

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

5.1.2 Profiles of Promoters

The profiles of the promoters are as follows:

Dato' Izham Bin Mahmud, DPMP, DSM, aged 66 is the Executive Chairman of Deleum Berhad, having being appointed to the Board of Directors on 21 December 2005. He obtained a Bachelor of Science Degree (Honours) in Economics in 1965 from Queen's University in Belfast, Northern Ireland. In 1971, he obtained a Master of Arts (Economics Development) from Vanderbilt University, United States.

He started his career in 1965 as a civil servant at the Federal Treasury, Malaysia. In 1970, he attained the level of Principal Assistant Secretary to the Federal Treasury. He was seconded to the Malacca State Development Corporation in 1972 as General Manager and in 1974, he left the Government service to join a leading merchant bank, Aseambankers Malaysia Berhad. In 1975 he was promoted as General Manager and became the Managing Director of Aseambankers in 1979. He retired from the bank in 1996 after being the Managing Director for over 17 years.

He joined DSSB in 1996 as Chairman and assumed the position of Executive Chairman in 2000. His earlier involvement with the Deleum Group was through his family holding company, IMHSB which was one of the co-founders of DSSB. He has been instrumental in the growth and development of the Deleum Group. He is primarily responsible for the overall strategic direction of the Deleum Group. He holds several directorships within the Deleum Group including DSSB, DOSSB, DCSB and DSHL.

Dato' Izham sits on the boards of several public listed companies namely AHB and AIGB as an independent non-executive director, which are listed on the Main Board of Bursa Securities, CNLT (Far East) Berhad which is listed on Second Board of Bursa Securities and Opus International Group PLC which is listed on Main Board of Bursa Securities and London Stock Exchange.

He is also an independent non-executive director of AmInvestment Bank and the Deputy Chairman of CNLT (Far East) Berhad, Chairman and substantial shareholder of IMHSB, Alpha Asset Management Sdn Bhd and director and substantial shareholder of IMMAS Sdn Bhd.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

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

Datuk Vivekananthan a/l M. V. Nathan, JSM, PJN, aged 66, is a co-founder of DSSB and the Deputy Executive Chairman of Deleum, having been appointed to its Board of Directors on 21 December 2005. He has over 45 years extensive background and experience in the oil and gas industry. This is further complemented with extensive training he attended in the fields of instrumentation, electrical engineering and process controls in the early part of his career with ESSO and Mobil (then separate entities, currently ExxonMobil) and in programmes in the USA, Europe, Japan and Australia.

He started his career in 1958 with Perak River Hydro Electric Power Company under an apprenticeship programme in Electrical Engineering. He subsequently joined ESSO Malaysia in 1962 in the Instrumentation and Electrical Engineering Services Department and undertook assignments at ESSO refineries in Malaysia and Thailand.

In 1965, he joined the Mobil Refinery in Jurong, Singapore. He subsequently joined Avery Laurence (S) Pte Ltd, Singapore, an offshore oil and gas industry engineering company as a Project Engineer in 1969 where he worked on various projects in Brunei, Thailand and Indonesia, and also attended training in Japan with Yokogawa Electric Works.

He later joined Teledyne Inc in 1971 and was based in USA for training in management as well as being orientated on the global operations before being posted as the Marketing Director of the Far East Operations. In 1976, he was appointed the Marketing Director of Serply Sdn Bhd and subsequently joined ASIE Sdn Bhd in 1980. These companies provided specialised equipment and services to the oil and gas industry in Malaysia.

In 1982, together with his founding partners he spearheaded DSSB's venture into the oil and gas industry and was appointed as Managing Director. He was redesignated as President in 1998.

He currently also holds several directorships within the Deleum Group including DSSB, DOSSB, DCSB, DSHL and the Group's associate corporation, CUPL. He is also director of Malaysia Deepwater Production Contractors Sdn Bhd and MDFT.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

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

5.2 SUBSTANTIAL SHAREHOLDERS

5.2.1 Particulars and Shareholdings of Substantial Shareholders

The details of the substantial shareholders of the Group and their shareholdings in Deleum before and after the IPO are as follows:

Name	Designation	No. of Deleum Shares Held in Deleum Before the IPO (After Rights Issue)			No. of Deleum Shares Held in Deleum After the IPO		
		Direct	(%)	Indirect	Direct	(%)	Indirect
Dato' Izham Bin Mahmud	Non-Independent Executive Chairman	2,475,000	3.75	(1) (2) 24,075,876	2,233,120	2.79	(1) (2) 21,205,626
Datin Che Bashah @ Zaiton Binti Mustaffa IMHSB	-	7,473,536	11.32	-	6,743,166	8.43	-
Datuk Vivekananthan a/l M. V. Nathan	Non-Independent Deputy Executive Chairman	5,396,464	8.18	-	4,869,084	6.09	-
Hj Abd Razak Bin Abu Hurairah	Non-Independent Executive Director	9,735,000	14.75	(2) 18,679,412	8,783,630	10.98	(2) 16,336,542
LMSB	-	1,650,000	2.50	(2) 18,679,412	1,488,750	1.86	(2) 16,336,542
Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	-	18,679,412	28.30	-	16,336,542	20.42	-
Chandran Aloysius Rajadurai	Non-Independent Group Managing Director	5,294,124	8.02	-	5,294,124	6.62	-
HSB	-	4,620,000	7.00	-	4,168,500	5.21	-
Sian Rahimah Abdullah	-	10,676,464	16.18	-	9,633,084	12.04	-
Faye Miriam Abdullah	-	-	-	(3) 10,676,464	-	-	(3) 9,633,084
Hugh Idris Abdullah	-	-	-	(3) 10,676,464	-	-	(3) 9,633,084

Notes:

- (1) Deemed interested by virtue of his substantial shareholding in IMHSB which in turn has a substantial shareholding in Deleum pursuant to Section 6A of the Act.
- (2) Deemed interested by virtue of his shareholdings in LMSB which in turn has a substantial shareholding in Deleum pursuant to Section 6A of the Act.
- (3) Deemed interested by virtue of his/her shareholdings in HSB which in turn has a substantial shareholding in Deleum pursuant to Section 6A of the Act.

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

5.2.2 Profiles of Substantial Shareholders

Save for the profiles of Dato' Izham Bin Mahmud and Datuk Vivekananthan a/l M. V. Nathan which set out in Section 5.1.2 of this Prospectus, the profiles of the other substantial shareholders are as follows:

Datin Che Bashah @ Zaiton Binti Mustafa, aged 63, is the spouse of Dato' Izham Bin Mahmud the Executive Chairman of Deleum Berhad.

After completing her secondary education in 1964, she worked for a period of five (5) years in the Ministry of Culture, Youth & Sports.

She represented IMHSB as one of the founding directors of DSSB in late 1979 after it started operations and remains a board member till now.

Currently, she also sits on the board of IMHSB and on the following subsidiaries and associate corporation of DSSB, namely DOSSB, TSSB and 2MC.

Ir Hj Abd Razak Bin Abu Hurairah, aged 50, is the Executive Director of Deleum Berhad, having been appointed to its Board of Directors on 21 December 2005. He graduated in 1979 with a Bachelor of Science (Honours) Degree in Mechanical Engineering from the University of Birmingham, United Kingdom. He also obtained an Executive Master of Business Administration in 1989 from the University of Ohio in the United States, externally from Institute Teknologi Mara. He is a Member of the Institute of Engineers Malaysia (1986); a Professional Engineer of the Board of Engineers, Malaysia (1987); and a Member of the Society of Petroleum Engineers (2001).

His started his career in October 1979 with a tyre manufacturer as a Technical Superintendent in the Technical Department of the company. He then joined ESSO Production Malaysia Inc ("EPMI") (currently known as ExxonMobil) in October 1980 as a Development Engineer with the Engineering Division. He then moved to the Development Projects Division as a Construction Supervisor from October 1982 to 1985 working on projects at onshore and offshore locations; and from July 1985 to 1989 as Supervisor for the Quality Control Group. From June 1989 to 1992, he was transferred to the Offshore Division as a Staff Engineer in the Machinery Engineering Group.

He joined TSSB, a joint-venture between DSSB and STI, as Manager in February 1992. He was later redesignated as General Manager in August 1994. He was then appointed the Vice President of DSSB in November 1997 and later promoted to the post of Executive Vice President Sales and Marketing in October 2001 where he was responsible for the overall marketing function and safety management. He was subsequently appointed to the post of Chief Executive Officer of DSSB in 2006, and has over 25 years experience in the oil and gas industry.

He holds several directorships in the Deleum Group including DSSB, DOSSB and TSSB.

He currently serves as the Chairman of the Oil, Gas & Mining Technical Division of the Institute of Engineers Malaysia for 2005/2007; and as the Secretary of the Malaysian Oil & Gas Services Council for 2006/2008.

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

Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain, aged 63, a Malaysian, graduated from British Institute of Management and Institute of Marketing in the United Kingdom. He holds a Masters in Business Administration from the University of Ohio, in the United States of America. Upon his graduation in 1965, he joined University of Technology MARA (formerly known as Institute of Technology MARA) as a lecturer, where he was later appointed as a Council Member/ Director, a position which he held until October 2006.

He was formerly Chief Executive of Amanah International Finance Berhad, Amanah Chase Merchant Bank Berhad and Oriental Bank Berhad, Chairman and Chief Executive Officer of Setron (Malaysia) Berhad and Chairman of Bank Kerjasama Rakyat (M) Berhad. During his career, he also held other positions such as a founding Board Member of the Penang Regional Development Authority ("PERDA") and Board Member of the Tourist Development Corporation of Malaysia.

Currently he is the Chairman of Pan Malaysia Capital Berhad, Pan Malaysia Holdings Berhad, Kawan Food Berhad, Deputy Chairman of Metrojaya Berhad and Director of K & N Kenanga Holdings Berhad, Pan Malaysian Industries Berhad and an independent non-executive Director of AHB.

Chandran Aloysius Rajadurai, aged 52, is the Group Managing Director of Deleum Berhad, having been appointed to its Board of Directors on 21 December 2005. He is a Chartered Management Accountant, and was admitted as an Associate Member of the Chartered Institute of Management Accountants, UK ("CIMA"), in 1980, and was subsequently admitted as a Member of the Malaysian Institute of Accountants ("MIA") in 1993.

In 1977, he started his career in London with LRC International PLC ("LRC"), UK, a Home, Healthcare and Leisure Group, as a Trainee Management Accountant before being appointed as Divisional Accountant in 1979 with LRC Overseas Ltd, and subsequently in 1981 promoted to Group Financial Analyst with LRC International PLC, UK. In January 1983, he took up an assignment with W Woodward (Pakistan) Ltd, a subsidiary of LRC, as a Financial Controller, based in Karachi, Pakistan.

He subsequently returned to Malaysia and joined ESSO Production Malaysia Inc (currently known as ExxonMobil Exploration and Production Malaysia Inc) in November 1983. During his tenure with ESSO, he held various positions in the Controllers Department as Disbursement Supervisor, Attest Manager, Accounts Payable Manager, and finally PETRONAS Reporting and Co-ordination Manager.

He then joined DSSB in 1992 as the Director of Finance and Administration. He was subsequently appointed the Senior Executive Director in 1997, and later in that year, re-designated as Executive Vice President, Support and Operations. He was promoted to the position of Group Managing Director in 2006.

He has extensive experience overseas and locally, coupled with over 24 years experience in the oil and gas industry.

He holds several directorships in the Deleum Group including DSSB, DOSSB, DCSB and DSHL.

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

Sian Rahimah Abdullah, aged 35, is a director and substantial shareholder of HSB. She obtained her Bachelor of Science (Honours) in Science, Technology and Policy Studies from Middlesex University, UK in 1995 and a Masters of Science in Infrastructure Engineering (Community Water Supply & Sanitation) in 1996.

In 1997, she started her career with DSSB as Project Executive for Industrial Power Generation Division of DSSB. Since she left DSSB in 1998, she has been undertaking community and volunteer work mainly with the International Federation of Red Cross & Red Crescent Societies.

She is also a director and substantial shareholder of other private limited companies.

Faye Miriam Abdullah, aged 31, is a substantial shareholder of HSB. Faye is a solicitor by profession. She obtained her Bachelor of Arts in History with French in 1998 from the University of London. After attending the common professional examination (CPE) course (equivalent to a Law Conversion Course) and the legal practice course at BPP Law School, Lincolns Inn Fields, UK. She was admitted as a member of the Law Society, UK in 2002.

She started her career in 2000 with Kanaar Stowe in London, as a trainee solicitor before joining Fuglers Solicitors. On qualification, she remained at Fuglers Solicitors until February 2006, before joining Harris Cartier LLP.

She is also a director and substantial shareholder of other private limited companies.

Hugh Idris Abdullah, aged 25, is a director and substantial shareholder of HSB. He obtained a First Class Bachelor of Science (Honours) Degree in Economics from the University of Bristol, UK in 2004. After graduation, he commenced work at UBS Investment Bank as a Capital Introduction Professional for Asia Pacific hedge funds. He has since been transferred to work in the Hong Kong Office of UBS Investment Bank as an Associate Director since October 2006 in the same line of work.

He is also a director and substantial shareholder of other private limited companies.

The profiles of the corporate substantial shareholders are as follows:

IMHSB

(a) Background Information

IMHSB was incorporated in Malaysia under the Act on 25 June 1975 as a private limited company. The company is principally a family investment holding company.

