

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT

### 6.1 Directors

#### 6.1.1 Board of Directors

Name	Designation	Nationality	After Public Issue ^				After Full Conversion of the ICULS *			
			<--Direct-->		<--Indirect-->		<--Direct-->		<--Indirect-->	
			No. of shares	%	No. of Shares	%	No. of shares	%	No. of shares	%
Dato' Choon Yee Seiong	Executive Chairman/ Group Managing Director	Malaysian	1,013,385	1.58	33,773,079 <sup>(1)</sup>	52.77	1,013,385	0.86	79,028,642 <sup>(1)</sup>	67.41
Cheong Teck Chong	Executive Director	Malaysian	560,094	0.88	32,646,573 <sup>(2)</sup>	51.01	560,094	0.48	77,902,136 <sup>(2)</sup>	66.44
Choon Nee Siew	Executive Director	Malaysian	433,392	0.68	34,254,696 <sup>(3)</sup>	53.52	433,392	0.37	79,510,259 <sup>(3)</sup>	67.82
Mohd. Choon bin Abdullah	Executive Director	Malaysian	78,909	0.12	34,617,179 <sup>(4)</sup>	54.09	78,909	0.07	79,864,742 <sup>(4)</sup>	68.12
Chang Kwong Him	Executive Director	Malaysian	117,145	0.18	146,792 <sup>(5)</sup>	0.23	117,145	0.10	146,792 <sup>(5)</sup>	0.13
Siow Der Ming	Executive Director	Malaysian	93,034	0.15	179,923 <sup>(5)</sup>	0.28	93,034	0.08	179,923 <sup>(5)</sup>	0.15
Fazrin Azwar Bin Md. Nor	Non-Executive Director	Malaysian	5,760,463 ^^	9.00	5,454,538 <sup>(6)</sup>	8.52	5,760,463 ^^	4.91	5,454,538 <sup>(6)</sup>	4.65
Dr. Choong Tuck Yew	Independent Non-Executive Director	Malaysian	15,000	0.02	-	-	15,000	0.01	-	-
Liew Yuke Foong	Independent Non-Executive Director	Malaysian	15,000	0.02	5,000 <sup>(5)</sup>	**	15,000	0.01	5,000 <sup>(5)</sup>	**
Mohd Sharifuddin Hashim	Amir B. Non-Executive Director	Malaysian	15,000	0.02	-	-	15,000	0.01	-	-

*Notes:-*

- (1) Deemed interested by virtue of the shareholding of his spouse, siblings and his substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (2) Deemed interested by virtue of his substantial shareholding in PKSB and his sister's direct shareholding pursuant to Sections 6A of and 122A the Act
  - (3) Deemed interested by virtue of the shareholding of her siblings and her substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (4) Deemed interested by virtue of the shareholding of his siblings, spouse and his substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (5) Deemed interested by virtue of the shareholding of their spouse
  - (6) Deemed interested in PKHB's shares held by BTVC and BIMB by virtue of Section 6A of the Act
- ^ Includes pink form allocation of 40,000 ordinary shares to the Executive Directors of PKHB and 15,000 ordinary shares to the Non-Executive and Independent Directors of PKHB pursuant to the Public Issue
- ^^ Includes Bumiputera allocation of 5,744,403 ordinary shares as approved by MITI pursuant to the Public Issue
- \* Assuming the ICULS held are not disposed in the open market
- \*\* Negligible

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**6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)**

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**6.1.2 Profile of the Board of Directors**

**Dato' Choon Yee Seiong**, aged 49, was appointed to the Board of Directors of PKHB on 13 January 2004. He is the founder and Group Managing Director/Group Executive Chairman of PKHB. His extensive experience in the gold jewellery industry is the result of over 30 years of direct working experience in the industry. He has been instrumental in the success, growth and development of the Group.

His involvement in the industry began in 1969 when he joined Thong Yik Goldsmith as a Sales Trainee. In 1973, he left to join Woh Onn Goldsmith as a Salesperson. He then joined Wing Hing Goldsmith in 1974 in a similar position as a Salesperson. Subsequently in 1976, he ventured into his own jewellery business and established PKJ. As the founder, he has been the driving force behind the development, growth and expansion of the Group. He has made significant contributions in the design of jewellery in PKHB. He is currently responsible for the overall strategic direction of the Group. He is also the founder president of Malaysian Retailer Chain Association and the President of the Federation of Goldsmiths and Jewellers Association of Malaysia. He also holds numerous directorships and business interests, assuming the role of Executive Chairman of other companies within the Group.

**Cheong Teck Chong**, aged 54, was appointed to the Board of Directors of PKHB on 13 January 2004. His involvement in the gold jewellery industry began in 1967 when he joined Lian Sin Pawnshop as a general worker. In 1972, he was promoted to General Manager until he left the company in 1979. He was also a partner of Lian Yik Goldsmith between the years of 1972 until 1980.

In 1976, he became a partner during the commencement of PKJ and was later appointed Managing Director of PKJ (SS2) in 1982. He has accumulated vast experience in the gold jewellery industry, having worked in the industry for more than 30 years. He assists in the development, growth and expansion of the Group. He holds numerous other directorships and business interests and is a Director of numerous branches of PKJ and its retail shops in the Klang Valley, Malacca, Pahang, Perak, Seremban and Johor. In addition, he also holds the position of Director of other companies within the Group. He is also a director and shareholder of Lian Sin Tang Sdn Bhd, Heng Seng Sdn Bhd and a Director of Pajak Gadai Rakyat, which are pawnshops.

