

**Responsibility statements:**

This Prospectus has been seen and approved by the Directors of Quill Capita Management Sdn Bhd (“QCM”) and the Offerors 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 other facts the omission of which would make any statement herein false or misleading. The Directors of QCM hereby accept full responsibility for the profit estimate, forecast and projections included in this Prospectus and confirm that the profit estimate, forecast and projections have been prepared based on the assumptions made.

Aseambankers Malaysia Berhad, being the Adviser, Managing Underwriter and Sole Bookrunner, acknowledges that, based on all available information, and to the best of its knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts concerning the initial public offering (“IPO”) and is satisfied that the profit estimate, forecast and projections (for which the Directors of QCM are fully responsible), prepared for inclusion in the Prospectus have been stated by the Directors after due and careful enquiry and have been duly reviewed by the Reporting Accountants.

**Statements of Disclaimer:**

The Securities Commission (“SC”) has approved the public issue, the restricted offer for sale and the offer for sale in respect of the IPO and the approval shall not be taken to indicate that the SC recommends the IPO. The SC shall not be liable for any non-disclosure on the part of QCM and takes no responsibility for the contents of this document, makes no representation as to its accuracy or completeness, and expressly disclaims any liability whatsoever for any loss howsoever arising from reliance upon the whole or any part of the contents of the Prospectus.

**YOU SHOULD RELY ON YOUR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IN CONSIDERING THE INVESTMENT, IF YOU ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY.**

The valuation approved or accepted by the SC shall only be utilised for the purpose of the proposal in relation to the IPO of Quill Capita Trust (“QCT”) submitted to and approved by the SC and shall not be construed as an endorsement by the SC on the value of the Subject Properties (as defined herein) for any other purposes.

Bursa Malaysia Securities Berhad (“Bursa Securities”) shall not be liable for any non-disclosure on the part of QCT and takes no responsibility for the contents of this Prospectus, makes no representation as to its correctness or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Prospectus. Admission to the Official List of Bursa Securities is not to be taken as an indication of the merits of the invitation, QCT or its securities.

A copy of this Prospectus has been registered and lodged with the SC.

No Units will be issued or sold on the basis of this Prospectus later than one year after the date of this Prospectus.

This Prospectus can also be viewed or downloaded from Bursa Securities’ website at [www.bursamalaysia.com](http://www.bursamalaysia.com). The contents of the electronic Prospectus are as per the contents of this Prospectus.

**Additional Statements:**

An application has been made to Bursa Securities for the listing of and quotation for all the Units of QCT already issued as well as the Issue Units (as defined herein), which are the subject of this issue. Such permission will be granted when QCT has been admitted to the Official List of Bursa Securities. Acceptance of applications for the Units will be conditional upon permission being granted to deal in and quotation for all the IPO Units (as defined herein) of QCT. Monies paid in respect of any application for the IPO Units accepted will be returned if the said permission is not granted. Admission to the Official List is not to be taken as an indication of the merits of QCT or its Units.

The contents of the Electronic Prospectus (as defined herein) and the copy of this Prospectus registered with the SC are the same.

The internet is not a fully secured medium. Your internet application for the IPO Units under the Malaysian Public Portion (as defined herein) may be subject to risks in data transmission, computer security threats such as viruses, hackers and crackers, faults with computer software and other events beyond the control of the internet participating financial institution. These risks cannot be borne by the internet participating financial institution. If you doubt the validity or integrity of an Electronic Prospectus, you should immediately request from us, our Adviser or the Issuing House, a paper/printed copy of this Prospectus. If there is any discrepancy between the contents of the Electronic Prospectus and the paper/printed copy of this Prospectus, the contents of the paper/printed copy of this Prospectus, which is identical to the copy of the Prospectus registered with the SC shall prevail.

In relation to any reference in this Prospectus to third party internet sites (referred to as "Third Party Internet Sites"), whether by way of hyperlinks or by way of description of the Third Party Internet Sites, you acknowledge and agree that:

- (I) We do not endorse and are not affiliated in any way to the Third Party Internet Sites. Accordingly, we are not responsible for the availability of, or the content or any data, files or other material provided on the Third Party Internet Sites. You bear all risks associated with the access to or use of the Third Party Internet Sites;
- (II) We are not responsible for the quality of products or services in the Third Party Internet Sites, particularly in fulfilling any of the terms of any of your agreements with the Third Party Internet Sites. We are also not responsible for any loss or damage or cost that you may suffer or incur in connection with or as a result of dealing with the Third Party Internet Sites or the use of or reliance on any data, file or other material provided by such parties; and
- (III) Any data, file or other material downloaded from the Third Party Internet Sites is done at your discretion and risk. We are not responsible, liable or under obligation for any damage to your computer system or loss of data resulting from the downloading of any such data, information, files or other material.

Where an Electronic Prospectus is hosted on the website of the Internet Participating Financial Institution (as defined herein), you are advised that:

- (I) The Internet Participating Financial Institution is only liable in respect of the integrity of the contents of the Electronic Prospectus, i.e. to the extent that the content of the Electronic Prospectus on the web server of the Internet Participating Financial Institution may be viewed via your web browser or other relevant software. The Internet Participating Financial Institution is not responsible for the integrity of the contents of the Electronic Prospectus which has been obtained from the web server of the Internet Participating Financial Institution and subsequently communicated or disseminated in any manner to you or other parties.
- (II) While all reasonable measures have been taken to ensure the accuracy and reliability of the information provided in the Electronic Prospectus, the accuracy and reliability of the Electronic Prospectus cannot be guaranteed because the internet is not a fully secured medium.