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

(b) Directors and Substantial Shareholders

The particulars of IMHSB's directors and substantial shareholders and their respective shareholdings in IMHSB as at 6 April 2007 are set out below:

Name	No. of Ordinary Shares Held in IMHSB			
	Direct	(%)	Indirect	(%)
Directors				
Dato' Izham Bin Mahmud	250,001	50.00	*187,500	37.50
Datin Che Bashah @ Zaiton Binti Mustafa	62,500	12.50	-	-
Substantial Shareholders				
Dato' Izham Bin Mahmud	250,001	50.00	*187,500	37.50
Datin Che Bashah @ Zaiton Binti Mustafa	62,500	12.50	-	-
Dato' Izham Bin Mahmud (Trustee for Farid Riza Izham) *	62,500	12.50	-	-
Dato' Izham Bin Mahmud (Trustee for Faiz Raziff Izham) *	62,500	12.50	-	-
Dato' Izham Bin Mahmud (Trustee for Hana Sakina Izham) *	62,500	12.50	-	-

Note:

* Farid Riza Izham, Faiz Raziff Izham and Hana Sakina Izham are children of Dato' Izham Mahmud and Datin Che Bashah @ Zaiton Binti Mustafa. The shares of IMHSB held by Dato' Izham Bin Mahmud as trustee are held and managed by Dato' Izham Bin Mahmud for the benefit of his children.

LMSB

(a) Background Information

LMSB was incorporated in Malaysia under the Act on 1 August 2005 as a private limited company. The company is principally an investment holding company.

(b) Directors and Substantial Shareholders

The particulars of LMSB's directors and substantial shareholders and their respective shareholdings in LMSB as at 6 April 2007 are set out below:

Name	No. of Ordinary Shares Held in LMSB			
	Direct	(%)	Indirect	(%)
Directors				
Dato' Izham Bin Mahmud	5,200	52.00	-	-
Datuk Vivekananthan a/l M. V. Nathan	3,000	30.00	-	-

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

Name	No. of Ordinary Shares Held in LMSB			
	Direct	(%)	Indirect	(%)
Hj Abd Razak Bin Abu Hurairah	1,800	18.00	-	-
Substantial Shareholders				
Dato' Izham Bin Mahmud	5,200	52.00	-	-
Datuk Vivekananthan a/l M. V. Nathan	3,000	30.00	-	-
Hj Abd Razak Bin Abu Hurairah	1,800	18.00	-	-

HSB
(a) Background Information

HSB was incorporated in Malaysia under the Act on 1 August 2005 as a private limited company. The company is principally a family investment holding company.

(b) Directors and Substantial Shareholders

The particulars of HSB's directors and substantial shareholders and their respective shareholdings in HSB as at 6 April 2007 are set out below:

Name	No. of Ordinary Shares Held in HSB			
	Direct	(%)	Indirect	(%)
Directors				
Dato' Seri Abdullah Bin Mohamed	10,000	10.00	-	-
Sian Rahimah Abdullah	30,000	30.00	-	-
Hugh Idris Abdullah	30,000	30.00	-	-
Substantial Shareholders				
Dato' Seri Abdullah Bin Mohamed	10,000	10.00	-	-
Sian Rahimah Abdullah	30,000	30.00	-	-
Faye Miriam Abdullah	30,000	30.00	-	-
Hugh Idris Abdullah	30,000	30.00	-	-

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

5.3 DIRECTORS

5.3.1 Particulars and Shareholdings of Directors

The details of the directors of the Group and their shareholdings in Deleum before and after the IPO are as follows:

Name	Designation	No. of Deleum Shares Held in Deleum Before the IPO (After Rights Issue)		No. of Deleum Shares Held in Deleum After the IPO					
		Direct	Indirect (%)	Direct	Indirect (%)				
Dato' Izham Bin Mahmud	Non-Independent Executive Chairman	2,475,000	3.75	⁽¹⁾ ⁽²⁾ 24,075,876	36.48	2,233,120	2.79	⁽¹⁾ ⁽²⁾ 21,205,626	26.51
Datuk Vivekananthan a/l M. V. Nathan	Non-Independent Deputy Executive Chairman	9,735,000	14.75	⁽²⁾ 18,679,412	28.30	8,783,630	10.98	⁽²⁾ 16,336,542	20.42
Chandran Aloysius Rajadurai	Non-Independent Group Managing Director	4,620,000	7.00	-	-	4,168,500	5.21	-	-
Hj Abd Razak Bin Abu Hurairah	Non-Independent Executive Director	1,650,000	2.50	⁽²⁾ 18,679,412	28.30	1,488,750	1.86	⁽²⁾ 16,336,542	20.42
Datuk Ishak Bin Imam Abas	Independent Non-Executive Director	-	-	-	-	^ 150,000	0.19	-	-
Dato' Kamaruddin Bin Ahmad	Independent Non-Executive Director	-	-	-	-	^ 150,000	0.19	-	-
Chin Kwai Yoong	Independent Non-Executive Director	-	-	-	-	^ 150,000	0.19	-	-

Notes:

- (1) Deemed interested by virtue of his substantial shareholding in IMHSB which in turn has substantial shareholding in Deleum pursuant to Section 6A of the Act.
- (2) Deemed interested by virtue of his substantial shareholding in LMSB which in turn has substantial shareholding in Deleum pursuant to Section 6A of the Act.
- ^ Being their pink form allocation only.

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

5.3.2 Profiles of Directors

Save for the profiles of Dato' Izham Bin Mahmud and Datuk Vivekananthan a/l M. V. Nathan which are set out in Section 5.1.2 of this Prospectus and the profiles of Chandran Aloysius Rajadurai and Hj Abd Razak Bin Abu Hurairah which are set out in Section 5.2.2 of this Prospectus, the profiles of the other directors are as follows:

Datuk Ishak Bin Imam Abas, aged 61, is the Independent Director of Deleum Berhad. He is a Fellow Member of CIMA and a member of MIA. He was admitted as an Associate and Fellow Member of CIMA in 1974 and 2002 respectively.

Prior to joining PETRONAS in 1981, he worked, amongst others, as Finance Director of Pfizer (M) Sdn Bhd, Bursar of the National University of Malaysia, Finance Director of Western Digital (M) Sdn Bhd and as an Accountant in Pernas International Holdings Berhad.

During his tenure at PETRONAS, he held various senior positions including Deputy General Manager Commercial of Petronas Dagangan Berhad, Senior General Manager Finance of PETRONAS, Senior Vice-President of PETRONAS, Chief Executive Officer of KLCC (Holdings) Sdn Bhd and KLCC Property Holdings Berhad. He was also member of Board of Directors of PETRONAS and several of its subsidiaries. He retired from PETRONAS as the Senior Vice President in April 2006 but continued to be the Chief Executive Officer of KLCC (Holdings) Sdn Bhd and KLCC Property Holdings Berhad. He subsequently retired from the above said executive positions in April 2007.

He is currently the Chairman of Putrajaya Holdings Sdn Bhd, KLCC Projects Sdn Bhd, Convex Malaysia Sdn Bhd as well as a director of KLCC Property Holdings Berhad and Kuala Lumpur City Park Berhad, all of which are subsidiaries of PETRONAS.

Dato' Kamaruddin Bin Ahmad, aged 67, is the Independent Director of Deleum Berhad. He is a chartered accountant and a member of MIA. He obtained his accountancy qualification from the Royal Melbourne Institute of Technology, Melbourne, Australia in 1965. He is a member of the Malaysian Institute of Certified Public Accountants ("MICPA") and fellow of the Certified Public Accountants of Australia. He also attended the Advance Management Programme at the Harvard Business School, Harvard University, US in 1984.

He started his career in the civil service in 1966. He joined Malaysian Airlines System Berhad in 1974 as an Accounts Manager and held various senior management positions there, including Director of Finance, Senior Director (Operations) and Chief Executive Officer before assuming the position of Managing Director in 1991. He retired as its Managing Director in August 1994.

He joined ACP Industries Berhad, a company listed on Bursa Securities as Chairman from January 1995 and resigned in August 2006. He is currently the Deputy Chairman of Intelligent Edge Technologist Berhad, a company listed on MESDAQ and also sits on the board of Penerbangan Malaysia Berhad and Himpunan Seri Sdn Bhd.

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

Chin Kwai Yoong, aged 58, is an Independent Director of Deleum Berhad. He is a Fellow of the Institute of Chartered Accountants in England and Wales and a member of the MICPA and MIA.

He started his career with Price Waterhouse (currently known as PricewaterhouseCoopers) as an Audit Senior in 1974 and was promoted to Audit Manager in 1978. He was Audit Partner in the firm from 1982 until his retirement in 2003. During his tenure as Partner, he was the Executive Director in charge of the Consumer and Industrial Products and Services Group and was the Director-in-charge of the Audit and Business Advisory Services and Management Consulting Services division.

He has extensive experience in the audits of major companies in banking, oil and gas, automobile, heavy equipment, manufacturing, construction and property development industries. He was also involved in the corporate advisory services covering investigations, mergers and acquisitions and share valuations.

He has been a director of Rangkaian Pengangkutan Integrasi Deras Sdn Bhd since January 2005 and a director of Astro All Asia Networks Plc since March 2006. He was a director of Tractors Malaysia Holdings Berhad until February 2006.

5.3.3 Directors' Remuneration and Benefits

The aggregate remuneration and benefits paid to the Directors of Deleum for services rendered in all capacities to the Group for the financial year ended 31 December 2006 and the estimate for the current financial year ending 31 December 2007 are as follows:

	Financial Year Ended 31 December 2006	Estimate for Financial Year Ended 31 December 2007
	Remuneration Band (RM)	Remuneration Band (RM)
Dato' Izham Bin Mahmud	RM500,001 – RM550,000	RM 500,001 – RM550,000
Datuk Vivekananthan a/l M. V. Nathan	RM500,001 – RM550,000	RM 500,001 – RM550,000
Chandran Aloysius Rajadurai	RM600,001 – RM650,000	RM600,001 – RM650,000
Hj Abd Razak Bin Abu Hurairah	RM450,001 – RM500,000	RM450,001 – RM500,000
Datuk Ishak Bin Imam Abas	-	RM50,001 – RM100,000
Dato' Kamaruddin Bin Ahmad	-	RM50,001 – RM100,000
Chin Kwai Yoong	-	RM50,001 – RM100,000

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

5.3.4 Directors' Term in Office

Name	Designation	Date of Expiration of Current Office Term	Length of Service in the Group
Dato' Izham Bin Mahmud	Non-Independent Executive Chairman	In accordance with Article 78 of the Articles of Association	10 years 8 months
Datuk Vivekananthan a/l M. V. Nathan	Non-Independent Deputy Executive Chairman	In accordance with Article 78 of the Articles of Association	24 years 9 months
Chandran Aloysius Rajadurai	Non-Independent Group Managing Director	In accordance with Article 78 of the Articles of Association	15 years
Hj Abd Razak Bin Abu Hurairah	Non-Independent Executive Director	In accordance with Article 78 of the Articles of Association	15 years 2 months
Datuk Ishak Bin Imam Abas	Independent Non-Executive Director	In accordance with Article 78 of the Articles of Association	0.5 months
Dato' Kamaruddin Bin Ahmad	Independent Non-Executive Director	In accordance with Article 78 of the Articles of Association	0.5 months
Chin Kwai Yoong	Independent Non-Executive Director	In accordance with Article 78 of the Articles of Association	0.5 months

Note:

The following Articles are applicable to the Directors' Term in office provided that there is no change in the directorship from the date of issue of Prospectus to the next Annual General Meeting.

Article 76 – Appointment and re-election of director

Where provision is made for the directors to appoint a person as a director either to fill a casual vacancy, or as an addition to the board, any director so appointed shall hold office only until the next annual general meeting of the Company, and shall then be eligible for re-election.

Article 77 – Vacancies in board

The remaining directors may continue to act notwithstanding any vacancy in their body, but if and so long as their number is reduced below the minimum number fixed by or pursuant to the Articles of the Company, the remaining directors may, except in an emergency, act only for the purpose of increasing the number of directors to such minimum number, or to summon a general meeting of the Company.

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

Article 78 – Rotation and retirement of directors

At the first annual general meeting of the Company, all the Directors except the director holding the office of managing director provided that the term of office shall be more than one (1) year, shall retire from office and at the annual general meeting in every subsequent year, one third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one third (1/3) shall retire from office and be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires. Notwithstanding any provision to the contrary contained in these Articles, an election of the Directors of the Company shall take place every year and all the Directors (including the director holding the office of managing director) shall retire from office once at least in every three (3) years but shall be eligible for re-election.

Article 79 – Notice of candidate for election as Director

No person other than a Director retiring, shall be eligible for election to the office of Director at any general meeting unless a member intending to propose him for election has at least eleven (11) clear days before the day appointed for the general meeting, left at the Office a notice in writing signed by the nominee, giving his consent to the nomination and signifying his candidature for the office, or the intention of such member to propose him for election, provided that in the case of a person recommended by the Directors for election, nine (9) clear days' notice only shall be necessary, and notice of each and every candidate for election to the Board shall be served on all members at least seven (7) days prior to the meeting at which the election is to take place.

Article 81 – Office of director vacated in certain cases

The office of Director shall become vacant if the Director:

- (a) ceases to be a director by virtue of the Act;
- (b) becomes bankrupt or makes any arrangement or composition with its creditors generally;
- (c) becomes prohibited from being a director by reason of any order made under the Act;
- (d) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental disorder;
- (e) resigns his office by notice in writing to the Company; or
- (f) is absent from more than fifty percent (50%) of the meetings of the Directors held during a financial year unless an exemption or waiver is obtained from the Stock Exchange.

