *Directors and substantial shareholders*

The Directors of DKLPSB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|----------------------------------|---------------------------|---|-----------------------------|------|
| Gooi Seong Lim | - | - | 70,000 * | 70.0 |
| Awang Othman Haji Pengiran Gamok | - | - | - | - |
| Stalie Mulok | - | - | - | - |
| Gooi Seong Chneh | - | - | 70,000 * | 70.0 |
| Gooi Seow Mee (f) | - | - | 70,000 * | 70.0 |
| Lee Fook Wing | - | - | - | - |
| Willie Brord Gom | - | - | - | - |

Note:

* Deemed interested by virtue of their interest in KLR

The substantial shareholders of DKLPSB and their respective shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|----------------------------|---------------------------|------|-----------------------------|---|
| KLR | 70,000 | 70.0 | - | - |
| Korporasi Pembangunan Desa | 30,000 | 30.0 | - | - |

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

(v) *Employees*

As at 10 October 2000, DKLPSB had a total workforce of 124 employees.

5.6.2 LDSB

(i) *History And Business*

LDSB was incorporated in Malaysia on 22 November 1978 as a private limited company under the Companies Act, 1965. The principal activity of the company is owning and letting of leasehold land. The company commenced its operations in 1978 and is a wholly-owned subsidiary of KLR.

(ii) *Share Capital*

The authorised capital of LDSB is RM2,000,000 comprising 2,000,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM2 comprising 2 ordinary shares of RM1.00 each. There has been no change in the issued and paid-up share capital of LDSB since its incorporation.

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, LDSB has no subsidiaries or associated companies.

(iv) *Directors and substantial shareholder*

The Directors of LDSB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|------------------|------------------------------|---|--------------------------------|-------|
| Loo Geok Eng (f) | - | - | 2 * | 100.0 |
| Lee Fook Wing | - | - | - | - |

Note:

* *Deemed interested by virtue of her interest in KLR.*

The substantial shareholder of LDSB and its shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-----|------------------------------|-------|--------------------------------|---|
| KLR | 2 | 100.0 | - | - |

(v) *Employees*

As at 10 October 2000, LDSB had no employees.

5. INFORMATION ON THE KLR GROUP (Cont'd)

5.6.3 SSB

(i) History And Business

SSB was incorporated in Malaysia on 18 May 1979 as a private limited company under the Companies Act, 1965. The principal activity of the company is owning and letting of leasehold land. The company commenced its operations in 1981 and is a wholly-owned subsidiary of KLR.

(ii) Share Capital

The authorised capital of SSB is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM6 comprising 6 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of SSB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 18.05.1979 | 2 | 1.00 | Subscribers' shares | 2 |
| 06.10.1980 | 4 | 1.00 | Cash | 6 |

(iii) Subsidiary And Associated Companies

As at the date of this Prospectus, SSB has no subsidiaries or associated companies.

(iv) Directors and substantial shareholder

The Directors of SSB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|------------------|---------------------------|---|-----------------------------|-------|
| Loo Geok Eng (f) | - | - | 6 * | 100.0 |
| Lee Fook Wing | - | - | - | - |

Note:

* Deemed interested by virtue of her interest in KLR.

The substantial shareholder of SSB and its shareholding are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-----|---------------------------|-------|-----------------------------|---|
| KLR | 6 | 100.0 | - | - |

(v) Employees

As at 10 October 2000, SSB had no employees.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

5.6.4 SuESB

(i) *History And Business*

SuESB was incorporated in Malaysia on 7 June 1979 as a private limited company under the Companies Act, 1965. The principal activity of the company is owning and letting of leasehold land. The company commenced its operations in 1979 and is a wholly-owned subsidiary of KLR.

(ii) *Share Capital*

The authorised capital of SuESB is RM50,000 comprising 50,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM11,853 comprising 11,853 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of SuESB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|--------------------------|--|---------------------|----------------------|--|
| 07.06.1979 | 2 | 1.00 | Subscribers' shares | 2 |
| 20.07.1980 | 11,851 | 1.00 | Cash | 11,853 |

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, SuESB has no subsidiaries or associated companies.