(III) The Internet Participating Financial Institution is not liable (whether in tort or contract or otherwise) for any loss, damage or costs, you or any other person may suffer or incur due to, as a consequence of or in connection with any inaccuracies, changes, alterations, deletions or omissions in respect of the information provided in the Electronic Prospectus which may arise in connection with or as a result of any fault with web browsers or other relevant software, any fault on your or any third party's personal computer, operating system or other software, viruses or other security threats, unauthorised access to information or systems in relation to the website of the Internet Participating Financial Institution, and/or problems occurring during data transmission which may result in inaccurate or incomplete copies of information being downloaded or displayed on your personal computer.

This Prospectus has not been and will not be made to comply with the laws of any jurisdiction other than Malaysia, and has not been and will not be lodged, registered or approved pursuant to or under any applicable securities or equivalent legislation or with or by any regulatory authority or other relevant body of any jurisdiction other than Malaysia.

This Prospectus is not intended to be and will not be issued, circulated or distributed and the IPO (as defined herein) will not be made or deemed to be made in any country or jurisdiction other than Malaysia or to persons who are made subject to the laws of any countries or jurisdiction other than the laws of Malaysia. The IPO to which this Prospectus relates is only available to persons receiving this Prospectus electronically or otherwise within Malaysia.

The Manager will not, prior to acting on any acceptance in respect of the IPO, make or be bound to make any enquiry as to whether you have a registered address in Malaysia and will not accept or be deemed to accept any liability in relation thereto whether or not any enquiry or investigation is made in connection therewith. It shall be your sole responsibility if you are or may be subject to the laws of countries or jurisdictions other than Malaysia to consult your legal and/or other professional advisers as to whether the IPO would result in the contravention of any laws of such countries or jurisdictions.

Further, it shall also be your sole responsibility to ensure that your application for the IPO would be in compliance with the terms of the IPO and would not be in contravention of any laws of countries or jurisdictions other than Malaysia to which you may be subjected to. The Manager will further assume that you had accepted the IPO in Malaysia and will at all applicable times be subjected only to the laws of Malaysia in connection therewith.

However, the Manager reserves the right, in its absolute discretion, to treat any acceptance as invalid if the Manager believes that such acceptance may violate any law or applicable legal or regulatory requirements.

No action has been or will be taken to ensure that the Prospectus complies with the laws of any countries or jurisdictions other than the laws of Malaysia. It shall be your sole responsibility to consult your legal and/or other professional advisers on the laws to which the IPO you are or might be subjected to. Neither the Manager nor the Adviser nor any other advisers in relation to the IPO shall accept any responsibility or liability in the event that any application made by you shall become illegal, unenforceable, voidable or void in any country or jurisdiction.

**Forward-looking Statements:**

Certain statements in this Prospectus constitute “forward-looking statements”. This Prospectus also contains forward-looking financial information in Section 9 headed Financial Information of QCT. Such forward-looking statements and financial information involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of QCT or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements and financial information. Such forward-looking statements and financial information are based on numerous assumptions regarding the Manager’s present and future business strategies and the environment in which QCT or the Manager will operate in the future. Because these statements and financial information reflect the Manager’s current views concerning future events, these statements and financial information necessarily involve risks, uncertainties and assumptions. Actual future performance could differ materially from these forward-looking statements and financial information.

Among the important factors that could cause the QCT’s actual results, performance and achievements to differ materially from those in the forward-looking statements and financial information are the condition of, and changes in, the domestic, regional or global economy that result in reduced occupancy or rental rates for QCT properties, changes in governmental laws and regulations affecting QCT, competition in Malaysian commercial and office property markets, interest rates, relations with lenders and the quality of tenants and other matters not yet known to the Manager or not currently considered material by the Manager. Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited to, those discussed under Section 8 headed Risk Factors. These forward-looking statements and financial information speak only as of the date of this Prospectus. The Manager expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement or financial information contained herein to reflect any change in the Manager’s expectations with regard thereto or any change in events, condition and circumstances on which any such statement or information is based, subject to compliance with all applicable laws and regulations and/or the rules of Bursa Securities and/or any other regulatory or supervisory body or agency.