**Choon Nee Siew**, aged 48, was appointed to the Board of Directors of PKHB on 13 January 2004. She brings with her more than 30 years of experience in the jewellery industry. Her career started in 1972 when she joined Lin Yik Jewellery as a sales representative. In 1980 she left Lin Yik Jewellery to join PKJ as a sales manager. In 1982, she was then appointed Director of PKJ(SS2). In 1991, she was appointed Managing Director of PKJ (S. Parade). Her main responsibilities are in overseeing the daily retail operations and development of PKHB. She is also a Director and shareholder of several other companies within the Group.

**Mohd. Annuar Choon Bin Abdullah**, aged 45, was appointed to the Board of Directors of PKHB on 13 January 2004. His involvement with the gold jewellery industry began in 1977 when he joined PKJ. In 1984 he joined PKJ (SS2) outlet as a Sales Representative. In May 1985, he was appointed Managing Director of PKJ (G. Wall). His main responsibilities are in managing the daily operations of several outlets including those in Sungai Buloh, Bukit Raja, Alam Sentral and Tesco Klang. He also holds directorships and shareholding of several other companies within the Group.

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

**Chang Kwong Him**, aged 53, was appointed to the Board of Directors of PKHB on 13 January 2004. His career started in 1969 when he joined Chang Kam Yee Sawmill as a Factory Manager. The company is involved in the sawmilling wood working industry. He left in 1982 to join PKJ and was appointed Director of PKJ (SS2) outlet. In 1985 he was re-employed as a factory manager at Chang Kam Yee Sawmill until 1986. In 1987, he was appointed Managing Director of PKJ (T. Mall) and managed the outlets in Selayang Mall and The Mall in Kuala Lumpur. He also holds directorships and shareholding of other companies within the Group. In addition, he is also a director of Chang Kam Yee & Son Sdn Bhd, which is involved in sawmilling and a director of Ketyon Sdn Bhd, which is involved in wood moulding works.

**Siow Der Ming**, aged 47, was appointed to the Board of Directors of PKHB on 13 January 2004. He graduated with Bachelor of Science (Honours) Degree majoring in Chemistry from the University of Malaya in 1981. He started his career in 1981 as a Chemist and Quality Control Executive with Kee Huat Industry Sdn Bhd, which is involved in the manufacturing of gas cookers and washing machines. He left in 1983 to join Metatrade Sdn Bhd as a Sales and Marketing Executive and was in charge of the marketing of speciality and industrial chemicals. He was later promoted to Technical Manager at Metachem Sdn Bhd, which he joined in 1986, and was responsible for quality control and research and development in rubber chemicals. His involvement with the gold jewellery industry began in October 1989 when he was appointed Managing Director of PKJ (Maluri). He also holds directorship and shareholding of other companies within the Group.

**Fazrin Azwar Bin Md. Nor**, aged 36, was appointed to the Board of Directors of PKHB on 13 January 2004. He graduated in 1990 from the University of Malaya with a Bachelor of Law (LLB) Honours Degree. He is an Advocate and Solicitor and a member of the Malaysian Bar, being called to the Bar in 1991.

He started his career as a Legal Assistant at Messrs. Adnan, Sundra & Low in 1991. In 1999, he formed his own partnership Messrs. Azwar & Chen. Subsequently, the partnership's name was changed to Messrs. Michael Chen, Gan, Muzafar & Azwar in July 1999 where he currently acts as the Managing Partner.

He holds directorships in both listed and non-listed companies. In 1996, he was appointed Non-Executive Director of PKJ (Puchong) with equity holdings in the company. In 1999, he was appointed Non-Executive Director of Tong Herr Resources Berhad, a company involved in the manufacture of stainless steel nuts and bolts. He also has equity holdings in the company. Subsequently, he was appointed Non-Executive Chairman of Mercury Industries Berhad in 2000, a company involved in the manufacture of industrial and commercial paint products. He also holds equity in this company. In 2001, he was appointed Non-Executive Chairman of Galakan Simfoni Corporation Berhad, an investment holding company. In 2002, he was also appointed Non-Executive Director of DK Leather Sdn Bhd, an OEM leather car seat manufacturer. In 2003, he was also appointed Non-Independent Non-Executive Director in Ire-Tex Corporation Berhad, a manufacturing company for packaging material. He is also a Director of PKJ (Peringit), PKJ (Tmn Uni, JB) and PKJ (SS2).

**Dr. Choong Tuck Yew**, aged 65, was appointed to the Board of Directors of PKHB on 13 January 2004. He received his Master of Business Administration and Doctorate of Commercial Science (Honorary) from the Oklahoma City University, United States in 1995 and 1999 respectively.

His professional memberships include being a Fellow of CPA Australia, Member of the Malaysian Institute of Certified Public Accountants, Chartered Accountant from the Malaysian Institute of Accountants, Chartered Fellow of the Institute of Internal Auditors Malaysia, Fellow of the Malaysian Association of the Institute of Chartered Secretaries and Administrators, the Institute of Company Secretaries Malaysia and the Malaysian Institute of Taxation.

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

In the early years of his career, he worked mainly as an Accountant in a number of companies. In 1968, he joined Bank Negara Malaysia and in 1987 he was appointed as Chief Manager until 1990 when he was seconded as the Managing Director of Visia Finance Berhad, a licensed finance company. In 1994, he started his own business, Choong Consultants, a financial, training, and management consultancy company. In 1996, he joined C&C Investigation Services Sdn. Bhd. a licensed private investigation company as Director before being appointed as the Deputy Chairman in 1998.

His other business interests include directorships at OSK Holdings Berhad, OSK-UOB Unit Trust Management Berhad and a number of other private companies.

**Liew Yuke Foong**, aged 55, was appointed to the Board of Directors of PKHB on 13 January 2004. She has more than thirty years of senior management experience in retailing, marketing, wholesaling, merchandising, advertising and direct marketing for several multinational companies and conglomerates in Malaysia, Singapore and Thailand.