Article 82 – Restriction on voting

A Director shall not vote in respect of any contract, proposed contract, arrangement or transaction in which he has, directly and indirectly, an interest or any matter arising therefrom and if he does so vote, his vote shall not be counted but this prohibition shall not apply to:

- (a) any arrangement for giving to him any security or indemnity in respect of money lent by him or obligations undertaken by him for the benefit of the Company; or
- (b) any arrangement for the giving by the Company of any security to a third party in respect of a debt or obligation of the Company for which he himself has assumed responsibility in whole or in part under a guarantee or indemnity or by the deposit of a security; or
- (c) any contract or arrangement with any other company in which he is interested only as a director or other officer or creditor of or as a shareholder in or beneficially interested in the shares of that company; or

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

- (d) any act or thing done or to be done in respect of any scheme or arrangement to provide retirement or death benefits both for Directors (including ex-Directors) and employees (including ex-employees) or any class of employees or ex-employees of the Company and which has been approved by or is subject to and conditional upon approval by the relevant authority for taxation purposes; or
- (e) any matter connected with any share incentive or share option scheme other than the allocation to him of any share or the grant to him of any option over any share or any other matter concerning his individual participation in any such scheme.

The provisions of this Article may at any time be suspended or relaxed to any extent and either generally or in respect of any particular contract, arrangement or transaction, and any particular contract, arrangement or transaction carried out in contravention of this Article may be ratified by Ordinary Resolution of the Company.

5.4 COMMITTEES

5.4.1 Audit Committee

The main functions of the Audit Committee fall within the ambit of the Listing Requirements, which include the review of audit plans and audit reports with the Group's auditors, review of the auditors' evaluation of internal accounting controls and management information systems, review of the scope of internal audit procedures, review of financial statements, and nomination of the auditors. The Audit Committee comprises the following individuals:

Name	Designation	Directorship
Datuk Ishak Bin Imam Abas	Chairman of Audit Committee	Independent Non-Executive Director
Dato' Kamaruddin Bin Ahmad	Member of Audit Committee	Independent Non-Executive Director
Chin Kwai Yoong	Member of Audit Committee	Independent Non-Executive Director
Dato' Izham Bin Mahmud	Member of Audit Committee	Non-Independent Executive Chairman
Datuk Vivekananthan a/l M. V. Nathan	Member of Audit Committee	Non-Independent Deputy Executive Chairman

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

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

5.4.2 Joint Remuneration and Nomination Committee

The main functions of the Joint Remuneration and Nomination Committee are for developing the Group's remuneration policy for Executive Directors for the Board's approval, to recommend the remuneration packages and terms of employment of Executive Directors to the Board, recommending to the Board, candidates for appointment as new Directors and members of Board committees, assess the effectiveness of the Board and Board committees and arrange orientation programmes for new Directors. The Joint Remuneration and Nomination Committee comprises the following individuals:

Name	Designation	Directorship
Dato' Kamaruddin Bin Ahmad	Chairman of Joint Remuneration and Nomination Committee	Independent Non-Executive Director
Datuk Ishak Bin Imam Abas	Member of Joint Remuneration and Nomination Committee	Independent Non-Executive Director
Chin Kwai Yoong	Member of Joint Remuneration and Nomination Committee	Independent Non-Executive Director
Dato' Izham Bin Mahmud	Member of Joint Remuneration and Nomination Committee	Non-Independent Executive Chairman
Datuk Vivekananthan a/l M. V. Nathan	Member of Joint Remuneration and Nomination Committee	Non-Independent Deputy Executive Chairman

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

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

5.5 KEY MANAGEMENT AND TECHNICAL PERSONNEL

5.5.1 Particulars and Shareholdings of the Key Management and Technical Personnel

The details of the key management and technical personnel of the Group and their shareholdings in Deleum before and after the IPO are as follows:

Name	Designation	No. of Deleum Shares Held in Deleum Before the IPO (After Rights Issue)		No. of Deleum Shares Held in Deleum After the IPO [^]	
		Direct	Indirect	Direct	Indirect
Rizzal Bin Puasa @ Muhammad Rizzal	General Manager (TSSB)	-	-	-	-
Yam Kee Joon	Vice President – Business Development and Operations (DSSB)	-	-	150,000	-
Nan Yusri Bin Nan Rahimy	Vice President – Exploration and Production (DSSB)	-	-	150,000	-
Zamani Bin Abd Ghani	Vice President – Turbomachinery (DSSB)	-	-	150,000	-
Resli Anak Tawi	General Manager – East Malaysia (DOSSB)	-	-	100,000	-
Ernest Vijaykumar Richards	Chief Financial Officer	-	-	40,000	-
Lee Sew Bee	Vice President – Corporate Services	-	-	150,000	-

Notes:

[^] Being their pink form allocation pursuant to the IPO.

* Negligible.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS, KEY MANAGEMENT AND TECHNICAL PERSONNEL (Cont'd)**5.5.2 Profiles of the Key Management and Technical Personnel**

Rizzal Bin Puasa @ Muhammad Rizzal, aged 41, is the General Manager of TSSB. He graduated in 1987 with a Bachelor of Science Degree in Mechanical Engineering from the New Mexico State University, United States.

He started his career in December 1987 with PETRONAS as a Trainee Engineer. In March 1988, he joined Metal Box Malaysia Berhad as a Project Engineer and was responsible for the installation and commissioning of a steel coil cutting line.

In May 1990, he joined SSB as Maintenance Engineer, where he was responsible for the availability and reliability of rotating equipment. Subsequently in March 1996, he joined Teknik Janakuasa Sdn Bhd as a Reliability-Centred Maintenance Engineer, where he was responsible for reliability-centred maintenance analysis at the Lumut Power Plant.

In September 1998, he joined TSSB as General Manager. He is mainly responsible for the overall management and operations of TSSB.

He has over 14 years experience in the oil and gas industry and he is also a director of TSSB.

Yam Kee Joon, aged 51, is the Vice President – Business Development and Operations. He holds a Bachelor of Science Honours Degree in Mechanical Engineering from Teeside University, United Kingdom.

He started his career in 1980, as a Maintenance Engineer with Public Utilities Board (Senoko Power Station) in Singapore.

He joined Sedco Forex Schlumberger in 1983 as a Field Trainee Engineer in Saudi Arabia. Upon graduating from the training programme, he was assigned to Irian Jaya as a Drilling Engineer for a year. His tasks were to assist the Operations Manager in managing a fleet of rigs i.e. Heli-rig and Swamp Barges operating in harsh and difficult environments. In 1985, he was promoted to Drilling Engineer in Singapore on several turnkey projects for China. Thereafter in 1987, he was promoted to Senior Drilling Engineer and based in Miri.

In 1990, he was promoted to Rig Manager, based in Bangkok, responsible for the semi-submersible operations in Thailand. In 1992, he was transferred to Oman and was responsible for the smooth operation of five (5) Land Rigs in Oman. In 1994, he joined Muhibbah Engineering Berhad as General Manager and subsequently was appointed General Manager of Prestar Manufacturing Sdn Bhd in 1997 and subsequently transferred to Vietnam in 2000.

In 2002, he joined DSSB as the General Manager, East Malaysia and was based in Miri, Sarawak. In 2006, he was redesignated as Vice President – Business Development and Operations responsible for managing and overseeing the business development and overall oilfield operations for Deleum Group. He has over 25 years of experience in the oil and gas industry.

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

Nan Yusri Bin Nan Rahimy, aged 36, is the Vice President – Exploration and Production, of DSSB. In 1996, he obtained a Bachelor of Engineering Degree (Honours) in Mechanical Engineering from the Royal Melbourne Institute of Technology, Australia. He has been a Member of the Society of Petroleum Engineers since 2004.

He started his career in January 1996 with FRS (M) Sdn Bhd as an Engineer and was involved in the operation and maintenance of equipment for the manufacturer of silicone-based keypads. He joined DSSB in April 1996 as a Marketing Executive in the Industrial Power Generation Section of the Power and Machinery Division.

In July 1997, he was appointed Assistant Manager, responsible for the operations for the Industrial Power Generation Division. Subsequently in January 1999 he was promoted to Senior Marketing Manager in the same division.

In April 2001, he was promoted to Assistant Vice President Business Development primarily responsible for overseeing special projects and new ventures. In September 2003, he was promoted to Vice President – Exploration and Production and heads the division for all marketing and operational activities in relation to Exploration and Production of the Group. He has over 10 years experience in the oil and gas industry.

Zamani Bin Abd Ghani, aged 36, is the Vice President – Turbomachinery Division of DSSB. He graduated in 1994 with a Bachelor in Engineering (Mechanical) Honours Class II Division I from the University of Wollongong, New South Wales, Australia. He was admitted to the Board of Engineers in Malaysia in 1996.

His started his career with Perusahaan Otomobil Nasional Sdn Bhd in June 1995 as an Executive where he was involved in the production, planning and procurement of production materials and parts.

In January 1996, he joined Wan Mohamed & Khoo Sdn Bhd, a consultancy firm based in Shah Alam, Selangor as a Mechanical Engineer. His tasks were to design mechanical services such as cold water, fire-fighting, LPG reticulation, lifts, escalators, air-conditioning and ventilation for general industries, petrochemicals as well as oil and gas.

He joined DSSB in August 1997 as a Senior Project Engineer. He was responsible for the execution and management of the installation of a gas turbine generator package for a cogeneration project for a ceramic plant in Kluang, Johor. In June 1998, he was promoted to the post of Senior Manager, responsible for the marketing of gas turbines and compressors for oil and gas and petrochemical industries.

In January 2002, he was promoted to Vice President – Power Sales, Oil and Gas, a section of the Power and Machinery Division. In May 2006, he was promoted to Vice President of the Turbomachinery Division being responsible for the sales of the Turbomachinery business for both the oil and gas, and power generation markets. To date, he has over 10 years experience in the oil and gas industry.

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

Resli Anak Tawi, aged 49, is the General Manager East Malaysia, DOSSB. He has a National Certificate in Plant Technology from the British Technical Education College, UK, in collaboration with Shell.

He started his career in 1977 with SSB as a Production Technical Trainee and held various positions including Wireline Operator, Senior Wireline Foreman, Assistant Well Services Workshop Maintenance Supervisor and Assistant Well Services Supervisor over a period of 15 years. In December 1994, he was seconded to PCSB - Baram Delta Operations as Well Services Supervisor where he planned and oversaw the Baram Delta Operations.

In September 1996, he joined Amsito Oilwell Services Sdn Bhd as a Senior Wireline Operator and Wireline Supervisor. He worked on several assignments with PCSB, Sarawak operations, including overseas in Thailand with Unocal and Thaipo Ltd.

In March 1997, he joined DOSSB as Senior Wireline Supervisor and was promoted to General Manager-Operations in October 2001 where he was responsible for managing the operations of DOSSB. He is experienced in leading and supervising operations. He is also experienced and skilled in the maintenance of Workover and Well Testing operations and has over 30 years experience in the oil and gas industry.

In 2006, he was promoted to General Manager, East Malaysia, responsible for all oilfield operations for DOSSB.

Ernest Vijyakumar Richards, aged 55 is the Chief Financial Officer of Deleum Berhad. He was admitted as a member of the Association of Chartered and Certified Accountants, United Kingdom in 1981 and a member of the Malaysian Institute of Accountants in 1985. He completed the Executive Development Programme at Manchester Business School, United Kingdom in 1985 and obtained a Masters in Business Administration from the Herriot-Watt University, Scotland in 1993.

He started his career as a finance assistant at J. Hepworth and Son Plc, United Kingdom in 1977. He returned to Malaysia and joined Goonting and Chew a public audit firm in 1979 as an audit team leader.

In 1982, he joined Sabah Gas Industries Sdn Bhd as its Internal Auditor and was subsequently promoted as Senior Accountant in 1983 and the Financial Controller in 1987.

In March 1994, he joined Klang Multi Terminal Sdn Bhd, the operations entity of Westport Malaysia as its Project Manager. In May 1999, he was seconded to Diperdana Holdings Berhad (currently known as Pelikan International Corporation Berhad) as General Manager, Corporate Services. He was subsequently appointed as Senior General Manager, Corporate Services.

Subsequently in January 2005, he joined Metroport Group Berhad as its Executive Director, Corporate Services. In October 2006, he joined Deleum Berhad as its Chief Financial Officer.

He has extensive experience in finance and accounting including 11 years experience in the oil and gas industry.

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

Lee Sew Bee, aged 45, is the Vice President – Corporate Services of Deleum Berhad, having been appointed as its Company Secretary on 21 December 2005. She completed her professional qualification examinations from the Institute of Chartered Secretaries and Administrators, UK (“ICSA”) in 1984 and was later admitted as an Associate Member of the ICSA as well as an Associate Member of Malaysian Institute of Chartered Secretaries and Administrators (“MAICSA”) since 1988.

She started her career in August 1985, as a Secretarial Assistant in a secretarial management company, before joining a property development company as Company Secretary in 1988.

She joined DSSB in 1989 as Company Secretary overseeing the company secretarial, contractual and statutory compliance matters. She was promoted to Vice President – Corporate Services in October 2001 where her responsibilities were expanded to include legal as well as corporate affairs.

5.6 INVOLVEMENT OF EXECUTIVE DIRECTORS/ KEY MANAGEMENT AND TECHNICAL PERSONNEL IN OTHER BUSINESSES/ CORPORATIONS

Other than as disclosed in below and in Section 5.11 of this Prospectus, none of the executive directors or key management and technical personnel is involved in the activities or operations of other businesses or corporations, save and except for their non-executive directorships or shareholdings in other businesses or corporations as at 6 April 2007. Their non-executive directorships and shareholdings in other businesses and corporations do not require their involvement in the day-to-day activities and operations of those businesses and corporations. As such, their non-executive directorships and shareholdings in such other businesses or corporations neither affect their contribution to the Deleum Group nor negatively impact their ability to act as executive directors, key management and technical personnel of the Deleum Group.

The involvement of Dato’ Izham Bin Mahmud, Datuk Vivekananthan a/l M. V. Nathan and Hj Abd Razak Bin Abu Hurairah in IMHSB and/or LMSB do not affect their contribution to the Deleum Group. Information on IMHSB and LMSB is set out in Section 5.2.