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**TENTATIVE TIMETABLE**

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The tentative timing of events leading up to the listing and quotation for QCT on the Main Board of Bursa Securities is set out below:

	<b>Tentative Dates</b>
Opening date of the Retail Offering and the Institutional Offering	11 December 2006
Closing date of the Retail Offering	18 December 2006
Closing date of the Institutional Offering	18 December 2006
Price determination	18 December 2006
Balloting of applications for the Units issued/offered pursuant to the Retail Offering	20 December 2006
Allotment of Units to successful applicants	26 December 2006
Listing of QCT on the Main Board of Bursa Securities	8 January 2007

**THIS TIMETABLE IS TENTATIVE AND IS SUBJECT TO CHANGES WHICH MAY BE NECESSARY TO FACILITATE IMPLEMENTATION PROCEDURES. THE APPLICATION PERIOD FOR THE RETAIL OFFERING AND THE INSTITUTIONAL OFFERING WILL REMAIN OPEN UNTIL 5.00 P.M. ON 18 DECEMBER 2006 OR FOR SUCH FURTHER PERIOD OR PERIODS AS OUR DIRECTORS AND/OR THE OFFERORS TOGETHER WITH THE MANAGING UNDERWRITER IN THEIR ABSOLUTE DISCRETION MAY DECIDE.**

**SHOULD THE CLOSING DATE OF THE APPLICATION FOR THE RETAIL OFFERING AND THE INSTITUTIONAL OFFERING BE EXTENDED, THE DATES FOR THE PRICE DETERMINATION, BALLOTING, ALLOTMENT AND LISTING OF QCT ON THE MAIN BOARD OF BURSA SECURITIES MIGHT BE EXTENDED ACCORDINGLY. ANY CHANGES TO THE APPLICATION PERIOD WILL BE NOTIFIED TO THE PUBLIC VIA AN ADVERTISEMENT IN A WIDELY CIRCULATED DAILY BAHASA MALAYSIA AND ENGLISH NEWSPAPER.**

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**TABLE OF CONTENTS**

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<b>Section</b>		<b>Page</b>
1.	DEFINITIONS.....	1
2.	CORPORATE DIRECTORY .....	7
3.	SUMMARY INFORMATION .....	11
3.1	QCT .....	11
3.2	Overview Of The Subject Properties .....	14
3.3	Financial Information .....	23
3.4	Fees And Charges .....	26
3.5	Information On QCM’s Shareholders.....	28
3.6	Unitholdings Of The Substantial Unitholders, Our Directors And Our Key Management In QCT .....	29
3.7	Principal Statistics Relating To The IPO .....	30
3.8	Risk Factors .....	32
4.	PARTICULARS OF THE IPO .....	34
4.1	Opening And Closing Of Application Lists.....	34
4.2	Total Issued Units .....	34
4.3	Details Of The IPO .....	35
4.4	The Listing Scheme .....	37
4.5	Borrowings .....	38
4.6	Purpose Of The IPO.....	39
4.7	Estimated Proceeds From The IPO.....	40
4.8	Brokerage And Commissions .....	40
4.9	Salient Terms Of The Retail And The Institutional Underwriting Agreements .....	41
5.	INTRODUCTION TO REITS.....	48
5.1	Overview Of REITs.....	48
5.2	The Regulatory Framework .....	49
5.3	Benefits Of Investing In REITs .....	49
5.4	Comparison With Other Forms Of Investments .....	50
5.5	Investor Profile .....	51
5.6	Performance Indicators And Benchmarks .....	52
5.7	Fees And Charges .....	53
6.	DETAILED INFORMATION ON QCT .....	54
6.1	The Formation And Structure Of QCT .....	54
6.2	Investment Objectives And Strategies .....	56
6.3	Investor Profile .....	63
7.	SUBJECT PROPERTIES .....	64
7.1	Acquisitions By QCT.....	64
7.2	Overview Of Subject Properties .....	64
7.3	Details Of Subject Properties.....	68
7.4	Salient Terms Of The Conditional SPAs Relating To The Acquisitions By QCT .....	74
8.	RISK FACTORS.....	76
8.1	Risks Relating To QCT’s Operations .....	76
8.2	Risks Relating To Real Estate Assets .....	79
8.3	Risks Relating To An Investment In Units .....	82

---

**TABLE OF CONTENTS (Cont'd)**

---

Section	Page
9. FINANCIAL INFORMATION OF QCT .....	85
9.1 Pro Forma Consolidated Profit Record .....	85
9.2 Pro Forma Consolidated Balance Sheets Of QCT .....	89
9.3 Consolidated Profit Estimate, Forecast And Projections Of QCT .....	90
9.4 Our Directors' Analysis/Comments On The Consolidated Profit Estimate, Forecast And Projections .....	91
9.5 Distribution Estimate, Forecast And Projections .....	92
9.6 Consolidated Profit Estimate, Forecast And Projections Of QCT Together With The Assumptions And The Reporting Accountants' Letter Thereon.....	93
9.7 Sensitivity Analysis .....	115
9.8 Pro Forma Consolidated Balance Sheets Of QCT Together With Reporting Accountants' Letter Thereon .....	116
10. FEES AND CHARGES .....	125
10.1 Fees And Charges Payable Directly By Unitholders .....	125
10.2 Fees And Charges Payable Indirectly By Unitholders.....	125
11. THE MANAGER.....	127
11.1 Our Corporate Profile .....	127
11.2 Our Board .....	127
11.3 Operational Structure Of The Manager .....	131
11.4 Our Management Team .....	131
11.5 Delegation Of Registrar Function .....	133
11.6 Unitholdings Of The Substantial Unitholders, Our Directors And Our Key Management In QCT .....	135
11.7 Total Number Of Funds Under Management .....	136
11.8 Summary Of Management Company's Financial Position For The Past Three (3) Years ....	136
11.9 Duties And Obligations Of The Manager.....	136
11.10 Retirement, Removal Or Replacement Of The Manager .....	138
11.11 Powers Of The Manager To Remove Or Replace The Trustee .....	138
11.12 Material Litigation And Arbitration.....	139
12. THE TRUSTEE .....	140
12.1 Corporate Information .....	140
12.2 Functions, Duties And Responsibilities .....	141
12.3 Trustee's Responsibility Statement.....	142
12.4 Retirement, Removal Or Replacement Of The Trustee .....	142
12.5 Powers Of The Trustee To Remove Or Replace The Manager .....	143
12.6 Material Litigation And Arbitration.....	144
13. THE PROPERTY MANAGER .....	145
13.1 Background Information.....	145
13.2 Experience In Property Management And Total Property Managed .....	145
13.3 Organisational Structure And Information On Key Personnel And Staff Strength .....	146
13.4 Functions, Duties And Responsibilities .....	149
13.5 Unitholdings Of Property Manager In QCT .....	153
13.6 The Property Management Agreement And Its Salient Terms .....	153
14. VALUATION CERTIFICATES.....	154
15. INDEPENDENT PROPERTY MARKET REPORT .....	187
16. TAXATION OF QCT .....	243