She held senior management positions in Philips (M) Bhd, Metrojaya, Cold Storage (M) Bhd, The Mall, Dickson group of companies, Tangs Department Store (Trading) Sdn Bhd and provided management consulting services to Euromill Thailand Pte Ltd. In 2000, she started her own business known as D-Day Sdn Bhd, an exclusive distributor for several international brands of crystals, silver and fine China covering Malaysia, Singapore, Brunei, Indonesia and Australia. Currently, she is the Chief Operating Officer for D-Day Sdn Bhd, Director for Tangs Department Store (Trading) Sdn Bhd, Director for Timeless Value Sdn Bhd, and Executive Director of Crystals, Silver N Beyond (Aust) Pty Ltd.

**Dr. Mohd Amir Sharifuddin Bin Hashim**, aged 56, was appointed to the Board of Directors of PKHB on 13 January 2004. He holds a Bachelor of Education and Bachelor of Arts from Victory University of Wellington, New Zealand, and a Master of Arts (Hons) and a Doctorate in Business Studies from Massey University, New Zealand. He is also a member of the Malaysian Institute of Management, a life member of the Malaysian Educational Association, and was the Deputy President of Young Entrepreneur Association. His career started in 1974 when he joined University Kebangsaan Malaysia as a Lecturer and was later promoted to Associate Professor. In 1995, he left to join Perbadanan Usahawan Nasional Berhad as Senior General Manager. Subsequently in 2001, he left and took up the position of Chairman and Director of England Optical Group Sdn Bhd and in 2002, he was appointed as the Chief Executive Officer of Institut Optopreneur. Currently, he is also the Executive Chairman of EOG Education Sdn Bhd and Managing Director of Amir Consult and Services Sdn Bhd.

### 6.1.3 Directorships and Substantial Shareholding in All Other Public Corporation for the Past 2 Years

Save as disclosed below, none of the Director has any directorships or substantial shareholdings in any other public corporation for the past 2 years:-

Directors	Name of company	< ---Directorships--- >		< ---Substantial Shareholding--- >			
		Appointed/ (Resigned)		Direct	%	Indirect	%
Fazrin Azwar Bin Md. Nor	Tong Herr Resources Berhad	20 July 1999		1,336,000	1.67	-	-
	Mercury Industries Berhad	07 August 2000		592,000	1.64	-	-
	Galakan Simfoni Corp. Berhad	06 January 2001		-	-	-	-
	Ire-Tex Corporation Bhd	2 December 2003		1,990,000	4.98	-	-

**6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)**

Directors	Name of company	< ---Directorships--- >		< -----Substantial Shareholding----- >			
		Appointed/ (Resigned)		Direct	%	Indirect	%
Dr. Choong Tuck Yew	OSK-UOB Unit Trust Management Berhad	01 July 1996		-	-	-	-
	OSK Holdings Berhad	29 June 2001		-	-	-	-
	Visia Finance Berhad (Under liquidation)	8 December 1987		-	-	-	-

**6.1.4 Directors' Remuneration and Benefits**

For the FY ended 31 July 2003, the amount paid to the Directors for services rendered to the subsidiary companies of PKHB was approximately RM4.03 million. For the FY ending 31 July 2004, the amount payable is forecasted to be RM3.69 million. The brief details of the aggregate remuneration are as follows:-

Range (RM)	FYE 31 July 2003 No. of Directors	FYE 31 July 2004 No. of Directors
Below 50,000	-	4
50,001 to 500,000	2	3
500,001 to 1,000,000	3	2
Above 1,000,001	1	1
Total	6	10

**6.2 Audit Committee**

Name	Designation	Directorship
Dr. Choong Tuck Yew	Chairman	Independent Non-Executive Director
Liew Yuke Foong	Member	Independent Non-Executive Director
Dato' Choon Yee Seiong	Member	Executive Chairman/ Group Managing Director

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

## 6.3 Promoters and Substantial Shareholders

## 6.3.1 Promoters

	Nationality	After Public Issue ^				After Full Conversion of the ICULS *			
		<---Direct --->		<---Indirect --->		<---Direct --->		<---Indirect --->	
		No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
Dato' Choon Yee Seiong	Malaysian	1,013,385	1.58	33,773,079 <sup>(1)</sup>	52.77	1,013,385	0.86	79,028,642 <sup>(1)</sup>	67.41
Cheong Teck Chong	Malaysian	560,094	0.88	32,646,573 <sup>(2)</sup>	51.01	560,094	0.48	77,902,136 <sup>(2)</sup>	66.44
Choon Nee Siew	Malaysian	433,392	0.68	34,254,696 <sup>(3)</sup>	53.52	433,392	0.37	79,510,259 <sup>(3)</sup>	67.82

Notes:-

(1) Deemed interested by virtue of the shareholding of his spouse, siblings, and his substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act

(2) Deemed interested by virtue of his substantial shareholding in PKSB and his sister's direct shareholding pursuant to Sections 6A and 122A of the Act

(3) Deemed interested by virtue of the shareholding of her siblings, and her substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act

^ Includes pink form allocation of 40,000 ordinary shares to the Directors of PKHB pursuant to the Public Issue

\* Assuming the ICULS held are not disposed in the open market

Profiles of the Promoters can be found in Section 6.1.2 of this Prospectus.