(iv) *Directors and substantial shareholder*

The Directors of SuESB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|------------------|--------------------------------------|----------|--|----------|
| Loo Geok Eng (f) | - | - | 11,853 * | 100.0 |
| Lee Fook Wing | - | - | - | - |

Note:

* *Deemed interested by virtue of her interest in KLR.*

The substantial shareholder of SuESB and its shareholding are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-----|--------------------------------------|----------|--|----------|
| KLR | 11,853 | 100.0 | - | - |

(v) *Employees*

As at 10 October 2000, SuESB had no employees.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

5.6.5 Sykt KFS

(i) *History And Business*

Sykt KFS was incorporated in Malaysia on 30 June 1979 as a private limited company under the Companies Act, 1965. The principal activity of the company is owning and letting of leasehold land. The company commenced its operations in 1981 and is a wholly-owned subsidiary of KLR.

(ii) *Share Capital*

The authorised capital of Sykt KFS is RM300,000 comprising 300,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM2 comprising 2 ordinary shares of RM1.00 each. There has been no change in the issued and paid-up share capital of Sykt KFS since its incorporation.

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, Sykt KFS has no subsidiaries or associated companies.

(iv) *Directors and substantial shareholder*

The Directors of Sykt KFS and their respective shareholdings are set out below :-

| | Direct | % | Indirect | % |
|------------------|---------------------------|----------|---------------------------|----------|
| | No. of shares held | | No. of shares held | |
| Loo Geok Eng (f) | - | - | 2 * | 100.0 |
| Lee Fook Wing | - | - | - | - |

Note:

* *Deemed interested by virtue of her interest in KLR.*

The substantial shareholder of Sykt KFS and its shareholding are set out below:-

| | Direct | % | Indirect | % |
|-----|---------------------------|----------|---------------------------|----------|
| | No. of shares held | | No. of shares held | |
| KLR | 2 | 100.0 | - | - |

(v) *Employees*

As at 10 October 2000, Sykt KFS had no employees.

5.6.6 DKLISB

(i) *History And Business*

DKLISB was incorporated in Malaysia on 28 January 2000 as a private limited company under the Companies Act, 1965. The purpose of incorporation was to enter into a joint venture with Desa Cattle (S) Sdn Bhd to manufacture concrete culverts in Sabah. The company has not commenced its operations since the date of its incorporation and is a seventy percent (70%)-owned subsidiary of KLR.

5. INFORMATION ON THE KLR GROUP (Cont'd)

(ii) Share Capital

The authorised capital of DKLISB is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of DKLISB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------|---|
| 28.01.2000 | 2 | 1.00 | Cash | 2 |
| 09.06.2000 | 99,998 | 1.00 | Cash | 100,000 |

(iii) Subsidiary And Associated Companies

As at the date of this Prospectus, DKLISB has no subsidiaries or associated companies.

(iv) Directors and substantial shareholders

The Directors of DKLISB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|---|------------------------------|---|--------------------------------|------|
| Gooi Seong Chneh | - | - | 70,000 ⁽¹⁾ | 70.0 |
| Datuk Dr. Richard Sakian bin Gunting | - | - | 30,000 ⁽²⁾ | 30.0 |

Notes:

(1) Deemed interested by virtue of his interest in KLR.

(2) Deemed interested by virtue of his interest in Desa Cattle (S) Sdn Bhd.

The substantial shareholders of DKLISB and their respective shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-------------------------|------------------------------|------|--------------------------------|---|
| KLR | 70,000 | 70.0 | - | - |
| Desa Cattle (S) Sdn Bhd | 30,000 | 30.0 | - | - |

(v) Employees

As at 10 October 2000, DKLISB had no employees.

5.6.7 KLC

(i) History And Business

KLC was incorporated in Malaysia on 10 March 1998 as a private limited company under the Companies Act, 1965. The purpose of incorporation was to hold the investments in OHSB and its subsidiaries. The principal activity of the company is investment holding. The company commenced its operations in 1998 and is a wholly-owned subsidiary of KLR.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

(ii) *Share Capital*

The authorised capital of KLC is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of KLC since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------|---|
| 10.03.1998 | 6 | 1.00 | Cash | 6 |
| 10.07.2000 | 99,994 | 1.00 | Cash | 100,000 |

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, KLC has three (3) subsidiaries, OHSB, DOSB and DKLPO.