---

**TABLE OF CONTENTS (Cont'd)**

---

<b>Section</b>		<b>Page</b>
17.	ADDITIONAL INFORMATION .....	248
17.1	General.....	248
17.2	Material Contracts .....	249
17.3	Consents.....	250
17.4	Directors' Declaration.....	250
17.5	Documents Available For Inspection.....	250
18.	RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST .....	252
18.1	Existing Related-Party Transactions .....	252
18.2	Potential Related-Party Transactions .....	253
18.3	Potential Conflicts Of Interest .....	254
19.	APPROVALS AND CONDITIONS .....	256
19.1	Approvals And Conditions .....	256
19.2	Further Approval Granted By The SC .....	257
19.3	Waivers.....	257
19.4	Other Approval .....	258
20.	SALIENT TERMS OF THE DEED .....	259
20.1	The Deed.....	259
20.2	Rights Of Unitholders.....	259
20.3	Limitation Of Liability Of Unitholders.....	260
20.4	Issue Of Units .....	260
20.5	Suspension Of Issue Of Units .....	261
20.6	Vendor Units.....	262
20.7	Investments Of QCT.....	262
20.8	Concerning The Trustee.....	263
20.9	Limitation Of Liability And Indemnity Of The Trustee .....	263
20.10	Concerning The Manager .....	264
20.11	Limitation Of Liability And Indemnity Of The Manager .....	264
20.12	Retirement, Removal And Replacement Of The Manager And Trustee .....	264
20.13	Expenses Of QCT .....	265
20.14	Modification Of The Deed.....	266
20.15	Termination And Winding-Up Of QCT.....	266
20.16	Meetings Of Unitholders .....	267
21.	PROCEDURES FOR APPLICATION AND ACCEPTANCE FOR THE RETAIL OFFERING .....	268
21.1	Opening And Closing Of Applications .....	268
21.2	Methods Of Application .....	268
21.3	Procedures For Application .....	268
21.4	Applications Using Application Form .....	269
21.5	Applications Using Electronic Application .....	272
21.6	Applications Using Internet Application .....	277
21.7	Terms And Conditions For Internet Application .....	278
21.8	Application And Acceptance .....	283
21.9	CDS Account .....	285
21.10	Notice Of Allotment .....	285
21.11	List Of ADAs.....	286



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## 1. DEFINITIONS

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Unless the context otherwise requires, the following definitions shall apply throughout this Prospectus and the Application Forms:

Acquisitions	: The acquisitions by QCT of the Subject Properties from the Vendors for a total purchase consideration of RM276,000,000 satisfied via issuance of Units and cash
Act	: Companies Act, 1965
ADA Code	: ADA (Broker) Code
ADA(s)	: Authorised Depository Agent(s)
Application Form(s)	: Printed application form(s) for the application of the Units under the Malaysian Public Portion accompanying this Prospectus
Aseambankers/Adviser	: Aseambankers Malaysia Berhad ( <i>Company No. 15938-H</i> )
ATM	: Automated teller machine
Authorised Investments	: Real estate, single-purpose companies, real estate-related assets, liquid assets, non-real estate-related assets, asset-backed securities and other investments permitted or otherwise permitted by SC
Board	: Our Board of Directors
Bursa Depository	: Bursa Malaysia Depository Sdn Bhd ( <i>Company No. 165570-W</i> )
Bursa Securities / the Exchange	: Bursa Malaysia Securities Berhad ( <i>Company No. 635998-W</i> )
CCID	: CapitaLand Commercial and Integrated Development Limited ( <i>Company No. 197801869H</i> ), a company incorporated in Singapore and a wholly-owned subsidiary of CapitaLand Limited ( <i>Company No. 198900036N</i> )
CDS	: Central Depository System
CDS Account	: An account established at Bursa Depository for a depositor for the recording of deposit of securities and for dealing in such securities by the depositor
CFL	: CapitaLand Financial Limited ( <i>Company No. 200308451M</i> ), a company incorporated in Singapore and a wholly-owned subsidiary of CapitaLand Limited ( <i>Company No. 198900036N</i> )
CFL Group	: CFL and its subsidiaries
Commercial Building	: A freehold or leasehold interest in respect of a building located in Malaysia which is used or substantially used for commercial purposes but excludes: (a) stand-alone retail properties, service apartments and hotels; (b) properties which are made exclusively available to CR and/or QRH; and (c) properties under development by CR and/or QRH; PROVIDED THAT such freehold or leasehold interest in respect of a building falls within the ambit of Authorised Investments as set out in the REITs Guidelines.  For the avoidance of doubt, the term “Commercial Building” does not include land only