## 6.3.2 Substantial Shareholders

	Nationality/ Place of Incorporation	After Public Issue ^				After Full Conversion of the ICULS *			
		<---Direct --->		<---Indirect --->		<---Direct --->		<---Indirect --->	
		No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
PKSB	Malaysia	32,639,998	51.00	-	-	77,895,561	66.44	-	-
Datin Hon Wee Fong	Malaysian	98,376	0.15	33,681,001 <sup>(1)</sup>	52.63	98,376	0.08	78,936,564 <sup>(1)</sup>	67.33
Dato' Choon Yee Seiong	Malaysian	1,013,385	1.58	33,773,079 <sup>(2)</sup>	52.77	1,013,385	0.86	79,028,642 <sup>(2)</sup>	67.41
Cheong Teck Chong	Malaysian	560,094	0.88	32,646,573 <sup>(3)</sup>	51.01	560,094	0.48	77,902,136 <sup>(3)</sup>	66.44
Choon Yee Fook	Malaysian	49,238	0.08	34,638,850 <sup>(4)</sup>	54.12	49,238	0.04	79,894,413 <sup>(4)</sup>	68.14
Choon Wan Joo	Malaysian	179,923	0.28	34,601,199 <sup>(5)</sup>	54.06	179,923	0.15	79,856,762 <sup>(5)</sup>	68.11
Choon Nee Siew	Malaysian	433,392	0.68	34,254,696 <sup>(4)</sup>	53.52	433,392	0.37	79,510,259 <sup>(4)</sup>	67.82
Choon Yee Bin	Malaysian	145,909	0.23	34,554,179 <sup>(4)</sup>	53.99	145,909	0.12	79,797,742 <sup>(4)</sup>	68.06
Mohd Annuar Choon bin Abdullah	Malaysian	78,909	0.12	34,617,179 <sup>(4)</sup>	54.09	78,909	0.07	79,864,742 <sup>(4)</sup>	68.12
Choon Ching Yih	Malaysian	542	**	34,687,546 <sup>(4)</sup>	54.20	542	**	79,943,109 <sup>(4)</sup>	68.19
Choon Yock Ying	Malaysian	146,792	0.23	34,658,441 <sup>(5)</sup>	54.15	146,792	0.13	79,914,004 <sup>(5)</sup>	68.16
Fazrin Azwar Bin Md. Nor	Malaysian	5,760,463 ^^	9.00	5,454,538 <sup>(6)</sup>	8.52	5,760,463 ^^	4.91	5,454,538 <sup>(6)</sup>	4.65
BTVC	Malaysia	4,545,448	7.10	-	-	4,545,448	3.88	-	-

Notes:-

(1) Deemed interested by virtue of the shareholding of her spouse, sibling and her substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act

(2) Deemed interested by virtue of the shareholding of his spouse, siblings and his substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act

**6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)**

- (3) Deemed interested by virtue of his substantial shareholding in PKSB and his sister's direct shareholding pursuant to Sections 6A and 122A of the Act
- (4) Deemed interested by virtue of the shareholding of their siblings, spouse and their substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
- (5) Deemed interested by virtue of the shareholding of her spouse, siblings and her substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
- (6) Deemed interested in PKHB's shares held by BTVC and BIMB by virtue of Section 6A of the Act
- ^ Save for PKSB, Choon Ching Yih and BTVC, the shareholding includes pink form allocation of 40,000 ordinary shares to the Directors of PKHB Group and 15,000 ordinary shares to the Non-Executive Director of PKHB pursuant to the Public Issue
- ^^ Includes Bumiputera allocation of 5,744,403 ordinary shares as approved by MITI pursuant to the Public Issue
- \* Assuming the ICULS held are not disposed in the open market
- \*\* Negligible

**6.3.2.1 Profiles of Substantial Shareholders**

Profiles of Dato' Choon Yee Seiong, Cheong Teck Chong, Choon Nee Siew, Mohd Annuar Choon Bin Abdullah and Fazrin Azwar Bin Md. Nor can be found in Section 6.1.2 of this Prospectus.

PKSB is a private limited company incorporated in Malaysia under the Act on 10 May 1996, having an authorized share capital of RM500,000,000 comprising 500,000,000 ordinary shares of RM1.00 each and issued and paid-up capital of RM128,872,340 comprising 128,872,340 ordinary shares of RM1.00 each. PKSB is currently dormant.

The Directors and substantial shareholders of PKSB are as follows:-

**Directors**

Name	Nationality	<---Direct --->		<---Indirect --->	
		No. of shares	%	No. of shares	%
Dato' Choon Yee Seiong	Malaysian	45,949,165	35.65	44,462,080 <sup>(a)</sup>	34.50
Cheong Teck Chong	Malaysian	25,801,826	20.02	706,606 <sup>(b)</sup>	0.55
Choon Nee Siew	Malaysian	20,893,411	16.21	65,420,585 <sup>(c)</sup>	50.76
Choon Wan Joo	Malaysian	6,856,278	5.32	81,943,120 <sup>(c)</sup>	63.58
Choon Yoke Ying	Malaysian	5,303,590	4.12	85,954,053 <sup>(c)</sup>	66.70
Mohd Annuar Choon Bin Abdullah	Malaysian	1,823,444	1.41	84,490,552 <sup>(c)</sup>	65.56
Choon Yee Bin	Malaysian	5,029,774	3.90	81,284,222 <sup>(c)</sup>	63.07
Choon Yee Fook	Malaysian	432,954	0.34	85,881,042 <sup>(c)</sup>	66.64
Chang Kwong Him	Malaysian	4,943,647	3.84	5,303,590 <sup>(d)</sup>	4.12
Siow Der Ming	Malaysian	2,485,402	1.93	6,856,278 <sup>(d)</sup>	5.32
Datin Hon Wee Fong	Malaysian	4,097,249	3.18	46,306,179 <sup>(d)</sup>	35.93