(iv) *Directors and substantial shareholder*

The Directors of KLC and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-------------------|------------------------------|---|--------------------------------|-------|
| Gooi Seong Gum | - | - | 100,000 * | 100.0 |
| Gooi Seow Mee (f) | - | - | 100,000 * | 100.0 |

Note:

* *Deemed interested by virtue of their interest in KLR.*

The substantial shareholder of KLC and its shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-----|------------------------------|-------|--------------------------------|---|
| KLR | 100,000 | 100.0 | - | - |

(v) *Employees*

As at 10 October 2000, KLC had no employees.

5.6.8 OHSB

(i) *History And Business*

OHSB was incorporated in Malaysia on 10 March 1998 as a private limited company under the Companies Act, 1965. The principal activity of the company is cultivation of oil palm and investment holding. The company commenced its operations in 1998 and is a wholly-owned subsidiary of KLC.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

(ii) *Share Capital*

The authorised capital of OHSB is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of OHSB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 10.03.1998 | 6 | 1.00 | Subscribers' shares | 6 |
| 30.04.1998 | 99,994 | 1.00 | Cash | 100,000 |

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, OHSB has two (2) subsidiaries, DOSB and DKLPO.

(iv) *Directors and substantial shareholder*

The Directors of OHSB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-------------------|---------------------------------|---|-----------------------------------|-------|
| Gooi Seong Heen | - | - | 100,000 * | 100.0 |
| Gooi Seong Chneh | - | - | 100,000 * | 100.0 |
| Gooi Seow Mee (f) | - | - | 100,000 * | 100.0 |

Note:

* Deemed interested by virtue of their interest in KLR.

The substantial shareholder of OHSB and its shareholding are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-----|---------------------------------|-------|-----------------------------------|---|
| KLC | 100,000 | 100.0 | - | - |

(v) *Employees*

As at 10 October 2000, OHSB had a total workforce of 336 employees.

5.6.9 DOSB

(i) *History And Business*

DOSB was incorporated in Malaysia on 8 June 1998 as a private limited company under the Companies Act, 1965. The purpose of incorporation was to enter into a joint venture to carry on the business of cultivation of oil palm and to hold an investment in DKLPO. The principal activity of the company is cultivation of oil palm. The company commenced its operations in 1998 and is a fifty-one percent (51%)-owned subsidiary of OHSB.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

(ii) *Share Capital*

The authorised capital of DOSB is RM1,000,000 comprising 1,000,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM1,000,000 comprising 1,000,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of DOSB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 08.06.1998 | 7 | 1.00 | Subscribers' shares | 7 |
| 19.06.1998 | 999,993 | 1.00 | Cash | 1,000,000 |

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, DOSB has one (1) associated company, DKLPO.

(iv) *Directors and substantial shareholders*

The Directors of DOSB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|--------------------------------------|---------------------------------|---|-----------------------------------|------|
| Datuk Dr. Richard Sakian bin Gunting | - | - | 490,000 (1) | 49.0 |
| Fung Yin Leung | - | - | - | - |
| Gooi Seong Lim | - | - | 510,000 (2) | 51.0 |
| Gooi Seong Chneh | - | - | 510,000 (2) | 51.0 |
| Gooi Seow Mee (f) | - | - | 510,000 (2) | 51.0 |
| Lee Fook Wing | - | - | - | - |

Notes:

- (1) *Deemed interested by virtue of his interest in Desa Cattle (S) Sdn Bhd.*
 (2) *Deemed interested by virtue of their interest in KLR.*

The substantial shareholders of DOSB and their respective shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-------------------------|---------------------------------|------|-----------------------------------|---|
| OHSB | 510,000 | 51.0 | - | - |
| Desa Cattle (S) Sdn Bhd | 490,000 | 49.0 | - | - |

(v) *Employees*

As at 10 October 2000, DOSB had a total workforce of 198 employees.

5. INFORMATION ON THE KLR GROUP (Cont'd)

5.6.10 DKLPO

(i) History And Business

DKLPO was incorporated in Malaysia on 8 June 1998 as a private limited company under the Companies Act, 1965. The company has not commenced its operations since the date of its incorporation and is a 54.7% subsidiary of OHSB. The principal intended activity of the company is processing and marketing of oil palm products.