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## 1. DEFINITIONS *(Cont'd)*

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Commercial Properties	: Properties used, or predominantly used, for commercial purposes, including but not limited to office, business/technology park, data processing centre, car park and retail, but specifically excluding real estate which is in the nature of retail shopping malls
Conditional SPAs	: The conditional sale and purchase agreements dated 17 October 2006 entered into between the Vendors and Mayban Trustees (on behalf of QCT) for the Acquisitions as amended by their respective supplemental letters entered into by the same parties dated 20 November 2006
CP(s)	: Commercial paper(s)
CP/MTN Programme	: CP/MTN issuance programme established by QCT via powers vested in the Trustee through its wholly-owned special purpose vehicle
CR	: CapitaLand RECM Pte. Ltd. ( <i>Company No. 200207255G</i> ), a wholly-owned subsidiary of CFL
Deed	: The deed dated 9 October 2006 constituting QCT, entered into between QCM and Mayban Trustees
Deposited Property	: All the assets of the REIT, including all its Authorised Investments for the time being held or deemed to be held upon trusts of the Deed
Electronic Application(s)	: Electronic application(s) for the Units under the Malaysian Public Portion through a Participating Financial Institution's ATM
Electronic Prospectus	: A copy of this Prospectus that is issued, circulated or disseminated via the Internet, and/or an electronic storage medium, including but not limited to CD-ROMs or floppy disks
Final Retail Price	: The final price per Unit, payable by investors under the Retail Offering, being the lower of: (a) the Retail Price; or (b) 95% of the Institutional Price, subject to rounding adjustment
First Refusal Parties	: (a) in relation to CR, means its subsidiaries and CFL Group; and (b) in relation to QRH, means the Quill Group of Companies, Dato' Michael Ong Leng Chun or his relations or Dato' Low Moi Ing or her relations  For the purposes of this definition, the "relations" of Dato' Michael Ong Leng Chun or as the case may be, Dato' Low Moi Ing means, in respect of each of them, (i) the spouse, child (including adopted child and step-child) and any other person holding shares as nominee for any of them; or (ii) companies where at least ninety per cent (90%) of the issued and paid-up share capital is held collectively by any of them, his/her spouse, child (including adopted child and step-child) and/or any other person as nominee or the wholly-owned companies of such first mentioned companies
Fund	: QCT
FYE(s)	: Financial year(s) ended / ending
GCSB	: Gandalf Capital Sdn Bhd ( <i>formerly known as Icon Lagoon Sdn Bhd</i> ) ( <i>Company No. 742997-T</i> )
GAV	: Gross asset value
Independent Property Valuer/ Independent Property Consultant	: Messrs CH Williams Talhar & Wong Sdn Bhd ( <i>Company No. 18149-U</i> )

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**1. DEFINITIONS (Cont'd)**

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Institutional Offering	: The offering of 154,992,000 IPO Units to selected investors at the Institutional Price pursuant to the Restricted Offer for Sale and Institutional Tranche
Institutional Price	: The price per IPO Unit payable by selected investors pursuant to the Institutional Offering to be determined by way of bookbuilding
Institutional Tranche	: The offering of 83,384,000 IPO Units to selected investors at the Institutional Price pursuant to the Offer for Sale
Institutional Underwriting Agreement	: The Underwriting Agreement for the Institutional Tranche dated 18 October 2006 entered into between the Vendors and the Managing Underwriter for the underwriting of 83,384,000 Units under the Institutional Tranche
Internet Application	: Electronic application for the Units under the Malaysian Public Portion made available for application by the Malaysian Public via www.maybank2u.com.my, www.eipocimb.com or www.rhbbank.com.my
Internet Participating Financial Institution	: Participating organisations in the Internet Application. Presently, Malayan Banking Berhad, CIMB Securities Sdn Bhd and RHB Bank Berhad are the only Internet Participating Financial Institution
IPO	: The initial public offering of a total of 167,082,000 Units, comprising the Public Issue, the Restricted Offer for Sale and the Offer for Sale
IPO Unit(s)	: The Unit(s) to be issued/offered under the IPO
Issue Units	: The 6,190,000 new Units which are the subject of the Public Issue and which forms part of the IPO Units
Issuing House/ MIDFCCS	: MIDF Consultancy and Corporate Services Sendirian Berhad ( <i>Company No. 11324-H</i> )
Listing	: Admission to the Official List and the listing of and quotation for 238,691,000 Units on the Main Board of Bursa Securities
LPD	: 15 November 2006, being the latest practicable date for the purposes of ascertaining certain information contained in this Prospectus
Malaysian Public	: Citizens of Malaysia and companies, societies, co-operatives and institutions incorporated or organised under the Laws of Malaysia
Malaysian Public Portion	: 11,090,000 IPO Units (comprising the Public Issue and the Public Offer) to the Malaysian Public forming part of the Retail Offering via balloting (of which at least 30% is to be set aside strictly for Bumiputera individuals, companies, societies, co-operatives and institutions), at the Retail Price
Manager	: QCM
Managing Underwriter	: Aseambankers
Market Day(s)	: Any day on which the Bursa Securities is open for the trading of securities
Mayban Trustees / Trustee	: Mayban Trustees Berhad ( <i>Company No. 5004-P</i> ), being the Trustee of QCT
MCMC	: Malaysian Communications and Multimedia Commission
MER	: Management expense ratio
MNC(s)	: Multinational corporation(s)
MSC	: Multimedia Super Corridor
MTN(s)	: Medium term note(s)