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

*Substantial Shareholders*

Name	Nationality	<---Direct --->		<--Indirect --->	
		No. of shares	%	No. of shares	%
Datin Hon Wee Fong	Malaysian	4,097,249	3.18	46,306,179 <sup>(d)</sup>	35.93
Dato' Choon Yec Seiong	Malaysian	45,949,165	35.65	44,462,080 <sup>(a)</sup>	34.50
Cheong Teck Chong	Malaysian	25,801,826	20.02	706,606 <sup>(b)</sup>	0.55
Choon Yee Fook	Malaysian	432,954	0.34	85,881,042 <sup>(c)</sup>	66.64
Choon Wan Joo	Malaysian	6,856,278	5.32	81,943,120 <sup>(c)</sup>	63.58
Choon Nee Siew	Malaysian	20,893,411	16.21	65,420,585 <sup>(c)</sup>	50.76
Choon Yee Bin	Malaysian	5,029,774	3.90	81,284,222 <sup>(c)</sup>	63.07
Mohd Annuar Choon bin Abdullah	Malaysian	1,823,444	1.41	84,490,552 <sup>(c)</sup>	66.70
Choon Yoke Ying	Malaysian	5,303,590	4.12	85,954,053 <sup>(c)</sup>	66.70
Choon Ching Yih	Malaysian	25,380	0.02	86,288,616 <sup>(c)</sup>	66.96
Siow Der Ming	Malaysian	2,485,402	1.93	6,856,278 <sup>(d)</sup>	5.32

Notes :-

- (a) Deemed interest by virtue of his spouse and siblings' direct shareholdings in PKSB.  
(b) Deemed interest by virtue of his sister's direct shareholdings in PKSB.  
(c) Deemed interest by virtue of their siblings' direct shareholdings in PKSB.  
(d) Deemed interest by virtue of their spouses' direct shareholdings in PKSB.

BTVC is a private limited company incorporated in Malaysia under the Act on 18 July 1996, having an authorised share capital of RM5,000,000 comprising 500,000 ordinary shares of RM1.00 each and 4,500,000 preference shares of RM1.00 each. The issued and paid-up capital of BTVC is RM390,000 comprising 91,000 ordinary shares of RM1.00 each and 299,000 preference shares of RM1.00 each. BTVC is a venture capital corporation.

Note:-

BTVC is the stakeholder for the shares held in PKHB and acts as nominee to Fazrin Azwar Bin Md. Nor pursuant to the financing arrangement entered into between them. The legal and beneficial interests retain with the later.

The Directors and substantial shareholders of BTVC are as follows:-

*Directors*

Name of Directors	Nationality	<---Direct --->		<--Indirect --->	
		No. of shares	%	No. of shares	%
Dato' H'ng Bak Tee	Malaysian	-	-	-	-
Dato' Seri Lim Gait Tong	Malaysian	-	-	-	-



## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

Name of Directors	Nationality	<---Direct --->		<--Indirect --->	
		No. of shares	%	No. of shares	%
Dato' Ahmad Bin Ibnihajar	Malaysian	-	-	-	-
Mirzan Bin Mahathir	Malaysian	-	-	-	-
Tan Sri Dato' Amin Shah Bin Haji Omar Shah	Malaysian	-	-	-	-
Dato' Abdul Latiff Bin S Mirasa	Malaysian	-	-	-	-
Rosli Bin Jaafar	Malaysian	-	-	-	-
Hassan Bin Awang (Alternate to Mirzan Bin Mahathir)	Malaysian	-	-	-	-
Faridah Binti Haji Omar Shah (Alternate to Tan Sri Dato' Amin Shah)	Malaysian	-	-	-	-
Musa Bin Mohd Dahan	Malaysian	-	-	-	-
Choo Yee Kwan	Malaysian	-	-	-	-
Lee Teu Luan	Malaysian	-	-	-	-
Meor Mohar Azhar Bin Abdul Ghani	Malaysian	-	-	-	-
Norhalim bin Yunus	Malaysian	-	-	-	-
Lee Teu Luan	Malaysian	-	-	-	-
Dato' Hilmi bin Hj. Abdul Rashid (Alternate to Choo Yee Kuan)	Malaysian	-	-	-	-

*Substantial Shareholders*

Name of Substantial Shareholders	Place of Incorporation	<---Direct --->		<--Indirect --->	
		No. of shares	%	No. of shares	%
Edaran Otomobil Nasional Berhad	Malaysia	14,000	15.38	-	-
Farlim Group (Malaysia) Bhd	Malaysia	11,667	12.82	-	-
Leader Universal Holdings Bhd	Malaysia	11,667	12.82	-	-
Mayban Ventures Sdn Bhd	Malaysia	11,667	12.82	-	-
Malaysian Resources Corporation Bhd	Malaysia	11,667	12.82	-	-
Malaysian Technology Development Corporation Sdn Bhd	Malaysia	4,667	5.13	-	-

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

Name of Substantial Shareholders	Place of Incorporation	<---Direct --->		<--Indirect -->	
		No. of shares	%	No. of shares	%
Penang Development Corporation	Malaysia	14,000	15.38	-	-
Peringkat Prestasi (M) Sdn Bhd	Malaysia	4,666	5.13	-	-
UMW Corporation Sdn Bhd	Malaysia	4,666	5.13	-	-
Business Focus Sdn Bhd	Malaysia	2,333	2.56	-	-

**Datin Hon Wee Fong**, aged 43, is the Finance Director of PKJ. She joined PKJ in 1980 as a partner before being appointed as Finance Director in 1993. Her main responsibilities are in finance and administrative matters for PKHB. She is also a Director and shareholder of other companies within the Group. She is also the shareholder and Director of Choon Yee Seiong Sdn Bhd, which is an investment holding company.

**Choon Yee Fook**, aged 39, is a Qualified Gemologist and has received qualifications in Diamond Grading, Pearl Grading, Coloured Stone Grading, and Diamond Grading from the Gemological Institute of America in 1993. He also has qualifications from Hoge Raad Voor Diamonds in Diamond Grading and Identification, which he received in 1993, and in Identification Classification and Grading of Jadeite from the Hong Kong Institute of Gemmology in 1994. His career began in 1980 when he joined PKJ as a Sales Representative and shareholder. He was appointed Managing Director of PKJ (O. Klang) in 1985. He oversees the daily operations at PKJ (O. Klang), Shaw Centre Point outlet and DB outlet in Selangor. He also holds directorships in Jungmax and shareholdings of several other companies within the Group.