5.7 DECLARATION OF PROMOTERS, DIRECTORS, KEY MANAGEMENT AND TECHNICAL PERSONNEL

No promoter, Director or key management and technical personnel or person nominated to become a Director or key management and technical personnel is or has been involved in any of the following events:

- (a) a petition under any bankruptcy or insolvency laws was filed (and not struck out) against such person or any partnership in which he was a partner or any corporation of which he was a director or key management and technical personnel;
- (b) disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (c) charged and/or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;

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

- (d) any judgment was entered against such person involving a breach of any law or regulatory requirement that relates to the securities or futures industry; or
- (e) the subject of any order, judgement or ruling of any court, government or regulatory authority or body temporarily enjoining him from engaging in any type of business practice or activity.

5.8 FAMILY RELATIONSHIPS

Save as disclosed below, there is no family relationship (as defined in Section 122A of the Act) or association between the substantial shareholders, promoters, Directors or key management and technical personnel.

- (a) Datin Che Bashah @ Zaiton Binti Mustaffa is the spouse of Dato' Izham Bin Mahmud.
- (b) Dato' Izham Bin Mahmud together with Datin Che Bashah @ Zaiton Binti Mustaffa own and control IMHSB.
- (c) Sian Rahimah Abdullah, Faye Mariam Abdullah and Hugh Idris Abdullah who are substantial shareholders of Deleum through HSB are siblings.

5.9 EXISTING OR PROPOSED SERVICE AGREEMENTS

Aa at 6 April 2007 being the latest practicable date prior to the issuance of this Prospectus, there is one (1) existing service agreement between the Group and Ernest Vijaykumar Richards, the Chief Financial Officer of Deleum.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

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

5.10 CHANGES IN SHAREHOLDINGS IN THE COMPANY FOR THE PAST THREE (3) YEARS

The significant changes of the promoters', substantial shareholders' and directors shareholdings in the Company for the past three (3) years preceding the date hereof are as follows:

Name	As at Date of Incorporation, 23 November 2005				24 November 2005 – 31 December 2005			
	Direct		Indirect		Direct		Indirect	
	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%
Samsul Bahari Bin Othman	1 (subscriber's share)	50.00	-	-	-	-	-	-
Khoo Siow Ling	1 (subscriber's share)	50.00	-	-	-	-	-	-
Dato' Izharn Bin Mahmud	-	-	-	-	2,250,000	3.75	(1) (2) 21,405,876	35.68
Datin Che Bashah @ Zaiton Binti Mustaffa	-	-	-	-	6,794,124	11.32	-	-
IMHSB	-	-	-	-	4,905,876	8.18	-	-
Datuk Vivekananthan a/l M. V. Nathan	-	-	-	-	8,850,000	14.75	(2) 16,500,000	27.50
Hj Abd Razak Bin Abu Hurairah	-	-	-	-	1,500,000	2.50	(2) 16,500,000	27.50
LMSB	-	-	-	-	16,500,000	27.50	-	-
Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	-	-	-	-	5,294,124	8.82	-	-
Chandran Aloysius Rajadurai	-	-	-	-	4,200,000	7.00	-	-
HSB	-	-	-	-	9,705,876	16.18	-	-
Sian Rahimah Abdullah	-	-	-	-	-	-	(3) 9,705,876	16.18
Faye Miriam Abdullah	-	-	-	-	-	-	(3) 9,705,876	16.18
Hugh Idris Abdullah	-	-	-	-	-	-	(3) 9,705,876	16.18

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

Name	1 January 2006 – 31 December 2006				1 January 2007 – 6 April 2007				
	Acquisition	Disposal	Direct		Disposal	Acquisition	Direct		Indirect
			No. of Shares Held	%			No. of Shares Held	%	
Samsul Bahari Bin Othman	-	-	-	-	-	-	-	-	-
Khoo Siow Ling	-	-	-	-	-	-	-	-	-
Dato' Izham Bin Mahmud	-	-	2,250,000	3.75	-	225,000	2,475,000	(1) (2) 24,075,876	36.48
Datin Che Bashah @ Zaiton Binti Mustaffa	-	-	6,794,124	11.32	-	679,412	7,473,536	-	-
IMHSB	-	-	4,905,876	8.18	-	490,588	5,396,464	-	-
Datuk Vivekananthan a/ M. V. Nathan	-	-	8,850,000	14.75	-	885,000	9,735,000	(2) 18,679,412	28.30
Hj Abd Razak Bin Abu Hurairah	-	-	1,500,000	2.50	-	150,000	1,650,000	(2) 18,679,412	28.30
LMSB	-	-	16,500,000	27.50	-	2,179,412	18,679,412	-	-
Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	-	-	5,294,124	8.82	-	-	5,294,124	-	-
Chandran Aloysius Rajadurai	-	-	4,200,000	7.00	-	420,000	4,620,000	-	-
HSB	-	-	9,705,876	16.18	-	970,588	10,676,464	(3) 10,676,464	16.18
Sian Rahimah Abdullah	-	-	-	-	-	-	-	-	-
Faye Miriam Abdullah	-	-	-	-	-	-	-	(3) 10,676,464	16.18
Hugh Idris Abdullah	-	-	-	-	-	-	-	(3) 10,676,464	16.18

Notes:

- (1) Deemed interested by virtue of his substantial shareholding in IMHSB, which in turn has substantial shareholding in Deleum pursuant to Section 6A of the Act.
(2) Deemed interested by virtue of his substantial shareholding in LMSB, which in turn has substantial shareholding in Deleum pursuant to Section 6A of the Act.
(3) Deemed interested by virtue of his/her substantial shareholding in HSB, which in turn has substantial shareholding in Deleum pursuant to Section 6A of the Act.

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

5.11 DIRECTORSHIPS AND SUBSTANTIAL SHAREHOLDINGS IN ALL OTHER PUBLIC CORPORATIONS FOR THE PAST TWO (2) YEARS

Save as disclosed below, there are no other directorships and/or substantial shareholdings of and by the promoters, substantial shareholders, Directors and key management and technical personnel in other public corporations for the past two (2) years preceding 6 April 2007:

Name	Name of Corporation Involved	Date of Appointment/ (Resignation)	Substantial Shareholdings		Principal Activities	
			Direct/ Indirect	No. of Shares Held (%)		
Promoters/ Directors/ Substantial Shareholders						
Dato' Izham Bin Mahmud	AIGB	4/1/2005		107,070	0.01	Investment holding
	AHB	16/10/2003		4,670	^	Investment holding
	Aminvestment Bank	16/10/2003		-	-	Investment banking
	Opus International Group PLC	14/12/2001		-	-	Project management
	CNLT (Far East) Berhad	9/6/1996		1,340,240	3.30	Textile
	Pearl Island Country Club Berhad	20/8/1996 (1/8/2006)		-	-	Golf club
Datuk Vivekananthan a/l M. V. Nathan	Penerbangan Malaysia Berhad	16/8/2002 (16/8/2006)*		-	-	Shareholder of MAS Aircraft Leasing
Independent Directors						
Datuk Ishak Bin Imam Abas	KLCC Property Holdings Berhad	7/2/2004		50,000	^	Property investment
	Kuala Lumpur City Park Berhad	1/9/2005		-	-	The company is the Lessee of the KLCC Park
	PETRONAS	1/4/2000 (1/4/2006)		-	-	Oil and gas
	Petronas Dagangan Berhad	20/5/1995 (1/4/2006)		-	-	Petroleum products retailing
Dato' Kamaruddin Bin Ahmad	ACP Industries Berhad	3/1/1995 (15/8/2006)		-	-	Precast concrete
	Intelligent Edge Technologist Berhad	10/6/2000		-	-	Information technology
	Penerbangan Malaysia Berhad	16/8/2002 (16/8/2006)* 20/10/2006*		-	-	Shareholder of MAS Aircraft Leasing

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

Name	Name of Corporation Involved	Date of Appointment/ (Resignation)	Substantial Shareholdings		Principal Activities
			Direct/ Indirect	No. of Shares Held (%)	
Independent Directors (Cont'd)					
Chin Kwai Yoong	Astro All Asia Networks PLC	17/3/2006	-	-	Multimedia, principally pay television, radio, content creation and distribution
	Tractors Malaysia Holdings Berhad	11/2/2004 (28/2/2006)	-	-	Distribution and servicing of heavy motor vehicles
Substantial Shareholders					
Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	AHB	16/4/2004	-	-	Investment holding
	Pan Malaysia Holdings Berhad	28/5/1998	-	-	Investment, property holdings and management company
	Pan Malaysia Capital Berhad	28/5/1998	-	-	Investment holding
	Pan Malaysian Industries Berhad	22/6/1991	550,000	0.02	Investment holding
	Metrojaya Berhad	20/11/1992	-	-	Operating of departmental stores and investment holding
	K&N Kenanga Holdings Berhad	26/7/1996	-	-	Investment holding and provision of management services
	Kawan Food Berhad	1/6/2005	(1) 19,200,000	24.00	Investment holding

Notes:

- (1) Deemed interested by virtue of his substantial shareholding in Kilat Kaca Sdn Bhd, which in turn has a substantial shareholding in Kawan Food Berhad pursuant to Section 6A of the Act.
 ^ Less than 0.01%
 * Retired
 # Reappointed

6. APPROVAL AND CONDITIONS

6.1 APPROVALS AND CONDITIONS

The MITI had approved the IPO via its letter dated 10 January 2007. The conditions imposed by the MITI and status of compliance are as follows:

Conditions Imposed By MITI		Status of Compliance																		
(i)	To obtain the SC's approval for the Listing Scheme and compliance with the guideline on acquisition, merger and take-overs.	The SC had approved the Listing Scheme via its letter dated 6 December 2006.																		
(ii)	MITI has recognised the following as Bumiputera shareholder:	Complied.																		
	<table border="1"> <thead> <tr> <th>Shareholder</th> <th>Shareholding after IPO (%)</th> </tr> </thead> <tbody> <tr> <td>i. Dato' Izham Bin Mahmud</td> <td>2.79</td> </tr> <tr> <td>ii. Datin Che Bashah @ Zaiton Binti Mustaffa</td> <td>8.43</td> </tr> <tr> <td>iii. Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain</td> <td>6.62</td> </tr> <tr> <td>iv. Hj Abd Razak Bin Abu Hurairah</td> <td>1.86</td> </tr> <tr> <td>v. IM Holdings Sdn Bhd</td> <td>6.09</td> </tr> <tr> <td>vi. Lantas Mutiara Sdn Bhd</td> <td>14.30</td> </tr> <tr> <td>vii. Hartapac Sdn Bhd</td> <td>12.04</td> </tr> <tr> <td>Total</td> <td>52.13</td> </tr> </tbody> </table>	Shareholder	Shareholding after IPO (%)	i. Dato' Izham Bin Mahmud	2.79	ii. Datin Che Bashah @ Zaiton Binti Mustaffa	8.43	iii. Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	6.62	iv. Hj Abd Razak Bin Abu Hurairah	1.86	v. IM Holdings Sdn Bhd	6.09	vi. Lantas Mutiara Sdn Bhd	14.30	vii. Hartapac Sdn Bhd	12.04	Total	52.13	
Shareholder	Shareholding after IPO (%)																			
i. Dato' Izham Bin Mahmud	2.79																			
ii. Datin Che Bashah @ Zaiton Binti Mustaffa	8.43																			
iii. Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	6.62																			
iv. Hj Abd Razak Bin Abu Hurairah	1.86																			
v. IM Holdings Sdn Bhd	6.09																			
vi. Lantas Mutiara Sdn Bhd	14.30																			
vii. Hartapac Sdn Bhd	12.04																			
Total	52.13																			
	Subject to the condition that 30% of the above MITI approved shares are allowed to be disposed within 3 months after the listing of the Company and the balance 70% in stages subject to the MITI's prior approval.																			
(iii)	Deleum to notify MITI the level of shareholding of the recognised Bumiputera shareholders, six (6) months after the listing of the Company.	To be complied.																		
(iv)	Deleum to inform MITI once the listing exercise is complete.	To be complied.																		

The SC, via its letter dated 6 December 2006, has approved the IPO pursuant to the Securities Commission Act, 1993 and the FIC's Guidelines on the Acquisition of Interests, Mergers and Take-Overs by Local and Foreign Interests. The conditions imposed by the SC and status of compliance are as follows:

Conditions Imposed By SC		Status of Compliance
(i)	Deleum to disclose in the Prospectus the risk factors arising from the low profit margin recorded in the past and how it intends to mitigate the risk.	Complied as disclosed in Section 3.1 (g) of this Prospectus.
(ii)	All future business transactions between Deleum and the businesses in which the directors and substantial shareholders have interest must be conducted at an arm's length basis, should not be to the disadvantage of Deleum and should be subject to the scrutiny of the Audit Committee.	Deleum will ensure continuous compliance with this condition.