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**1. DEFINITIONS (Cont'd)**

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MV	: Market value										
NAV	: Net asset value										
Net Lettable Area	: Consists of the total gross floor area less the common areas, such as corridors, amenities area and management offices of the building										
Offer for Sale	: The offer for sale by the Offerors of 89,284,000 IPO Units comprising the following: (a) Offering of 5,900,000 IPO Units to the Malaysian Public and eligible employees, Directors and business associates of QCM and the Quill Group of Companies; and (b) Offering of 83,384,000 IPO Units to selected investors as part of the Institutional Offering										
Offer Units	: The 89,284,000 Units to be offered pursuant to the Offer for Sale, including the Institutional Tranche										
Offerors	: The offerors of the Units pursuant to the Restricted Offer for Sale and Offer for Sale, namely: <table><thead><tr><th></th><th><b>No. of Units Offered</b></th></tr></thead><tbody><tr><td>QPSB</td><td>63,233,000</td></tr><tr><td>QLSB</td><td>67,038,000</td></tr><tr><td>QESB</td><td><u>30,621,000</u></td></tr><tr><td><b>Total</b></td><td><b><u>160,892,000</u></b></td></tr></tbody></table>		<b>No. of Units Offered</b>	QPSB	63,233,000	QLSB	67,038,000	QESB	<u>30,621,000</u>	<b>Total</b>	<b><u>160,892,000</u></b>
	<b>No. of Units Offered</b>										
QPSB	63,233,000										
QLSB	67,038,000										
QESB	<u>30,621,000</u>										
<b>Total</b>	<b><u>160,892,000</u></b>										
Official List	: Official list of the Main Board of Bursa Securities										
Participating Financial Institution(s)	: Participating financial institution(s) for Electronic Applications as listed in Section 21.5.2 of this Prospectus										
PAT	: Profit after tax										
PBT	: Profit before tax										
PDS	: Private debt securities										
Pink Form Portion	: 1,000,000 IPO Units to the eligible employees, Directors and business associates of QCM and the Quill Group of Companies at the Retail Price which forms part of the Retail Offering										
Property Manager	: Knight Frank (Ooi & Zaharin Sdn Bhd) ( <i>Company No. 585479-A</i> )										
Prospectus	: This Prospectus dated 11 December 2006										
psf/mth	: Per square foot per month										
Public Issue	: The issue of 6,190,000 new IPO Units to the Malaysian Public at the Retail Price which forms part of the Retail Offering										
Public Offer	: The offering of 4,900,000 IPO Units to the Malaysian Public at the Retail Price which forms part of the Retail Offering										
QCM	: Quill Capita Management Sdn Bhd ( <i>Company No. 737252-X</i> ), the management company of QCT										
QCSB	: Quill Construction Sdn Bhd ( <i>Company No. 174671-T</i> )										
QCT	: Quill Capita Trust										
QESB	: Quill Estates Sdn Bhd ( <i>Company No. 449859-X</i> )										
QLSB	: Quill Land Sdn Bhd ( <i>Company No. 449957-X</i> )										