**Choon Wan Joo**, aged 42, was appointed as a Managing Director of PKJM since 1991. Her main responsibilities are in overseeing the daily operations and decision making policies of the PKJM. She brings with her more than 20 years of extensive experience in the gold jewellery industry. Her career in the gold jewellery industry started in 1980 when she joined Precious as a Retail Representative. In 1981, she was promoted to Production Supervisor cum Designer at Precious and was with the company until 1990. She is a Director and shareholder of several other companies within the Group.

She was responsible for the initial set-up of the manufacturing plant and has successfully built the plant to become fully operational with 140 workforces. She also participates in trade exhibitions to keep abreast of the latest trends in product designs and development, and advanced manufacturing technologies. She oversees the production, quality control, manufacturing techniques, marketing, design and administration. In addition, she also heads the Group's research and development team and provides support to new product development in addition to enhancing the manufacturing capabilities of the Group.

**Choon Yee Bin**, aged 35, is an Assistant Managing Director of PKJM, appointed since 1991. His career started as a goldsmith with Precious in 1984. In 1985 he was promoted to Production Supervisor and was with Precious until 1991. In 1994, he was responsible for setting-up the wholesale division that sources a wide range of products to all the retail outlets of PKHB. He had made significant contributions to the techniques used in the production of gold ornaments and the setting of precious and semi-precious stones. He oversees the marketing, wholesale, production and human resources departments of PKHB. He also holds directorships and shareholdings of several other companies within the Group.

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

**Choon Yoke Ying**, aged 46, is the Assistant Managing Director of PKJ. Her career in the gold jewellery industry started in 1977 when she joined PKJ as a retail sales representative. In 1979, she became a partner in PKJ. In 1993, she was appointed Director of PKJ. Her current responsibilities are marketing and merchandising for the Group. She is also a Director and shareholder of various companies within the Group.

**Choon Ching Yih**, aged 31. Her career started in 1991 when she joined PKJ (SS2) as a Sales Personnel. In the same year, she was transferred to PKJ (G. Wall) in the same capacity. In 1993, she was transferred to PKJ (S. Parade) as a Sales Personnel. In 1998, she left to work for a retail outlet as a Shop Assistant until now. She is currently a shareholder of PKJ (O. Ipoh).

### 6.3.3 Directorships and Substantial Shareholding in All Other Public Corporation for the Past 2 Years

Save as disclosed in Section 6.1.3 of this Prospectus, none of the substantial shareholders or promoters has any directorships or substantial shareholdings in any other public corporations for the past 2 years.

### 6.3.4 Changes in Substantial Shareholders/Promoters and Their Shareholdings

The changes in substantial shareholders/Promoters since 12 July 2002 are as follows:

Substantial Shareholders/ Promoters	Date of Change	Place of Incorporation / Nationality	Direct		Indirect	
			No. of Shares	%	No. of Shares	%
Lee Lay Bee	12 July 2002	Malaysian	1	50.00	-	-
Leow Siew Min	12 July 2002	Malaysian	1	50.00	-	-
PKSB	13 January 2004	Malaysia	36,404,198	81.95	-	-
Datin Hon Wee Fong	13 January 2004	Malaysian	58,376	0.13	33,621,001 <sup>(1)</sup>	75.69
Dato' Choon Yee Seiong	13 January 2004	Malaysian	973,385	2.19	33,493,079 <sup>(2)</sup>	75.40
Cheong Teck Chong	13 January 2004	Malaysian	520,094	1.17	32,646,573 <sup>(3)</sup>	73.50
Choon Yee Fook	13 January 2004	Malaysian	9,238	0.02	34,398,849 <sup>(4)</sup>	77.44
Choon Wan Joo	13 January 2004	Malaysian	139,923	0.32	34,321,199 <sup>(5)</sup>	77.27
Choon Nee Siew	13 January 2004	Malaysian	393,392	0.89	34,014,696 <sup>(4)</sup>	76.58
Choon Yee Bin	13 January 2004	Malaysian	105,909	0.24	34,302,179 <sup>(4)</sup>	77.22
Mohd Annuar Choon bin Abdullah	13 January 2004	Malaysian	38,909	0.09	34,369,179 <sup>(4)</sup>	77.37
Choon Ching Yih	13 January 2004	Malaysian	542	*	34,407,546 <sup>(4)</sup>	77.46
Choon Yoke Ying	13 January 2004	Malaysian	107,092	0.24	34,378,441 <sup>(5)</sup>	77.39
Fazrin Azwar Bin Md. Nor	13 January 2004	Malaysian	1,060 ^	*	5,454,538 <sup>(6)</sup>	12.28
BTVC	13 January 2004	Malaysia	4,545,448	10.23	-	-

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

### Notes:-

- (1) Deemed interested by virtue of the shareholding of her spouse, sibling and her substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (2) Deemed interested by virtue of the shareholding of his spouse, siblings and his substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (3) Deemed interested by virtue of his substantial shareholding in PKSB and his sister's direct shareholding pursuant to Sections 6A and 122A of the Act
  - (4) Deemed interested by virtue of the shareholding of their siblings, spouse and their substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (5) Deemed interested by virtue of the shareholding of her spouse, siblings and her substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (6) Deemed interested in PKHB's shares held by BTVC and BIMB by virtue of Section 6A of the Act
- ^ Includes Bumiputera allocation of 5,744,403 ordinary shares as approved by MITI pursuant to the Public Issue
- \* Negligible