(ii) Share Capital

The authorised capital of DKLPO is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM1,000 comprising 1,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of DKLPO since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 08.06.1998 | 7 | 1.00 | Subscribers' shares | 7 |
| 19.06.1998 | 993 | 1.00 | Cash | 1,000 |

(iii) Subsidiary And Associated Companies

As at the date of this Prospectus, DKLPO has no subsidiary or associated companies.

(iv) Directors and Substantial Shareholders

The Directors of DKLPO and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|--------------------------------------|---------------------------------|---|-----------------------------------|------|
| Datuk Dr. Richard Sakian bin Gunting | - | - | 453 (1) | 45.3 |
| Fung Yin Leung | - | - | - | - |
| Gooi Seong Heen | - | - | 847 (2) | 84.7 |
| Gooi Seow Mee (f) | - | - | 847 (2) | 84.7 |

Notes:

(1) Deemed interested by virtue of his interest in Desa Cattle (S) Sdn Bhd

(2) Deemed interested by virtue of their interest in KLR

The substantial shareholders of DKLPO and their respective shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-------------------------|---------------------------------|------|-----------------------------------|------|
| OHSB | 547 | 54.7 | 300 * | 30.0 |
| Desa Cattle (S) Sdn Bhd | 153 | 15.3 | 300 * | 30.0 |
| DOSB | 300 | 30.0 | - | - |

Note:

* Deemed interested by virtue of their interest in DOSB.

(v) Employees

As at 10 October 2000, DKLPO had no employees.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

5.6.11 KLPO

(i) History And Business

KLPO was incorporated in Malaysia on 7 February 1977 as a private limited company under the Companies Act, 1965. The present principal activity of the company is investment holding. The company commenced its operations in 1982 and is a wholly-owned subsidiary of KLR.

(ii) Share Capital

The authorised capital of KLPO is RM2,000,000 comprising 2,000,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM1,750,000 comprising 1,750,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of KLPO since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 07.02.1977 | 3 | 1.00 | Subscribers' shares | 3 |
| 02.12.1978 | 75,000 | 1.00 | Cash | 75,003 |
| 05.04.1979 | 1,000 | 1.00 | Cash | 76,003 |
| 10.05.1980 | 923,997 | 1.00 | Cash | 1,000,000 |
| 28.02.1981 | 750,000 | 1.00 | Cash | 1,750,000 |

(iii) Subsidiary And Associated Companies

As at the date of this Prospectus, KLPO has three (3) subsidiaries, KLPOM, SESB and KLESB.

(iv) Directors and Substantial Shareholder

The Directors of KLPO and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|--|---------------------------------|---|-----------------------------------|-------|
| Datuk Hj Mohd Zamani bin Samah | - | - | - | - |
| Gooi Seong Heen | - | - | 1,750,000 * | 100.0 |
| Gooi Seow Mee (f) | - | - | 1,750,000 * | 100.0 |
| Hui Chee Wye | - | - | - | - |
| Zainah Bte Ibrahim (f) | - | - | - | - |
| Norman Clive Green <i>(alternate director to Zainah Bte Ibrahim)</i> | - | - | - | - |
| Subramaniam Chellam | - | - | - | - |
| Mahadevan Chellam <i>(alternate director to Subramaniam Chellam)</i> | - | - | - | - |
| Quek Sai Luang (f) | - | - | - | - |
| Haji Ridzwani Bin Datuk Hj Mohd Zamani <i>(alternate director to Datuk Hj Mohd Zamani Bin Samah)</i> | - | - | - | - |
| Wong Lian Soon <i>(alternate director to Quek Sai Luang)</i> | - | - | - | - |

Note:

* Deemed interested by virtue of their interest in KLR.

5. INFORMATION ON THE KLR GROUP *(Cont'd)*

The substantial shareholder of KLPO and its shareholding is set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-----|---------------------------------|-------|-----------------------------------|---|
| KLR | 1,750,000 | 100.0 | - | - |

(v) *Employees*

As at 10 October 2000, KLPO had no employees.

5.6.12 KLPOM

(i) *History And Business*

KLPOM was incorporated in Malaysia on 23 June 1993 as a private limited company under the Companies Act, 1965. The principal activity of the company is processing and marketing of oil palm products. The company commenced its operations in 1996 and is an eighty percent (80%) owned subsidiary of KLPO.