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**1. DEFINITIONS (Cont'd)**

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- QPSB** : Quill Properties Sdn Bhd (*Company No. 223563-X*)
- QRH** : Quill Resources Holding Sdn Bhd (*Company No. 442584-H*)
- Quill Building 1 – DHL 1** : A four (4) storey office building with a sub-basement and a basement carpark situated at 3509 & 3511, Jalan Teknokrat 5, 63000, Cyberjaya, Selangor and erected on two (2) pieces of land held for a term in perpetuity under Geran 102617, Lot 32990 (previously HSD 7064, PT 12075) and Geran 102618, Lot 32991 (previously HSD 7065, PT 12076) both sited within Mukim of Dengkil, District of Sepang, Selangor
- Quill Building 2 – HSBC** : A four (4) storey office building with a sub-basement carpark situated at 3500, Jalan Teknokrat 3, 63000, Cyberjaya, Selangor and located on a piece of land with a term in perpetuity held under Geran 102620, Lot 33042 (previously HSD 7053, PT 12063), Mukim of Dengkil, District of Sepang, Selangor
- Quill Building 3 – BMW** : A four (4) storey office building with a level of sub-basement and a level of basement carpark situated at 3501, Jalan Teknokrat 5, 63000 Cyberjaya, Selangor and located on a piece of land with a term in perpetuity held under HSD 7060, PT 12071, Mukim of Dengkil, District of Sepang, Selangor
- Quill Building 4 – DHL 2** : A four (4) storey office building with a sub-basement and two (2) levels of basement carparks situated at 3504, Jalan Teknokrat 5, 63000, Cyberjaya, Selangor and erected on a piece of land held for a term in perpetuity under Geran 102616, Lot 32989 (previously HSD 7063, PT 12074) Mukim of Dengkil, District of Sepang, Selangor
- Quill Group of Companies** : A group of corporations comprising QRH, QPSB, QLSB, QESB, their respective Related Corporations and any other company in which more than 50% of its equity interest is held by Dato' Michael Ong Leng Chun and/or Dato' Low Moi Ing and his/her spouse, child (including adopted child and step-child) and any other persons holding shares as his/her nominees, or companies where at least 90% of the issued and paid-up capital is held collectively by him/her, his/her spouse, child (including adopted child and step-child) and any other persons holding shares as his/her nominees, or the wholly-owned companies of such first mentioned companies, including their respective subsidiaries and/or associated companies
- REIT(s)** : Real estate investment trust(s)
- REITs Guidelines** : The Guidelines on Real Estate Investment Trusts issued by the SC on 3 January 2005, and any subsequent amendments or updates thereof
- Related corporations** : In relation to a corporation means another corporation that is deemed to be related to the first-mentioned corporation under Section 6 of the Act provided always that (i) in the case of CR, a Related Corporation shall not include any shareholder of the shareholder; and (ii) in the case of QRH, Related Corporation shall include the companies under the Quill Group of Companies
- Relevant Laws and Requirements** : The laws, regulations, guidelines, rules and official requirements, guidance notes, practice notes (whether or not having the force of law) applicable to REITs from time to time including Securities Laws, the REITs Guidelines, the listing requirements of Bursa Securities, the rules of the Bursa Depository and taxation laws and rulings
- Restricted Offer for Sale** : The restricted offer for sale to CCID and/or its nominees by the Offerors of 71,608,000 IPO Units at the Institutional Price which forms part of the Institutional Offering
- Restricted Offer for Sale Units** : The IPO Units to be offered pursuant to the Restricted Offer for Sale

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## 1. DEFINITIONS (Cont'd)

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Retail Offering	: The issuance/offering of 12,090,000 IPO Units (comprising the Public Issue, the Public Offer and the Pink Form Portion) at the Retail Price
Retail Price	RM0.84 per Unit, being the initial price payable by investors pursuant to the Retail Offering
Retail Underwriting Agreement	: The Underwriting Agreement for Retail Offering dated 18 October 2006 entered into between the Vendors, the Trustee, QCM and the Managing Underwriter for the underwriting of 12,090,000 Units under the Retail Offering
RM and sen	: Ringgit Malaysia and sen, respectively
S\$	: Singapore Dollars
SC	: Securities Commission
SCA	: Securities Commission Act, 1993
Sole Bookrunner	: Aseambankers, bookrunner for the Institutional Tranche
sq ft	: Square foot/feet
SSR	: Symphony Share Registrars Sdn Bhd ( <i>Company No. 378993-D</i> )
Subject Properties	: The properties acquired by QCT from the Vendors pursuant to the Acquisitions, namely Quill Building 1 – DHL 1, Quill Building 2 – HSBC, Quill Building 3 – BMW and Quill Building 4 - DHL 2
Unit(s)	: An undivided interest in QCT as set out in the Deed
Unitholder(s)	: Holder(s) of the Units of QCT
VAEA Act	: Valuers, Appraisers and Estate Agents Act, 1981
Vendors	: The Vendors of the Subject Properties, namely: (a) QPSB in respect of Quill Building 1 - DHL 1 and Quill Building 4 - DHL 2; (b) QLSB in respect of Quill Building 2 - HSBC; and (c) QESB in respect of Quill Building 3 - BMW

All references to “Manager”, “we”, “us”, “our” and “ourselves” in this Prospectus are to QCM.

Words importing the singular shall, where applicable, include the plural and *vice versa* and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to person shall include corporations.

Any reference in the Prospectus to any enactment or guideline is a reference to the enactment or guideline as for the time being amended or re-enacted.

Any reference to a time of day in the Prospectus shall be referenced to Malaysian time, unless otherwise stated.

The terms “tenant” and “lessee”, and “tenancy” and “lease” respectively, are used inter-changeably in this Prospectus and do not denote any duration of the tenancy or lease, unless specifically stated.

Any discrepancies in the tables included in this Prospectus between the listed amounts and totals thereof are due to rounding.

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## 2. CORPORATE DIRECTORY

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<b>MANAGER</b>	:	Quill Capita Management Sdn Bhd
<b>Registered Office</b>	:	No. 517B, Jalan Tiong Off Jalan Ipoh 51100 Kuala Lumpur Malaysia  Tel: (603)-4041 8228 Fax: (603)-4041 9228
<b>Principal Place of Business</b>	:	Suite 11.01A, Level 11 Menara Citibank No. 165, Jalan Ampang 50450 Kuala Lumpur Malaysia  Tel: (603)-2380 6288 Fax: (603)-2380 6289
<b>Board of Directors</b>		
Chairman and Non-Independent Non-Executive Director	:	Tan Sri Datuk Dr Ahmad Tajuddin Bin Ali
Non-Independent Non-Executive Director	:	Dato' Low Moi Ing
Non-Independent Non-Executive Director	:	Dato' Michael Ong Leng Chun
Non-Independent Non-Executive Director	:	Martin Tan Toh Tee
Chief Executive Officer and Executive Director	:	Chan Say Yeong
Independent Non-Executive Director	:	Datuk Hj Abdul Karim Bin Abu Bakar
Independent Non-Executive Director	:	Datuk Dr Mohamed Arif bin Nun
Alternate Director to Dato' Low Moi Ing	:	Aw Hong Boo