## 6.4 Key Management

### 6.4.1 Profile of Key Management

The Board of Directors of PKHB is supported by experienced and professional personnel. The details of the management team are as follows:-

**Datin Hon Wee Fong**, details of which can be found in Section 6.3.2.1 of this Prospectus.

**Choon Yoke Ying**, details of which can be found in Section 6.3.2.1 of this Prospectus.

**Choon Wan Joo**, details of which can be found in Section 6.3.2.1 of this Prospectus.

**Choon Yee Fook**, details of which can be found in Section 6.3.2.1 of this Prospectus

**Choon Yee Bin**, details of which can be found in Section 6.3.2.1 of this Prospectus

**Saw Eng Hooi**, aged 40, is the Branch Manager of PKJ (Banting). His working career started in 1981 as a salesperson at Sin Leong Heng, a grocery supplier. His involvement in the gold jewellery industry began when he joined PKJ in 1984 as Sales Assistant at the PKJ (SS2) outlet. He was promoted to Assistant Manager at the PKJ (G. Wall) outlet in 1985. In 1992, he became the Branch Manager and Director of PKJ (Banting). In 1994, PKJ (Banting) opened another outlet whereby he was responsible for managing these two outlets in Banting. He also holds directorships of several other companies within the Group.

**Hon Wei Sun**, aged 39, is the Head of Accounts and Administration Department of PKHB. She graduated from the Oklahoma State University, USA, in 1988 with a Bachelor of Science Degree in Business Administration and major in Accounting. Her career in the gold jewellery industry began in May 1988 when she joined PKJ as Administrative Executive. In 1995, she was appointed as Head of Accounts and Administrative Department of PKHB. She also holds directorships and shareholdings of several other companies within the Group.

**Ong Han Woon**, aged 38, is a Technical Director of PKJM. He began his career in 1985 as a designer with Precious. In 1988 he was promoted to Technical Supervisor. He was in charge of the window and showcase display for the Group. He joined PKJM in 1991 and was appointed Technical Manager. In 1998 he became the Technical Director of PKJM. He also holds shareholdings of several other companies within the Group. His responsibilities include overseeing the technical aspects of production, design development and gold refinery.

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

**Ng Moey Choo**, aged 41, is the Merchandising Manager for Diamonds and Precious Stones Division. She joined PKJ in 1981 as a Sales Trainee before she was promoted to Administrative Clerk in 1983. In 1986, she was promoted to Administrative Executive before being promoted to her current position as a Merchandising Manager for diamonds and precious stones division in 1993. She is also a shareholder of several companies within the Group.

**Lee Lay Bee**, aged 42, is the Promotions Manager of PKJ. She joined PKJ in 1984 as a Computer Operator and her responsibilities were largely in data entry. She was made Corporate Marketing and Advertising and Promotions Executive in 1987. Her main functions were in corporate sales, branch set up and group advertising and promotions. In 1996, she was appointed Promotions Manager and she was responsible for all promotional related functions and the set-up of branches within the Group. She is also a shareholder of several companies within the Group.

**Tham Wen Li**, aged 35, is the advertising Manager and Chief Designer of PKJ. Her career in the gold jewellery industry began in 1989 as a designer for PKJ. She was appointed Advertising Manager in 1993 and she is mainly responsible for the company's product design, advertising and window displays.

### 6.4.2 Shareholdings of the Key Management

Name	Designation	Nationality	After Public Issue				After Full Conversion of the ICULS **			
			<-- Direct -->		<-- Indirect -->		<-- Direct -->		<-- Indirect -->	
			No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
Datin Hon Wee Fong	Finance Director – PKJ	Malaysian	98,376 ^	0.15	33,681,001 <sup>(1)</sup>	52.63	98,376 ^	0.08	78,936,564 <sup>(1)</sup>	67.33
Choon Yoke Ying	Assistant Managing Director - PKJ	Malaysian	146,792 ^	0.23	34,658,441 <sup>(2)</sup>	54.15	146,792 ^	0.13	79,914,004 <sup>(2)</sup>	68.16
Choon Wan Joo	Managing Director - PKJM	Malaysian	179,923 ^	0.28	34,601,199 <sup>(2)</sup>	54.06	179,923 ^	0.15	79,856,762 <sup>(2)</sup>	68.11
Choon Yee Fook	Branch Manager – PKJ	Malaysian	49,238 ^	0.08	34,638,850 <sup>(3)</sup>	54.12	49,238 ^	0.04	79,894,413 <sup>(3)</sup>	68.14
Choon Yee Bin	Assistant Managing Director – PKJM	Malaysian	145,909 ^	0.23	34,554,179 <sup>(3)</sup>	53.99	145,909 ^	0.12	79,797,742 <sup>(3)</sup>	68.06
Saw Eng Hooi	Branch Manager – PKJ (Banting)	Malaysian	29,335 ^^	0.05	-	-	29,335 ^^	0.03	-	-
Hon Wei Sun	Head of Accounts and Administration Department – PKJ	Malaysian	27,618 ^^	0.04	98,376 <sup>(4)</sup>	0.15	27,618 ^^	0.02	98,376 <sup>(4)</sup>	0.08
Ong Han Woon	Technical Director – PKJM	Malaysian	44,678 ^^	0.07	15,000	0.02	44,678 ^^	0.04	15,000	0.01
Ng Moey Choo	Merchandising Manager – Diamonds and Precious Stones Division	Malaysian	19,748 *	0.03	-	-	19,748 *	0.02	-	-
Lee Lay Bee	Promotion Manager – PKJ	Malaysian	15,784 *	0.02	-	-	15,784 *	0.01	-	-