6. APPROVAL AND CONDITIONS (Cont'd)

Conditions Imposed By SC	Status of Compliance															
(iii) In relation to the Public Issue and Offer For Sale portion to be issued/offered via private placement, AmInvestment Bank/ Deleum to fully comply with the relevant provisions in Guidance Note 6D of the Policies and Guidelines on Issue/Offer of Securities (Issues Guidelines).	Will be complied upon full implementation of the Placement.															
(iv) Deleum complying with the National Development Policy (NDP) requirement whereby Bumiputera investors holding 30% of the enlarged share capital of Deleum to be approved by the Ministry of International Trade and Industry (MITI).	Complied.															
(v) AmInvestment Bank/ Deleum to inform SC on the status of compliance with the NDP requirement upon completion of the flotation exercise.	To be complied by AmInvestment Bank upon completion of the listing exercise.															
(vi) Deleum to comply with the Bumiputera equity condition imposed on Delcom Services Sdn Bhd by the Foreign Investment Committee, vide its letter dated 8 December 2005.	In compliance. According to the FIC letter dated 8 December 2005, Deleum was required to maintain at least 51% of Bumiputera equity interest at all times. However, pursuant to the FIC letter dated 27 March 2007, the FIC noted that the Company listed on Bursa Securities will be subject to the terms and conditions imposed by the SC. In relation thereto, the previous equity condition imposed by the FIC in its letter dated 8 December 2005, will be cancelled.															
(vii) AmInvestment Bank/ Deleum to fully comply with the relevant requirements of the Issues Guidelines relating to the implementation of the flotation exercise.	To be complied by AmInvestment Bank and Deleum.															
(viii) AmInvestment Bank/ Deleum to inform the SC upon completion of the proposal.	To be complied by AmInvestment Bank and Deleum.															
(ix) Change in equity structure relating to Bumiputera, non-Bumiputera and foreign shareholdings in Deleum arising from the implementation of the flotation exercise:	In compliance.															
<table border="1"> <thead> <tr> <th></th> <th>Before Proposal (%)</th> <th>After Proposal (%)</th> </tr> </thead> <tbody> <tr> <td>Bumiputera</td> <td>70.00</td> <td>30.00¹</td> </tr> <tr> <td>Non-Bumiputera</td> <td>30.00</td> <td>70.00</td> </tr> <tr> <td>Foreigners</td> <td>0.00</td> <td>0.00</td> </tr> <tr> <td>Total</td> <td>100.00</td> <td>100.00</td> </tr> </tbody> </table>		Before Proposal (%)	After Proposal (%)	Bumiputera	70.00	30.00 ¹	Non-Bumiputera	30.00	70.00	Foreigners	0.00	0.00	Total	100.00	100.00	
	Before Proposal (%)	After Proposal (%)														
Bumiputera	70.00	30.00 ¹														
Non-Bumiputera	30.00	70.00														
Foreigners	0.00	0.00														
Total	100.00	100.00														
Note: 1. Subject to the approval of MITI																

6. APPROVAL AND CONDITIONS (Cont'd)

The SC had approved the exemptions sought under the Prospectus Guidelines via its letters dated 2 April 2007 and 9 April 2007. The details of the exemptions sought for, the approval and accompanying conditions (if any) imposed by the SC together with the status of compliance are as follows:

Relevant Prospectus Guidelines	Section of Relief from Prospectus Guidelines	Decision and Status of Compliance
Letter dated 2 April 2007		
(i) <u>Paragraph 9.11</u>	If there are any existing or proposed service agreements between the corporation/group and its directors and key management or key technical personnel, salient details of these shall be set out.	Relief from disclosing in the Prospectus as well as making available for inspection, details of the remuneration package of Mr Ernest V Richards, the Chief Financial Officer, as part of the salient terms of his service agreement.
		Approved, subject to two (2) copies of the said service agreement being submitted together with the Registrable Prospectus: <ul style="list-style-type: none"> - One (1) copy of the original agreement with the terms intact; and - One (1) copy of the agreement with the relevant information on the remuneration package to be blacked out. <p>Complied by AmInvestment Bank.</p>
(ii) <u>Paragraph 13.27 (c)</u>	Where the estimate/forecast and/or projection may be subject to a high probability of variation, the corporation shall provide a sensitivity analysis based on key variables such as selling prices, volume of sales, production costs, production capacity, operating expenses and financing costs.	Relief from disclosing the sensitivity analysis in the Prospectus.
		Not applicable if Deleum's forecast is not subject to a high probability of variation. <p>Complied as explained in Section 9.11 of this Prospectus.</p>
Letter dated 9 April 2007		
(i) <u>Paragraph 8.08 (d)</u>	Substantial shareholders and percentage of effective interest held by the corporation.	Waiver from disclosure of substantial shareholders and percentage of effective interest held by the corporation.
		Approved. <p>Complied as disclosed in Section 4.3 of this Prospectus.</p>

7. RELATED-PARTY TRANSACTIONS/ CONFLICTS OF INTEREST

7.1 EXISTING AND PROPOSED RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST
Related Party Transactions

Pursuant to the Listing Requirements, a "Related Party" of Deleum is a director or major shareholder having an interest of 10% or more of the aggregate of the nominal amounts of all the voting shares of Deleum or its subsidiaries or an interest of 5% or more of the aggregate of the nominal amounts of all the voting shares of Deleum or its subsidiaries where such person is the largest shareholder of Deleum or its subsidiaries, and includes any person who was or within the preceding six (6) months of the date on which the terms of the transaction were agreed upon, a director or major shareholder as well as a person connected with such director or major shareholder.

There are no existing transactions in which any of Deleum's Related Party may be interested ("Related Party Transaction") for the past three (3) years preceding 6 April 2007 or any proposed Related Party Transaction for the financial period ending 31 December 2007.

Conflicts of Interest

Save as disclosed below, none of the promoters, directors and/or substantial shareholders of Deleum are in positions which may give rise to potential conflict of interest arising from their directorships and/or shareholdings in Deleum Group as at 6 April 2007:

- (a) Datuk Vivekananthan a/l M. V. Nathan, a promoter, substantial shareholder and Deputy Executive Chairman of Deleum, is a non-executive director of MDFT, which owns offshore floating terminals used in the oil and gas industry. The Group has supplied three (3) gas turbine driven power generators to MDFT, which have been duly delivered. The supply of the gas turbine driven power generators were on arms-length basis and on commercial terms. In the event Deleum Group has any future dealings with MDFT, Datuk Vivekananthan a/l M. V. Nathan may potentially be in a position of conflict of interest. In such instances, Datuk Vivekananthan a/l M. V. Nathan will disclose his interest as a director of these companies and abstain from any deliberation and voting on any such dealings, and vice versa.
- (b) On 6 September 2004, DCSB appointed Deladi Petroleum Services Sdn Bhd ("Deladi") as their agent in Brunei for the promotion and marketing of solid deposit removal solutions. Pursuant to the appointment, the Group supplied chemicals to Deladi on 6 February 2006. The agency appointment of Deladi as well as the supply of chemicals were on arms-length basis and on commercial terms.

Dato' Izham Bin Mahmud, a promoter, substantial shareholder and Executive Chairman of Deleum, is a non-executive director of Deladi, a private limited company incorporated in Brunei which is involved in provision of products and services to the oil and gas industry in Brunei.

In the event Deleum Group has any future dealings with Deladi, Dato' Izham Bin Mahmud may potentially be in a position of conflict of interest. In such instances, Dato' Izham Bin Mahmud will disclose his interest as a director of these companies and abstain from any deliberation and voting on any such dealings, and vice versa.

7. RELATED-PARTY TRANSACTIONS/ CONFLICTS OF INTEREST (Cont'd)

- (c) On 6 September 2004, DCSB appointed Deladi as their agent in Brunei for the promotion and marketing of solid deposit removal solutions. Pursuant to the appointment, the Group supplied chemicals to Deladi on 6 February 2006. The agency appointment of Deladi as well as the supply of chemicals were on arms-length basis and on commercial terms.

Chandran Aloysius Rajadurai, a substantial shareholder and Group Managing Director of Deleum, is a non-executive director of Deladi.

In the event Deleum Group has any future dealings with Deladi, Chandran Aloysius Rajadurai may potentially be in a position of conflict of interest. In such instances, Chandran Aloysius Rajadurai will disclose his interest as a director of these companies and abstain from any deliberation and voting on any such dealings, and vice versa.

7.2 TRANSACTIONS THAT ARE UNUSUAL IN THEIR NATURE OR CONDITIONS

As at 6 April 2007, being the latest practicable date prior to the issue of this Prospectus, there are no transactions that are unusual in their nature or conditions, involving goods, services, tangible or intangible assets, to which the corporation or any of its parent or subsidiaries was a party in respect of the past three (3) financial year and the subsequent financial period thereof, if any, immediately preceding the date of the Prospectus.

7.3 OUTSTANDING LOANS MADE BY THE COMPANY OR ANY OF ITS SUBSIDIARIES TO/FOR THE BENEFIT OF RELATED PARTIES

There are no outstanding loans made by the Company or its subsidiaries to/for the benefit of its directors, substantial shareholders and persons connected to them for the past three (3) financial years.

7.4 INTEREST IN SIMILAR BUSINESS

Save as disclosed in this Prospectus, as at 6 April 2007, being the latest practicable date prior to the issue of this Prospectus and to the best of knowledge and belief of the Directors and substantial shareholders of Deleum, none of the Directors or substantial shareholders or key management and technical personnel of Deleum are interested, directly or indirectly in any business carrying on a similar trade as the Company and its subsidiaries and associated companies.

7.5 PROMOTIONS OF ANY MATERIAL ASSETS ACQUIRED/TO BE ACQUIRED WITHIN THREE (3) YEARS PRECEDING THE DATE OF THIS PROSPECTUS

Save for the Acquisitions, none of the directors and substantial shareholders of Deleum has any interest, direct or indirect, in the promotion of or in any material assets acquired or proposed to be acquired or disposed or proposed to be disposed of or leased or proposed to be leased to the Company or any of its subsidiaries and associated companies within the three (3) years preceding the date of this Prospectus.

7. RELATED-PARTY TRANSACTIONS/ CONFLICTS OF INTEREST (Cont'd)**7.6 CONTRACTS OR ARRANGEMENTS IN WHICH THE DIRECTORS OR SUBSTANTIAL SHAREHOLDERS ARE INTERESTED AND SIGNIFICANT IN RELATION TO THE BUSINESS OF THE GROUP**

As at 6 April 2007, being the latest practicable date prior to the issue of this Prospectus, none of the other Directors and/or substantial shareholders of Deleum has interest in any contract or arrangement, which is significant in relation to the business of the Group.

7.7 RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE

There are no existing recurrent transactions of a revenue or trading nature between the Deleum Group and any of its Related Party ("Recurrent Related Party Transaction") for the past three (3) years preceding 6 April 2007 or any proposed Recurrent Related Party Transaction for the financial year ending 31 December 2007.

7.8 DECLARATION BY THE ADVISERS, SOLE UNDERWRITER AND SOLE PLACEMENT AGENT

A. AmlInvestment Bank hereby confirms that, as at the date of the Prospectus, there is no conflict of interest with respect of their capacity as the **Adviser** to the Group for the IPO.

(a) Dato' Izham Bin Mahmud, the Executive Chairman, promoter and substantial shareholder of Deleum, has directorships and shareholdings in:

Company	Designation	Interests/ No. of Shares Held [^]	Shareholdings (%)
AHB	Independent Non-Executive Director	4,670	*
AIGB	Independent Non-Executive Director	107,070	0.01
AmlInvestment Bank	Independent Non-Executive Director	-	-

Note:

* Less than 0.01%

[^] As at 6 April 2007

Notwithstanding the aforesaid, AmlInvestment Bank is of the opinion that there is no conflict of interest arising from Dato' Izham Bin Mahmud's position and shareholding in Deleum in view of the following:-

i. Dato' Izham Bin Mahmud is an independent non-executive Director of AHB and AIGB and is not involved in the day-to-day management and operations of AHB, AIGB and AmlInvestment Bank. Further, AHB is not a party involved in the listing of Deleum; and

7. RELATED-PARTY TRANSACTIONS/ CONFLICTS OF INTEREST (Cont'd)

- ii. In the event the Board of AHB, AIGB and/or AmlInvestment Bank has to deliberate on matters concerning Deleum, Dato' Izham Bin Mahmud will declare his interest in Deleum and abstain from any board deliberations and voting on matters pertaining to Deleum.
 - (b) Chandran Aloysius Rajadurai, the Group Managing Director and substantial shareholder of Deleum is the spouse of Pushpa Rajadurai, the Executive Director of AmlInvestment Bank as well as the Non-Independent Non-Executive Director of AIGB. Pursuant to Section 122A of the Act, Pushpa Rajadurai is deemed as a person connected to Chandran Aloysius Rajadurai. Notwithstanding the aforesaid, AmlInvestment Bank is of the opinion that there is no conflict of interest arising from Chandran Aloysius Rajadurai's family relationship with an Executive Director of AmlInvestment Bank and the Non-Independent Non-Executive Director of AIGB in view of the fact that in the event the Board of AIGB and/or AmlInvestment Bank has to deliberate on matters concerning Deleum, Pushpa Rajadurai will declare her interest in Deleum and abstain from any board deliberations and voting on matters pertaining to Deleum.
 - (c) Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain is a substantial shareholder of Deleum, holding 5,294,124 Shares or 6.62% of Deleum's enlarged paid-up share capital. He is also the Independent Non-Executive Director of AHB. Notwithstanding, AmlInvestment Bank is of the opinion that there is no conflict of interest arising from Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain's directorship in AHB as his directorship is of a non-executive capacity, and as such, does not deal with the day-to-day management and operations of AHB. AHB is not a party involved in the listing of Deleum. However, in the event the Board of AHB has to deliberate on matters concerning Deleum, Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain will declare his interest in Deleum and abstain from any board deliberations and voting on matters pertaining to Deleum.
- B.** AmlInvestment Bank is the **Sole Underwriter** and **Sole Placement Agent** for the IPO Shares. AmlInvestment Bank hereby confirms that, as at the date of this Prospectus, there is no conflict of interest with respect to their capacity as the Sole Underwriter and Sole Placement Agent for the IPO Shares. The Underwriting Agreement, which details are as set out in Section 2.8, was entered into on an arms-length basis and on market terms.
- (a) Dato' Izham Bin Mahmud, the Executive Chairman, promoter and a substantial shareholder of Deleum, is an Independent Non-Executive Director of AHB, AIGB and AmlInvestment Bank. Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain is an Independent Non-Executive Director of AHB. They are both not involved in the day-to-day management and operations of these companies. Refer to Section 5.11 for further details of their interest in these companies.
 - (b) Chandran Aloysius Rajadurai, the Group Managing Director of Deleum, is the spouse of Pushpa Rajadurai, who is the Executive Director of AmlInvestment Bank as well as the Non-Independent Non-Executive Director of AIGB.