(ii) *Share Capital*

The authorised capital of KLPOM is RM10,000,000 comprising 10,000,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM6,000,000 comprising 6,000,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of KLPOM since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|----------------------|---------------------------------------|--------------------|---------------------------|--|
| 23.06.1993 | 3 | 1.00 | Subscribers' shares | 3 |
| 22.03.1994 | 1,186,236 | 1.00 | Otherwise than in cash | 1,186,239 |
| 16.01.1995 | 4,813,761 | 1.00 | Cash | 6,000,000 |

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, KLPOM has two (2) subsidiaries, SESB and KLESB.

5. INFORMATION ON THE KLR GROUP (Cont'd)**(iv) Directors and Substantial Shareholders**

The Directors of KLPOM and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|---|--|----------|--|----------|
| Datuk Hj Mohd Zamani bin Samah | - | - | - | - |
| Loo Geok Eng (f) | - | - | 6,000,000 * | 100.0 |
| Gooi Seong Lim | - | - | 6,000,000 * | 100.0 |
| Gooi Seong Heen | - | - | 6,000,000 * | 100.0 |
| Gooi Seong Chneh | - | - | 6,000,000 * | 100.0 |
| Gooi Seong Gum | - | - | 6,000,000 * | 100.0 |
| Gooi Seow Mee (f) | - | - | 6,000,000 * | 100.0 |
| Hui Chee Wye | - | - | - | - |
| Zainah Bte Ibrahim (f) | - | - | - | - |
| Norman Clive Green (<i>alternate director to Zainah Bte Ibrahim</i>) | - | - | - | - |
| Subramaniam Chellam | - | - | - | - |
| Mahadevan Chellam (<i>alternate director to Subramaniam Chellam</i>) | - | - | - | - |
| Quek Sai Luang (f) | - | - | - | - |
| Haji Ridzwani Bin Datuk Hj Mohd Zamani (<i>alternate director to Datuk Hj Mohd Zamani Bin Samah</i>) | - | - | - | - |
| Wong Lian Soon (<i>alternate director to Quek Sai Luang</i>) | - | - | - | - |

Note:

* Deemed interested by virtue of their interest in KLR.

The substantial shareholders of KLPOM and their respective shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|------|--|----------|--|----------|
| KLPO | 4,800,000 | 80.0 | - | - |
| OMSB | 1,200,000 | 20.0 | - | - |

(v) Employees

As at 10 October 2000, KLPOM had a total workforce of 244 employees.

5.6.13 SESB**(i) History And Business**

SESB was incorporated in Malaysia on 20 May 1982 as a private limited company under the Companies Act, 1965. The principal activity of the company is processing and trading of palm kernel products. The company commenced its operations in 1982 and is a wholly-owned subsidiary of KLPOM.

5. INFORMATION ON THE KLR GROUP (Cont'd)

(ii) Share Capital

The authorised capital of SESB is RM250,000 comprising 250,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM200,000 comprising 200,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of SESB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 20.05.1982 | 2 | 1.00 | Subscribers' shares | 2 |
| 21.02.1990 | 199,998 | 1.00 | Cash | 200,000 |

(iii) Subsidiary And Associated Companies

As at the date of this Prospectus, SESB has no subsidiary or associated company.

(iv) Directors and substantial shareholder

The Directors of SESB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|---|---------------------------|---|-----------------------------|-------|
| Datuk Hj Mohd Zamani bin Samah | - | - | - | - |
| Gooi Seong Heen | - | - | 200,000 * | 100.0 |
| Hui Chee Wye | - | - | - | - |
| Zainah Bte Ibrahim (f) | - | - | - | - |
| Norman Clive Green (alternate director to Zainah Bte Ibrahim) | - | - | - | - |
| Subramaniam Chellam | - | - | - | - |
| Mahadevan Chellam (alternate director to Subramaniam Chellam) | - | - | - | - |
| Quek Sai Luang (f) | - | - | - | - |
| Haji Ridzwani Bin Datuk Hj Mohd Zamani (alternate director to Datuk Hj Mohd Zamani Bin Samah) | - | - | - | - |
| Wong Lian Soon (alternate director to Quek Sai Luang) | - | - | - | - |

Note: * Deemed interested by virtue of his interest in KLR.