## 6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)

Name	Designation	Nationality	After Public Issue			After Full Conversion of the ICULS**				
Tham Wen Li	Advertising Manager and Chief Designer - PKJ	Malaysian	15,000 *	0.02	44,678 <sup>(5)</sup>	0.07	15,000 *	0.01	44,678 <sup>(5)</sup>	0.02

*Notes:-*

- (1) Deemed interested by virtue of the shareholding of her spouse, sibling and her substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (2) Deemed interested by virtue of the shareholding of their spouse, siblings and their substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (3) Deemed interested by virtue of the shareholding of their siblings, spouse and their substantial shareholding in PKSB pursuant to Sections 6A and 122A of the Act
  - (4) Deemed interested by virtue of the shareholding of her sister pursuant to Section 122A of the Act
  - (5) Deemed interested by virtue of the shareholding of her spouse pursuant to Section 122A of the Act
- ^ Includes pink form allocation of 40,000 ordinary shares pursuant to the Public Issue  
 ^^ Includes pink form allocation of 20,000 ordinary shares pursuant to the Public Issue  
 \* Includes pink form allocation of 15,000 ordinary shares pursuant to the Public Issue  
 \*\* Assuming the ICULS held are not disposed in the open market

### 6.5 Declaration from the Directors and Key Management

Save for Dr. Choong Tuck Yew, who is a Director of Visia Finance Berhad (a company under liquidation) as disclosed in Section 6.1.3 of this Prospectus, no Director, key management or person nominated to become a Director or key management is or has been involved in any of the following events:-

- (a) a petition under any bankruptcy or insolvency laws filed against such person or any partnership in which he was or is a partner or any corporation of which he was or is a director or senior executive officer;
- (b) a conviction in a criminal proceeding or is a named subject of a pending criminal proceeding; or
- (c) being the subject of any order, judgement or ruling of any court, tribunal or government body of competent jurisdiction permanently or temporarily enjoining him from acting as an investment adviser, dealer in securities, Director or employee of a financial institution and engaging in any type of business practice or activity.

### 6.6 Relationship between Substantial Shareholders, Promoters, Directors and Key Management

Save as disclosed below, none of the substantial shareholders, promoters, Directors and key management of the Group are related to each other.

Following are the family relationships among substantial shareholders, promoters, Directors and key management of the Group.

- (i) Datin Hon Wee Fong is the spouse of Dato' Choon Yee Seiong;
- (ii) Dato' Choon Yee Seiong, Choon Yee Fook, Choon Yee Bin, Choon Yoke Ying, Choon Ching Yih, Choon Wan Joo, Choon Nee Siew and Mohd Annuar Choon Bin Abdullah are siblings;
- (iii) Datin Hon Wee Fong and Hon Wei Sun are sisters;
- (iv) Lam Chian Leong is the cousin of Datin Hon Wee Fong;
- (v) Siow Der Ming is the brother-in-law of Dato' Choon Yee Seiong;
- (vi) Choon Wan Joo is the spouse of Siow Der Ming;
- (vii) Chang Kwong Him is the brother-in-law of Dato' Choon Yee Seiong;
- (viii) Choon Yoke Ying is the spouse of Chang Kwong Him;
- (ix) Cheong Teck Chong and Chong Siew Loi are siblings; and
- (x) Tham Wen Li is the spouse of Ong Han Woon.

**6. INFORMATION ON SHAREHOLDERS/DIRECTORS/KEY MANAGEMENT (Cont'd)****6.7 Contracts of Employment**

Certain subsidiary companies of the Company have executed contracts of employment with their directors and key management, details of which are as follows :-

- (a) Contract of Employment dated 28 May 2003 between PKJ and Choon Yee Seiong;
- (b) Contract of Employment dated 28 May 2003 between PKJ (SS2) and Cheong Teck Chong;
- (c) Contract of Employment dated 28 May 2003 between PKJ (S. Parade) and Choon Nee Siew;
- (d) Contract of Employment dated 28 May 2003 between PKJ (G. Wall) and Mohd Annuar Choon Bin Abdullah;
- (e) Contract of Employment dated 28 May 2003 between PKJ (T. Mall) and Chang Kwong Him;
- (f) Contract of Employment dated 28 May 2003 between PKJ (Maluri) and Siow Der Ming
- (g) Contract of Employment dated 28 May 2003 between PKJ and Hon Wee Fong;
- (h) Contract of Employment dated 28 May 2003 between PKJ and Choon Yoke Ying;
- (i) Contract of Employment dated 28 May 2003 between PKJ (O. Klang) and Choon Yee Fook;
- (j) Contract of Employment dated 28 May 2003 between PKJM and Choon Wan Joo;
- (k) Contract of Employment dated 28 May 2003 between PKJM and Choon Yee Bin;
- (l) Contract of Employment dated 28 May 2003 between PKJ (Banting) and Saw Eng Hooi;
- (m) Contract of Employment dated 28 May 2003 between PKJ and Hon Wei Sun;
- (n) Contract of Employment dated 28 May 2003 between PKJM and Ong Han Woon;
- (o) Contract of Employment dated 28 May 2003 between PKJ and Ng Moey Choo;
- (p) Contract of Employment dated 28 May 2003 between PKJ and Lee Lay Bee; and
- (q) Contract of Employment dated 28 May 2003 between PKJ and Tham Wen Li.

None of these contracts of employment are not terminable by notice without payment of compensation.

The contracts of employment for Directors' of the subsidiary companies include terms relating to salary, annual leave, bonus, "ang pow", incentives based on Net Profit Before Tax (NPBT), Directors' fee, Directors' termination benefits, entertainment budget for Group Managing Director, Directors' retirement benefit, Directors business trip(s), vacation benefits, car benefits, club membership and medical benefits.

The contracts of employment for managers of the subsidiary companies include terms relating to salary, annual leave, bonus, "ang pow", incentives based on NPBT, car benefits, club membership and medical benefits.

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