7. RELATED-PARTY TRANSACTIONS/ CONFLICTS OF INTEREST (Cont'd)

In relation to Deleum, Dato' Izham Bin Mahmud and Chandran Aloysius Rajadurai declared their respective interests and abstained from any board deliberations and negotiations on the same. In the event of any future deliberations by the board of directors of Deleum on the underwriting arrangements for the IPO, Dato' Izham Bin Mahmud and Chandran Aloysius Rajadurai will declare their respective interests and abstain from any board deliberations and voting pertaining to the underwriting arrangements.

In relation to AmInvestment Bank, Dato' Izham Bin Mahmud and Pushpa Rajadurai declared their respective interests and abstained from any board deliberations and negotiations on the same. In the event of any future deliberations by the board of directors of AIGB and/or AmInvestment Bank on the underwriting arrangements for the IPO, Dato' Izham Bin Mahmud, Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain and Pushpa Rajadurai will declare their respective interests and abstain from any board deliberations and voting pertaining to the underwriting arrangements.

Messrs Zain & Co. hereby confirms that there is no conflict of interest with respect of their capacity as the Solicitors to the Group for the IPO and due diligence respectively.

Messrs PricewaterhouseCoopers hereby confirms that there is no conflict of interest with respect of their capacity as the Auditors and Reporting Accountants to the Group for the IPO.

Messrs Stevenson, Wong & Co. hereby confirms that there is no conflict of interest with respect of their capacity as the solicitors for the expert report on DSHL.

Messrs Samuels Richardson & Co. hereby confirms that there is no conflict of interest with respect of their capacity as the solicitors for the legal opinion on DUCL.

Messrs Sarin & Associates hereby confirms that there is no conflict of interest with respect of their capacity as the solicitors for the expert report on of CUPL.

Vital Factor Consulting Sdn Bhd hereby confirms that there is no conflict of interest with respect of their capacity as the Independent Business and Market Research Consultant to the Group for the IPO.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

8. OTHER INFORMATION CONCERNING THE GROUP

8.1 INFORMATION ON LAND AND BUILDINGS

A summary of the land and buildings owned and leased by the Deleum and its subsidiaries is as follows:

No.	Group Company Owning The Property	Postal Address/ Title Identification	Approximate Age of Building/ Tenure/ Date of Expiry of Lease	Description and Existing Use	Land Area/ Built Up Area	Whether the Certificate of Fitness has been Issued	Express Conditions/ Restriction in Interest/ Encumbrances	Audited Net Book Value @ 31 December 2006/ Monthly Rental (RM)
1.	DSSB	No 42, Jalan Bangsar Utama 1, Bangsar Utama, 59000, Kuala Lumpur, Malaysia/ Held under Title No. PN 9362, Lot No. 320, Seksyen 96, in the Bandar Kuala Lumpur, District of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	19 years/ Leasehold/ 3 December 2085	Shoplot/ Office	237.00 sq metres/ 1,080.90 sq metres	Yes	This land is to be used only for commercial purposes/ The Land cannot be transferred, leased, mortgaged or charged without the prior consent from the Federal Territory Land Executive Committee Secretariat/ Charged to Standard Chartered Bank Malaysia Berhad by DSSB.	652,010/-
2.	DSSB	No 40, Jalan Bangsar Utama 1, Bangsar Utama, 59000, Kuala Lumpur/ Held under Title No. PN 9363, Lot No. 321, Seksyen 96, in the Bandar of Kuala Lumpur, District of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	19 years/ Leasehold/ 3 December 2085	Shoplot/ Office	168.00 sq metres/ 822.65 sq metres	Yes	This land is to be used only for commercial purposes/ The Land cannot be transferred, leased, mortgaged or charged without the prior consent from the Federal Territory Land Executive Committee Secretariat/ Charged to HSBC Bank Malaysia Berhad by DSSB	606,105/-

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

No.	Group Company Owning The Property	Postal Address/ Title Identification	Approximate Age of Building/ Tenure/ Date of Expiry of Lease	Description and Existing Use	Land Area/ Built Up Area	Whether the Certificate of Fitness has been Issued	Express Conditions/ Restriction in Interest/ Encumbrances	Audited Net Book Value @ 31 December 2006*/ Monthly Rental (RM)
3.	DSSB ⁽¹⁾	Unit No.8-11-3, Menara Mutiara Bangsar, Jalan Liku, Off Jalan Bangsar 59100, Kuala Lumpur/ Held under Master Title GRN 45328, Parcel No. 11/17, Lot 449 Seksyen 96A, in the Bandar of Kuala Lumpur, District of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	5 years/ Freehold	Commercial building (Retail Shops/Office)	- / 139.72 sq metres	Yes	This land is to be used only for commercial building for the purposes shoptlots and offices/ Nil/ Private Caveat by EON Bank Berhad on 24 November 2003.	541,517/-
4.	DSSB ⁽²⁾	Unit No. 8-11-4, Menara Mutiara Bangsar, Jalan Liku, Off Jalan Bangsar 59100, Kuala Lumpur/ Held under Master Title GRN 45328, Parcel No. 11/19 Lot 449 Seksyen 96A, in the Bandar of Kuala Lumpur, District of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	5 years/ Freehold	Commercial building (Retail Shops/Office)	- / 146.87 sq metres	Yes	This land is to be used only for commercial building for the purposes shoptlots and offices/ Nil/ Private Caveat by EON Bank Berhad on 24 November 2003.	566,521/-
5.	DSSB	Unit E-P 17, Bayu Beach Resort, Port Dickson, 71050, Negeri Sembilan/ Held under Title No. PN11437, Lot 1212 (Building No. M1-B, 6 Floor, Parcel 190) in the Mukim of Si Rusa, District of Port Dickson, Negeri Sembilan.	13 years/ Leasehold/ 12 June 2092	Apartment	- / 143.53 sq metres	Yes	This land is to be used only for commercial building/ The land cannot be transferred, leased or charged other than with the approval of the State Authority/ Nil.	197,728/-

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

No.	Group Company Owning The Property	Postal Address/Title Identification	Approximate Age of Building/Tenure/Date of Expiry of Lease	Description and Existing Use	Land Area/Built Up Area	Whether the Certificate of Fitness has been Issued	Express Conditions/ Restriction in Interest/ Encumbrances	Audited Net Book Value @ 31 December 2006/ Monthly Rental (RM)
6.	DSSB	Lot 1315, Block 9, Miri Concession Land District, Miri Waterfront Commercial Centre, Jalan Bendahara, 98008 Miri, Sarawak/ Held under Lot No. 1315, in Block No. 9 in the Miri Concession Land District, Sarawak.	3 years/ Leasehold/ 30 September 2066	Shophouse	186.70 sq metres/ 891.84 sq metres	Yes	<p>Special Conditions:</p> <p>(i) This land is to be used only as a 4-storey terraced building for commercial purposes in the following manner:</p> <p>(a) Ground Floor- commercial (b) First Floor- commercial (c) Second Floor- commercial (d) Third Floor- commercial; and</p> <p>(ii) Any alteration to the existing building on this land or any new building to be erected thereon shall be in accordance with plans, sections and elevations approved by the Superintendent of Lands and Surveys, Miri Division and shall also be in accordance with detailed drawings and specifications approved by the Miri City Council and shall be completed within one (1) year from the date of such approval by the Council.</p>	1,128,000/-

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

No.	Group Company Owning The Property	Postal Address/ Title Identification	Approximate Age of Building/ Tenure/ Date of Expiry of Lease	Description and Existing Use	Land Area/ Built Up Area	Whether the Certificate of Fitness has been Issued	Express Conditions/ Restriction in Interest/ Encumbrances	Audited Net Book Value @ 31 December 2006/ Monthly Rental (RM) *
7.	TOSB	Lot 12682, Taman Perindustrian Tuanku Jaafar, 71450 Seremban, Negeri Sembilan/ Held under Title No. Geran 31168 Lot No. 26197, Mukim of Ampangan, District of Seremban, Negeri Sembilan	11 years/ Freehold	Factory	14,495.00 sq metres/ 2,735.90 sq metres	Yes	This land is to be used only for industrial purposes/ Nil/ Charged to HSBC Bank Malaysia Berhad by TOSB.	3,369,320/-
8.	Deleum ⁽³⁾	No. 2, Jalan Bangsar Utama 9, Bangsar Utama, 59000 Kuala Lumpur/ Held under Title No. PN 32304, Lot 378, Seksyen 96, in the Bandar of Kuala Lumpur, District of Kuala Lumpur, Wilayah Persekutuan, Kuala Lumpur.	9 years/ Leasehold/ 3 December 2085	Shops/ Office	350.00 sq metres/ 2,049.56 sq metres	Yes	This land is to be used only for commercial purposes / This land cannot be transferred, charged, or mortgaged except with the approval of Jawatankuasa Kerja Tanah Wilayah Persekutuan/ Nil	3,753,500
9.	DSSB ⁽⁴⁾	Asian Supply Base, Ranca Ranca Industrial Estate, P.O. Box 81730, 87027 Labuan Federal Territory Malaysia	7 years/ Lease/ 30 September 2014	Warehouse	5,700.00 sq metres/ 1,776.43 sq metres	Yes	Nil/ Nil/ Nil/ Nil.	RM1,700,001 / RM11,970
10.	DSSB ⁽⁵⁾	Asian Supply Base, Ranca Ranca Industrial Estate, P.O. Box 81730, 87027 Labuan Federal Territory Malaysia	15 years/ Lease/ 30 April 2015	Open space storage/ warehouse	10,970.70 sq metres/ 3,188 sq metres	Yes	Nil/ Nil/ Nil.	- / RM10,823

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

Notes:

- (1) The registered owner of the property is currently Eastview Development Sdn Bhd. The ownership of the property is pending registration in favour of DSSB pursuant to a Sale and Purchase Agreement dated 3 February 1997 between Eastview Development Sdn Bhd and WSB and a Sale and Purchase Agreement dated 28 May 2004 between WSB and DSSB.
 - (2) The registered owner of the property is currently Eastview Development Sdn Bhd. The ownership of the property is pending registration in favour of DSSB pursuant to a Sale and Purchase Agreement dated 3 February 1997 between Eastview Development Sdn Bhd and WSB and a Sale and Purchase Agreement dated 28 May 2004 between WSB and DSSB.
 - (3) The registered owner of the property is currently Sabha Group Sdn Bhd. The ownership of the property is pending registration in favour of Deleum.
 - (4) Asian Supply Base Sdn Bhd currently sub-leases the property to DSSB.
 - (5) Asian Supply Base Sdn Bhd currently sub-leases the property to DSSB for use by an associate corporation.
- * There is no valuation undertaken on Deleum Group's properties in respect of the listing exercise. The values of the properties are based on the net book value as at 31 December 2006.

The Directors of Deleum wish to highlight that, to the best of their knowledge and belief, the properties stated in Section 8.1 above:

- (i) have not breached any of the land-use conditions/ permissible land use; and
- (ii) where buildings are involved, there has not been any material non-compliance with current statutory requirements, land rules or building regulations.

8. OTHER INFORMATION CONCERNING THE GROUP (Cont'd)**8.2 ACQUISITIONS OF PROPERTIES DURING TWO (2) YEARS PRECEDING THE DATE OF THIS PROSPECTUS**

Listed below is the list of properties acquired during the last two (2) years preceding the date of this Prospectus:

No.	Beneficial Owner/ Location	Date of Transaction	Prices Paid (RM)
1.	TOSB ⁽¹⁾ Lot 12682, Taman Perindustrian Tuanku Jaafar, 71450 Seremban, Negeri Sembilan/ Held under Title No. Geran 31168 Lot No. 26197, Mukim of Ampangan, District of Seremban, Negeri Sembilan	30 December 2005	3,250,000
2.	Deleum ⁽²⁾ No. 2, Jalan Bangsar Utama 9, Bangsar Utama, 59000 Kuala Lumpur/ Held under Title No. PN 32304, Lot 378, Seksyen 96, in the Bandar of Kuala Lumpur, District of Kuala Lumpur, Wilayah Persekutuan, Kuala Lumpur.	2 May 2006	3,650,000

Notes:

- (1) Pursuant to a Sale and Purchase Agreement dated 30 December 2005 between Metalmach Micro Technology Sdn Bhd and TOSB for the sale and purchase of the property.
- (2) The registered owner of the property is currently Sabha Group Sdn Bhd. The ownership of the property is pending registration in favour of Deleum pursuant to a Sale and Purchase Agreement dated 2 May 2006 between Sabha Group Sdn Bhd and Deleum.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

8. OTHER INFORMATION CONCERNING THE GROUP (Cont'd)**8.3 MATERIAL PLANT AND EQUIPMENT**

Listed below is the detailed information on material plant and equipment utilised by the Group at the gas turbine overhaul facility, the Kemaman Supply Base and at the Asian Supply Base:

Description	Net Book Value as at 31 December 2006 (RM'000)
i. Wireline equipment and tools	6,997
ii. Service equipment and tools	1,653
iii. Wellhead maintenance equipment and tools	176
iv. Chemical pumps and accessories	56
v. 2-tonne forklift	33
TOTAL	8,915

Note:

The Board of Directors of Deleum is of the opinion that the Group has sufficient capacity to meet the Group's current operations and will be acquiring additional equipment for anticipated increase in operations.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

9. FINANCIAL INFORMATION**9.1 PROFORMA CONSOLIDATED INCOME STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2006**

The following table sets out a summary of the proforma consolidated results of the Group for the past three (3) financial years ended 31 December 2006, presented for illustrative purposes only and on the assumption that the Group has been in existence from the beginning of the earliest period presented. The proforma consolidated results are prepared for illustrative purposes only and should be read in conjunction with the accompanying notes and assumptions. The Reporting Accountants' Letter and Appendices on the Proforma Consolidated Financial Information is set out in Section 9.4 of this Prospectus.