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**2. CORPORATE DIRECTORY (Cont'd)**

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**COMPANY SECRETARIES** : Lee Fong Yong (MAICSA No. 7005956)  
No. 46, Jalan 8/105  
Taman Midah, Cheras  
56000 Kuala Lumpur  
Malaysia

Kan Loke Mooi (MAICSA No. 0872727)  
No. 517B, Jalan Tiong  
Off Jalan Ipoh  
51100 Kuala Lumpur  
Malaysia

**PROPERTY MANAGER** : Knight Frank (Ooi & Zaharin Sdn Bhd)  
(Company No. 585479-A)  
Suite 9.01, 9<sup>th</sup> Floor  
Menara IGB, Mid Valley City  
Lingkaran Syed Putra  
59200 Kuala Lumpur  
Malaysia

Tel: (603)-2289 9688  
Fax: (603)-2289 9788  
Website: [www.knightfrank.com.my](http://www.knightfrank.com.my)

**TRUSTEE** : Mayban Trustees Berhad  
(Company No. 5004-P)  
34<sup>th</sup> Floor, Menara Maybank  
100, Jalan Tun Perak  
50050 Kuala Lumpur  
Malaysia

Tel: (603)-2078 8363  
Fax: (603)-2070 9387  
Website: [www.maybank2u.com.my](http://www.maybank2u.com.my)

**PRINCIPAL BANKER** : Malayan Banking Berhad  
(Company No. 3813-K)  
3<sup>rd</sup> Floor, Menara Maybank  
100, Jalan Tun Perak  
50050 Kuala Lumpur  
Malaysia

Tel: (603)-2070 8833  
Fax: (603)-2070 7298  
Website: [www.maybank2u.com.my](http://www.maybank2u.com.my)

**REGISTRAR & TRANSFER OFFICE** : Symphony Share Registrars Sdn Bhd  
(Company No. 378993-D)  
Level 26, Menara Multi-Purpose  
Capital Square  
No. 8 Jalan Munshi Abdullah  
50100 Kuala Lumpur  
Malaysia

Tel: (603)-2721 2222  
Fax: (603)-2721 2530  
Website: [www.symphony.com.my](http://www.symphony.com.my)



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**2. CORPORATE DIRECTORY (Cont'd)**

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- SOLICITORS** : Messrs Kadir, Andri & Partners  
8<sup>th</sup> Floor, Menara Safuan  
80, Jalan Ampang  
50450 Kuala Lumpur  
Malaysia  
  
Tel: (603)-2078 2888  
Fax: (603)-2078 8431
- REPORTING ACCOUNTANT** : Ernst & Young (AF: 0039)  
4th Floor, Kompleks Antarabangsa  
Jalan Sultan Ismail  
50250 Kuala Lumpur  
Malaysia  
  
Tel: (603)-2144 2333  
Fax: (603)-2142 3420  
Website: [www.ey.com/my](http://www.ey.com/my)
- TAX CONSULTANT** : KPMG Tax Services Sdn Bhd  
(*Company No. 96860-M*)  
Wisma KPMG  
Jalan Dungun  
Damansara Heights  
50490 Kuala Lumpur  
Malaysia  
  
Tel: (603)-2095 3388  
Fax: (603)-2095 3344  
Website: [www.kpmg.com.my](http://www.kpmg.com.my)
- INDEPENDENT PROPERTY VALUER / INDEPENDENT PROPERTY CONSULTANT** : CH Williams Talhar & Wong Sdn Bhd  
(*Company No. 18149-U*)  
32<sup>nd</sup> Floor, Menara Tun Razak  
P. O. Box 12157  
50768 Kuala Lumpur  
Malaysia  
  
Tel: (603)-2693 8888  
Fax: (603)-2693 6565  
Website: [www.wtw.com.my](http://www.wtw.com.my)
- ISSUING HOUSE** : MIDF Consultancy and Corporate Services Sendirian Berhad  
(*Company No. 11324-H*)  
12<sup>th</sup> Floor, Bangunan MIDF  
195A, Jalan Tun Razak  
50400 Kuala Lumpur  
Malaysia  
  
Tel: (603)-2161 3355  
Fax: (603)-2161 7161  
Website: [www.midfccs.com](http://www.midfccs.com)

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**2. CORPORATE DIRECTORY (Cont'd)**

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**ADVISER, MANAGING  
UNDERWRITER & SOLE  
BOOKRUNNER** : Ascambankers Malaysia Berhad  
(Company No. 15938-H)  
33<sup>rd</sup> Floor, Menara Maybank  
100 Jalan Tun Perak  
50050 Kuala Lumpur  
Malaysia

Tel: (603)-2059 1888  
Fax: (603)-2070 6521  
Website: [www.aseam.com.my](http://www.aseam.com.my)

**LISTING SOUGHT** : Main Board of Bursa Securities

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