The substantial shareholder of SESB and its shareholding is set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-------|---------------------------|-------|-----------------------------|---|
| KLPOM | 200,000 | 100.0 | - | - |

(v) Employees

As at 10 October 2000, SESB had no employees.

5. INFORMATION ON THE KLR GROUP (Cont'd)

5.6.14 KLESB

(i) History And Business

KLESB was incorporated in Malaysia on 29 June 1999 as a private limited company under the Companies Act, 1965. KLESB was incorporated as a joint venture vehicle for the production and sale of compost from empty fruit bunches. The principal intended activity of the company is manufacturing of compost fertilizer. The company is a fifty one percent (51%)-owned subsidiary of KLPOM.

(ii) Share Capital

The authorised capital of KLESB is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM100 comprising 100 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of KLESB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 29.06.1999 | 2 | 1.00 | Subscribers' shares | 2 |
| 12.07.2000 | 98 | 1.00 | Cash | 100 |

(iii) Subsidiary And Associated Companies

As at the date of this Prospectus, KLESB has no subsidiary or associated companies.

(iv) Directors and substantial shareholders

The Directors of KLESB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|--|---------------------------|---|-----------------------------|------|
| Gooi Seong Heen | - | - | 51 ⁽¹⁾ | 51.0 |
| Yeo Jon Tian @ Eeyo Jon Thiam | - | - | 16 ⁽²⁾ | 16.0 |
| Hui Chee Wye | - | - | - | - |
| Norman Clive Green | - | - | - | - |
| Subramaniam Chellam | - | - | - | - |
| Mahadevan Chellam | - | - | - | - |
| Chew Boon Hock | - | - | 16 ⁽²⁾ | 16.0 |
| Chee Yau Kuan @ Chia Yan Kuan | - | - | - | - |
| Haji Ridzwani Bin Datuk Hj Mohd Zamani | - | - | - | - |
| Wong Lian Soon | - | - | - | - |

Notes:

(1) Deemed interested by virtue of his interest in KLR.

(2) Deemed interested by virtue of his interest in Gentle Merge Sdn Bhd.

The substantial shareholders of KLESB and their respective shareholdings are set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|---------------------------------------|---------------------------|------|-----------------------------|---|
| KLPOM | 51 | 51.0 | - | - |
| Gentle Merge Sdn Bhd | 16 | 16.0 | - | - |
| Urokote Technology (Malaysia) Sdn Bhd | 33 | 33.0 | - | - |

5. INFORMATION ON THE KLR GROUP (Cont'd)

(v) *Employees*

As at 10 October 2000, KLESB had no employees.

5.6.15 OMSB

(i) *History And Business*

OMSB was incorporated in Malaysia on 4 January 1993 as a private limited company under the Companies Act, 1965. The principal activity of the company is investment holding. The company commenced its operations in 1993 and is a wholly-owned subsidiary of KLR.

(ii) *Share Capital*

The authorised capital of OMSB is RM250,000 comprising 250,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital is RM100,000 comprising 100,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of OMSB since its incorporation are as follows:-

| Date of Allotment | No. Of Ordinary Shares Allotted | Par Value RM | Consideration | Total Issued And Paid-Up Share Capital RM |
|-------------------|---------------------------------|--------------|---------------------|---|
| 04.01.1993 | 2 | 1.00 | Subscribers' shares | 2 |
| 17.02.1994 | 99,998 | 1.00 | Cash | 100,000 |

(iii) *Subsidiary And Associated Companies*

As at the date of this Prospectus, OMSB has one associated company, KLPOM.

(iv) *Directors and substantial shareholder*

The Directors of OMSB and their respective shareholdings are set out below :-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-------------------|------------------------------|---|--------------------------------|-------|
| Gooi Seong Lim | - | - | 100,000 * | 100.0 |
| Gooi Seow Mee (f) | - | - | 100,000 * | 100.0 |

Note:

* Deemed interested by virtue of their interest in KLR.

The substantial shareholder of OMSB and its shareholding is set out below:-

| | Direct No. of shares held | % | Indirect No. of shares held | % |
|-----|------------------------------|-------|--------------------------------|---|
| KLR | 100,000 | 100.0 | - | - |

(v) *Employees*

As at 10 October 2000, OMSB had no employees.