Financial Year Ended 31 December	Proforma		
	2004 (RM' 000)	2005 (RM' 000)	2006 (RM' 000)
Revenue	269,677	342,316	432,417
Cost of sales	(242,605)	(307,553)	(390,962)
Gross profit	27,072	34,763	41,455
Other operating income	942	1,795	1,885
Selling and distribution costs	(2,847)	(3,259)	(2,868)
Administrative expenses	(10,731)	(12,581)	(16,096)
Other operating expenses	(2,385)	(1,743)	(2,286)
Finance cost	(130)	(145)	(109)
Share of results of associates	8,015	7,821	10,011
PBT	19,936	26,651	31,992
Tax expense	(5,614)	(6,377)	(7,161)
PAT	14,322	20,274	24,831
Attributable to:			
Equity holders of the Company	11,531	16,929	21,474
MI	2,791	3,345	3,357
	14,322	20,274	24,831
Number of Shares in Deleum had the Deleum Group been in existence * (' 000)	60,000	60,000	60,000
Basic EPS (sen) ^	19	28	36
EBITDA	22,793	29,984	35,555
Gross Profit Margin	10%	10%	10%
Net Profit Margin	5%	6%	6%

9. FINANCIAL INFORMATION (Cont'd)

Notes:

- (1) The proforma consolidated income statements have been prepared for illustrative purposes only to present the results of the Group had the transactions set out in Section 9.4 of this Prospectus been effected prior to the earliest period presented, and after taking into consideration the following adjustments and restatements:
- a. Adjustments to reflect the effect of disposals and internal group reorganisation at the beginning of the earliest period presented.
 - b. Amendments to the presentation of income statements arising from the adoption of FRS 101 (Presentation of Financial Statements).
- Further details on the adjustments are highlighted in Section 9.4.
- (2) There are no exceptional and extraordinary items for the financial years under review.
- * Based on the issued and paid-up share capital of 60,000,000 Shares immediately prior to the Rights Issue and Public Issue.
- ^ Basic EPS calculated based on profit attributable to equity holders of the Company for the financial year divided by the number of shares in issue as at 31 December 2006.

Detailed information and commentaries on the Proforma Consolidated Income Statements are set out in Section 9.4 of this Prospectus.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

9. FINANCIAL INFORMATION (Cont'd)**9.2 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2006**

The proforma consolidated balance sheets are prepared for illustrative purpose only and should be read in conjunction with the accompanying notes and assumptions set out in the Appendices of the Proforma Consolidated Financial Information in Section 9.4 of this Prospectus.

	Audited Balance Sheet as at 31 December 2006 (RM'000)	Proposals	
		Proforma I After Rights Issue ⁽¹⁾ (RM'000)	Proforma II After IPO ⁽²⁾ (RM'000)
NON-CURRENT ASSETS			
Property, plant and equipment	24,139	24,139	45,139
Investment properties	1,108	1,108	1,108
Associates	31,655	31,655	31,655
Other investments	3	3	3
	56,905	56,905	77,905
CURRENT ASSETS	123,376	129,376	141,076
LESS: CURRENT LIABILITIES	82,181	82,181	82,181
Net current assets	41,195	47,195	58,895
LESS: NON-CURRENT LIABILITIES			
Deferred tax liabilities	879	879	879
Term loans (secured)	3,031	3,031	3,031
	3,910	3,910	3,910
	94,190	100,190	132,890
CAPITAL AND RESERVES ATTRIBUTABLE TO THE EQUITY HOLDERS OF THE COMPANY			
Share capital	60,000	66,000	80,000
Share premium	-	-	19,200
Retained earnings	69,950	69,950	69,450
Merger deficit	(50,000)	(50,000)	(50,000)
Currency translation differences	(1,447)	(1,447)	(1,447)
Shareholders' equity	78,503	84,503	117,203
MINORITY INTEREST	15,687	15,687	15,687
Total equity	94,190	100,190	132,890
NTA attributable to the equity holders of the Company	78,503	84,503	117,203
NTA per Share	1.31	1.28	1.47

Notes:

- (1) Proforma I incorporates the effects the Rights Issue of 6,000,000 Shares at an issue price of RM1.00 per Rights Share to the existing shareholders of Deleum on the basis of one (1) Rights Share for every ten (10) existing Shares.
- (2) Proforma II incorporates the effects of Proforma I and the Public Issue comprising 14,000,000 new Shares at an Issue Price of RM2.55 per Share. The gross proceeds from the Rights Issue of RM6,000,000 and Public Issue of RM35,700,000 will be utilised as set out in Sections 1.9 and 2.5 of this Prospectus.
- (3) Proformas I and II do not take into account of the interim dividends declared by Deleum on 5 March 2007 amounting to RM7.1 million. Details of this interim dividend are set out in Sections 9.4 and 9.5.4 of this Prospectus.

9. FINANCIAL INFORMATION (Cont'd)**9.3 PROFORMA CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2006**

The proforma consolidated cash flow statement of Deleum for the financial year ended 31 December 2006 has been prepared, solely for illustrative purposes, to show the cash flows of the Deleum Group had the completed transactions and internal group reorganisation described in the Appendices on the Proforma Consolidated Financial Information set out in Section 9.4 of this Prospectus, been completed on 1 January 2006 and the respective transaction dates, respectively. The proforma consolidated cash flow statement should be read in conjunction with the basis of preparation of proforma consolidated income statements as set out in Section 9.1 of this Prospectus as well as the assumptions in the Appendices of the Proforma Consolidated Financial Information set out in Section 9.4 of this Prospectus.

	Proforma Year Ended 31 December 2006 (RM'000)
OPERATING ACTIVITIES	
PAT	21,448
Adjustments for non-cash items	3,842
	<u>25,290</u>
Changes in working capital	410
	<u>25,700</u>
Interest received	1,013
Interest paid	(109)
Tax paid	(7,173)
NET CASH FLOWS FROM OPERATING ACTIVITIES	<u>19,431</u>
INVESTING ACTIVITIES	
Amount due from associates	3,000
Dividends received from associates	4,917
Disposal of subsidiaries	(9,155)
Purchase of property, plant and equipment	(14,651)
Proceeds from disposal of property, plant and equipment	413
NET CASH FLOWS FROM INVESTING ACTIVITIES	<u>(15,476)</u>
FINANCING ACTIVITIES	
Proceeds from borrowings	2,718
Repayments of borrowings	(549)
Dividends paid	(10,025)
NET CASH FLOWS FROM FINANCING ACTIVITIES	<u>(7,856)</u>
NET DECREASE IN CASH AND CASH EQUIVALENTS	(3,901)
CURRENCY TRANSLATION DIFFERENCES	(296)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	45,245
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	<u>41,048</u>

9. FINANCIAL INFORMATION (Cont'd)

9.4 REPORTING ACCOUNTANTS' LETTER ON THE PROFORMA CONSOLIDATED FINANCIAL INFORMATION

(Prepared for inclusion in the Prospectus)



The Board of Directors
Deleum Berhad
42, Jalan Bangsar Utama 1
Bangsar Utama
59000 Kuala Lumpur

PricewaterhouseCoopers
(AF 1146)
Chartered Accountants
11th Floor Wisma Sime Darby
Jalan Raja Laut
P O Box 10192
50706 Kuala Lumpur, Malaysia
Telephone +60 3 2693 1077
Facsimile +60 3 2693 0997
www.pwc.com/my

11 April 2007

PwC/PH/KK/ra/1651J

PROFORMA CONSOLIDATED FINANCIAL INFORMATION

Dear Sirs,

- 1 We report on the proforma consolidated income statements for the past three financial years ended 31 December 2004 to 31 December 2006, proforma consolidated balance sheets as at 31 December 2006, proforma consolidated cash flow statement for the financial year ended 31 December 2006 of Deleum Berhad ("Deleum") and its subsidiaries ("the Group"), together with the Notes thereon (collectively known as "Proforma Consolidated Financial Information"), as set out in the Appendix to this letter for which the Directors are solely responsible.
- 2 The Proforma Consolidated Financial Information has been prepared for illustrative purposes only, for the purpose of inclusion in the prospectus dated 15 May 2007 in connection with the proposed listing of Deleum on the Main Board of the Bursa Malaysia Securities Berhad.

Responsibilities

- 3 It is the responsibility solely of the Directors of Deleum to prepare the Proforma Consolidated Financial Information in accordance with the requirements of the Prospectus Guidelines in respect of Public Offerings issued by the Securities Commission ("Prospectus Guidelines").
- 4 It is our responsibility to form an opinion as required by the Prospectus Guidelines on the Proforma Consolidated Financial Information and our report is given to you solely for this, and no other, purpose.
- 5 In providing this opinion we are not updating or refreshing any reports or opinions previously made by us on any financial information used in the compilation of the Proforma Consolidated Financial Information, nor do we accept responsibility for such reports or opinions beyond that owed to those to whom those reports or opinions were addressed by us at the dates of their issue.

9. FINANCIAL INFORMATION (Cont'd)



The Board of Directors
Deleum Berhad
PwC/PH/KK/ra/1651J
11 April 2007

Basis of opinion

- 6 Our work, which involved no independent examination of any of the underlying financial information consisted primarily of comparing the unadjusted financial information with the audited financial statements, considering the evidence supporting the adjustments and discussing the Proforma Consolidated Financial Information with the Directors of the Group.
- 7 As the Proforma Consolidated Financial Information is prepared for illustrative purposes only, such information, because of its nature, does not give a true picture of the effects of the Proposals on the financial position, results and cash flows of the Group. Furthermore, such information does not purport to predict the Group's future financial position, results and cash flows.

Opinion

- 8 In our opinion:
- (a) the Proforma Consolidated Financial Information has been properly compiled on the bases set out in the Notes thereon and such bases are consistent with the accounting policies adopted by the Group in the preparation of the audited financial statements of the Group for the year ended 31 December 2006;
 - (b) the Proforma Consolidated Financial Information has been properly prepared based on audited financial statements prepared in accordance with MASB approved accounting standards in Malaysia for entities other than private entities; and
 - (c) the adjustments set out in the notes to the Proforma Consolidated Financial Information are appropriate.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'Pauline Ho'.

PRICEWATERHOUSECOOPERS
(No. AF: 1146)
Chartered Accountants

A handwritten signature in black ink, appearing to read 'Pauline Ho'.

PAULINE HO
(No. 2684/11/07 (J))
Partner of the firm

9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 1

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON****1 Introduction**

The Proforma Consolidated Financial Information of Deleum Berhad and its subsidiaries ("Deleum Group") for which the Directors of Deleum Berhad ("Deleum") are solely responsible, has been prepared for illustrative purposes only, for the purpose of inclusion in the prospectus dated 15 May 2007 in connection with the proposed listing of Deleum on the Main Board of Bursa Malaysia Securities Berhad. The Proforma Consolidated Financial Information show the effects of the listing scheme referred to in Section 1.1 below and the restructuring exercise undertaken by the Deleum Group referred to in Section 1.2 below and may not, because of its nature, give a true picture of the actual financial position, results and cash flows of Deleum Group. Furthermore, such information does not purport to predict the Group's future financial position, results and cash flows.

1.1 Listing schemeProposed transactioni. Rights issue

Rights issue of 6,000,000 ordinary shares at an issue price of RM1.00 per rights issue share to the existing shareholders of Deleum on the basis of one new ordinary share for every ten existing ordinary shares.

ii. Public issue

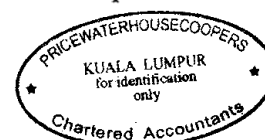
The public issue comprises the issuance of 14,000,000 new ordinary shares of RM1.00 each in Deleum at an issue price of RM2.55 per ordinary share. The gross proceeds from the rights issue of RM6,000,000 and the public issue of RM35,700,000 will be utilised as follows:

	RM'000
Capital Expenditure	
- Oilfield Equipment	15,000
- Investment in Facilities	6,000
Working Capital	
- Expansion of Business and Markets	12,000
- Existing Operations	5,700
Estimated Listing Expenses*	3,000
	41,700
	41,700

* The estimated listing expenses include share issue expenses of RM2,500,000 which will be debited against the share premium account.

iii. Offer for sale

The offer for sale of 6,450,000 ordinary shares of RM1.00 each in Deleum comprises the offer for sale by the offerors of Deleum collectively at an offer price of RM2.55 per ordinary share.



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 2

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)****1.2 Restructuring exercise****i. Internal group reorganisation undertaken by Deleum Group prior to 31 December 2005**

An internal group reorganisation was undertaken by Deleum Group in 2005 involving the following:

- Acquisition of the entire issued and paid up share capital of Delcom Services Sdn. Bhd. ("DSSB") subsequent to DSSB's restructuring (the "Restructured DSSB Group"), which is detailed below, comprising 10,000,000 ordinary shares of RM1.00 each by Deleum from the existing shareholders of DSSB for a total consideration of RM60,000,000 pursuant to a sale and purchase agreement entered into by the respective parties on 29 November 2005. The purchase consideration was satisfied via a share exchange of 59,999,998 new ordinary shares of RM1.00 each in Deleum. The acquisition of DSSB was completed on 20 December 2005.
- Acquisition of the entire issued and paid up share capital of Delcom Services Holdings Ltd ("DSHL") by Deleum comprising 100 ordinary shares of HKD1.00 each from DSSB for a total cash consideration of HKD28,368,578 (equivalent to RM13,832,519) on 28 December 2005.

The restructuring undertaken by DSSB Group involved:

- the disposal of its shareholdings in Westerngeco (M) Sdn. Bhd. ("WGSB"), Delcom Trading Sdn. Bhd. ("DTSB"), United Communication Industry Sdn. Bhd. ("UCISB"), Sonsub Services (M) Sdn. Bhd. ("SSSB"), Delcom SVS Sdn. Bhd. ("DVSBS"), Econergy Sdn. Bhd. ("ECSB"), O&G Integrated Services Sdn. Bhd. ("OGSB"), Defcom Services Sdn. Bhd. ("DFSB") and Multi Logistic Services Sdn. Bhd. ("MLSB") in November 2005 for a total cash consideration of RM182,518; and
- the striking off from the relevant registrar of companies of Delcom Manpower Services Limited ("DMSL") and DJVI Sdn. Bhd. ("DJVISB") and the winding up of Delmac Pipeline Services Sdn. Bhd. ("DPSSB") and Dynamic Support Sdn. Bhd. ("DySSB") prior to 31 December 2004.

ii. Completed transactions – disposals by Deleum Group subsequent to 31 December 2005

Upon completion of the internal group reorganisation and restructuring, Deleum Group had disposed off its investment in Delcom Services (Thailand) Co. Ltd. ("DSTCL"), Sistem Iridium Malaysia Sdn. Bhd. ("SIMSB"), PT Binaguna Delcom ("PTBD"), Foradel Sdn. Bhd. ("FSB") and Vetco Gray Delcom Sdn. Bhd. ("VGDSB"). These disposals were completed on 16 February 2006, 26 June 2006, 26 July 2006, 28 August 2006 and 1 September 2006 respectively.



9. FINANCIAL INFORMATION (Cont'd)

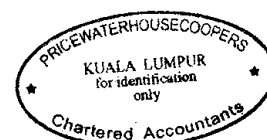
APPENDIX

Page 3

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)****2 PROFORMA CONSOLIDATED INCOME STATEMENTS FOR YEARS ENDED 31
DECEMBER 2004 TO 31 DECEMBER 2006**

The proforma consolidated income statements for years ended 31 December 2004 to 31 December 2006 as set out below have been prepared, solely for illustrative purposes, to show the results of the Deleum Group had the Deleum Group been in existence from the beginning of the earliest period presented:

	Year ended 31 December		
	2004 RM'000	2005 RM'000	2006 RM'000
Revenue	269,677	342,316	432,417
Cost of sales	(242,605)	(307,553)	(390,962)
Gross profit	27,072	34,763	41,455
Other operating income	942	1,795	1,885
Selling and distribution costs	(2,847)	(3,259)	(2,868)
Administrative expenses	(10,731)	(12,581)	(16,096)
Other operating expenses	(2,385)	(1,743)	(2,286)
Finance cost	(130)	(145)	(109)
Share of results of associates	8,015	7,821	10,011
Profit before tax	19,936	26,651	31,992
Tax expense	(5,614)	(6,377)	(7,161)
Profit for the financial year	14,322	20,274	24,831
Attributable to:			
Equity holders of the Company	11,531	16,929	21,474
Minority interest	2,791	3,345	3,357
	14,322	20,274	24,831



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 4

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)****2 PROFORMA CONSOLIDATED INCOME STATEMENTS FOR YEARS ENDED 31
DECEMBER 2004 TO 31 DECEMBER 2006 (CONTINUED)**

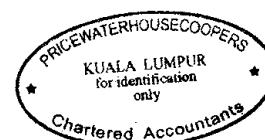
	Year ended 31 December		
	2004	2005	2006
	RM'000	RM'000	RM'000
Number of shares in Deleum had the Deleum Group been in existence*('000)	60,000	60,000	60,000
Basic earnings per share (sen)	19	28	36

* Based on the issued and paid up share capital of 60,000,000 shares immediately prior to the proposed rights issue and public issue.

2.1 Basis of preparation of proforma consolidated income statements

- 2.1.1 The proforma consolidated income statements have been prepared for illustrative purposes only to present results of the Deleum Group had the transactions as set out in Note 1.2 of this Appendix been effected prior to the beginning of the earliest period presented.
- 2.1.2 The proforma consolidated income statements have been prepared using Deleum Group's accounting policies which were adopted in the preparation of its audited financial statements for the financial year ended 31 December 2006 and are based on the following:

- (i) audited financial statements of Deleum Group for the financial years ended 31 December 2005 and 31 December 2006;
- (ii) audited financial statements of DSSB for the financial year ended 31 December 2004;
- (iii) audited financial statements of WGSB, DTSB, UCISB, SSSB, DVSB, ECSB, OGSB, DFSB and MLSB for the financial year ended 31 December 2004 and management accounts at the respective dates of disposal;
- (iv) audited financial statements of SIMSB, FSB and VGDSB for the financial years ended 31 December 2004 and 31 December 2005 and the management accounts of these companies at the respective dates of disposal, management accounts of DSTCL for the financial years ended 31 December 2004 and 31 December 2005 and the date of disposal, and management accounts of PTBD for the financial year ended 31 December 2005 and the date of disposal; and
- (v) management accounts of DMSL, DJVISB, DPSSB and DySSB for the latest financial period prior to the struck-off or wound up. These subsidiaries were struck-off or wound up during the financial year ended 31 December 2004. The above subsidiaries will hereinafter be collectively referred to as "the Struck-Off Subsidiaries".



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 5

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)****2 PROFORMA CONSOLIDATED INCOME STATEMENTS FOR YEARS ENDED 31
DECEMBER 2004 TO 31 DECEMBER 2006 (CONTINUED)****2.1 Basis of preparation of proforma consolidated income statements (continued)**

2.1.3 Presentation of the audited consolidated income statement of DSSB for the financial year ended 31 December 2004 and of Deleum Group for the financial year ended 31 December 2005 have been amended to conform with the effects of adoption of FRS 101 "Presentation of Financial Statements" with effect from 1 January 2006. The amendments to the presentation of income statements are as follows:

- Share of results of associates are shown net of tax.
- Net profit for the financial year is allocated between minority interest and equity holders of the company.

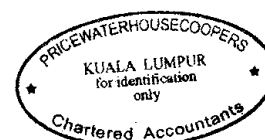
2.1.4 Adjustments

The following adjustments have been made in arriving at the proforma consolidated income statements for the financial years ended 31 December 2004 to 31 December 2006 to reflect the effect of the restructuring exercise at the beginning of the earliest period presented:

- Adjustments have been made to Deleum Group's audited results for the financial years ended 31 December 2005 and 31 December 2006 and Restructured DSSB Group's results for the financial year ended 31 December 2004 to reflect the internal group reorganisation undertaken by Deleum Group as set out in Note 1.2 (i) and disposals made by Deleum Group as set out in Note 1.2 (ii) on the assumption that the internal group reorganisation and disposals occurred prior to 1 January 2004.
- DSSB's audited results were adjusted to reflect its restructuring as set out in Note 1.2 (i) prior to it being acquired by Deleum to derive the Restructured DSSB Group's financial statements on the assumption that the restructuring occurred prior to 1 January 2004.

2.2 Proforma consolidated income statements

The adjustments as stated in Note 2.1.4 above have been reflected in the respective financial years on the audited consolidated income statements of Deleum Berhad for the financial years ended 31 December 2005 and 31 December 2006 and DSSB Group for the financial year ended 31 December 2004 to arrive at the unaudited proforma consolidated income statements as follows:



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 6

DELEUM BERHAD GROUP

PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)2 PROFORMA CONSOLIDATED INCOME STATEMENTS FOR YEARS ENDED 31
DECEMBER 2004 TO 31 DECEMBER 2006 (CONTINUED)

2.2 Proforma consolidated income statements (continued)

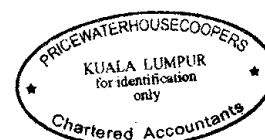
2.2.1 31 December 2004

	Audited DSSB Group (Restated) RM'000	Proforma adjustments ¹ RM'000	Proforma Deleum Group RM'000
Revenue	589,153	(319,476)	269,677
Cost of sales	(536,359)	293,754	(242,605)
Gross profit	52,794		27,072
Other operating income	1,010	(68)	942
Selling and distribution costs	(2,847)		(2,847)
Administrative expenses	(26,872)	16,141	(10,731)
Other operating expenses	(2,218)	(167)	(2,385)
Finance cost	(130)		(130)
Share of results of associates	8,015		8,015
Profit before tax	29,752		19,936
Tax expense	(6,487)	873	(5,614)
Profit for the financial year	23,265		14,322
Attributable to:			
Equity holders of the Company	19,317		11,531
Minority interest	3,948	(1,157)	2,791
	23,265		14,322
Number of shares in Deleum had the Deleum Group been in existence ² ('000)			60,000
Basic earnings per share ³ (sen)			19

¹ All proforma adjustments indicated above are in relation to disposals and internal group reorganisation set out in Note 1.2 had they been effected on 31 December 2003. The adjustments are mainly in relation to WGSB and FSB.

² Based on the issued and paid up share capital of 60,000,000 shares immediately prior to the proposed rights issue and public issue.

³ Based on the profit for the financial year attributable to equity holders of the Company.



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 7

DELEUM BERHAD GROUP

PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)2 PROFORMA CONSOLIDATED INCOME STATEMENTS FOR YEARS ENDED 31
DECEMBER 2004 TO 31 DECEMBER 2006 (CONTINUED)

2.2 Proforma consolidated income statements (continued)

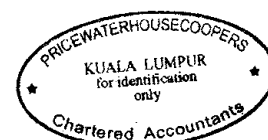
2.2.2 31 December 2005

	Audited Deleum Group (Restated) RM'000	Proforma adjustments ¹ RM'000	Proforma Deleum Group RM'000
Revenue	707,155	(364,839)	342,316
Cost of sales	(646,952)	339,399	(307,553)
Gross profit	60,203		34,763
Other operating income	2,026	(231)	1,795
Selling and distribution costs	(3,259)		(3,259)
Administrative expenses	(31,606)	19,025	(12,581)
Other operating expenses	(12,192)	10,449	(1,743)
Finance cost	(145)		(145)
Share of results of associates	7,821		7,821
Profit before tax	22,848		26,651
Tax expense	(7,263)	886	(6,377)
Profit for the financial year	15,585		20,274
Attributable to:			
Equity holders of the Company	11,794		16,929
Minority interest	3,791	(446)	3,345
	15,585		20,274
Number of shares in Deleum had the Deleum Group been in existence ² ('000)			60,000
Basic earnings per share ³ (sen)			28

¹ All proforma adjustments indicated above are in relation to disposals and internal group reorganisation set out in Note 1.2 had they been effected on 31 December 2003. The adjustments are mainly in relation to WGSB and FSB.

² Based on the issued and paid up share capital of 60,000,000 shares immediately prior to the proposed rights issue and public issue.

³ Based on the profit for the financial year attributable to equity holders of the Company.



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 8

DELEUM BERHAD GROUP

PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)2 PROFORMA CONSOLIDATED INCOME STATEMENTS FOR YEARS ENDED 31
DECEMBER 2004 TO 31 DECEMBER 2006 (CONTINUED)

2.2 Proforma consolidated income statements (continued)

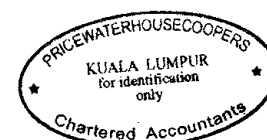
2.2.3 31 December 2006

	Audited Deleum Group RM'000	Proforma adjustments ¹ RM'000	Proforma Deleum Group RM'000
Revenue	452,047	(19,630)	432,417
Cost of sales	(412,675)	21,713	(390,962)
Gross profit	39,372		41,455
Other operating income	1,914	(29)	1,885
Selling and distribution costs	(2,868)		(2,868)
Administrative expenses	(16,874)	778	(16,096)
Other operating expenses	(3,917)	1,631	(2,286)
Finance cost	(109)		(109)
Share of results of associates	10,011		10,011
Profit before tax	27,529		31,992
Tax expense	(6,730)	(431)	(7,161)
Profit for the financial year	20,799		24,831
Attributable to:			
Equity holders of the Company	18,090		21,474
Minority interest	2,709	648	3,357
	20,799		24,831
Number of shares in Deleum had the Deleum Group been in existence ² ('000)			60,000
Basic earnings per share ³ (sen)			36

¹ All proforma adjustments indicated above are in relation to disposals set out in Note 1.2 had they been effected on 31 December 2003. The adjustments are mainly in relation to FSB.

² Based on the issued and paid up share capital of 60,000,000 shares immediately prior to the proposed rights issue and public issue.

³ Based on the profit for the financial year attributable to equity holders of the Company.



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 9

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)****3 PROFORMA CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED
31 DECEMBER 2006**

The proforma consolidated cash flow statement of Deleum for the financial year ended 31 December 2006 have been prepared, solely for illustrative purposes, to show the cash flows of the Deleum Group had the completed transactions described in Note 1.2(ii) been completed on 1 January 2006 and the internal group reorganisation described in Note 1.2(i) been completed on the respective transaction dates. The proforma consolidated cash flow statement should be read in conjunction with the basis of preparation of proforma consolidated income statements as set out in Notes 2.1.2 to 2.1.4.

	Year ended 31 December 2006 RM'000
OPERATING ACTIVITIES	
Profit for the financial year	21,448
Adjustments for non-cash items	3,842
	<u>25,290</u>
Changes in working capital	410
	<u>25,700</u>
Interest received	1,013
Interest paid	(109)
Tax paid	(7,173)
	<u>19,431</u>
NET CASH FLOWS FROM OPERATING ACTIVITIES	
INVESTING ACTIVITIES	
Amount due from associates	3,000
Dividends received from associates	4,917
Disposal of subsidiaries	(9,155)
Purchase of property, plant and equipment	(14,651)
Proceeds from disposal of property, plant and equipment	413
	<u>(15,476)</u>
NET CASH FLOWS FROM INVESTING ACTIVITIES	
FINANCING ACTIVITIES	
Proceeds from borrowings	2,718
Repayments of borrowings	(549)
Dividends paid	(10,025)
	<u>(7,856)</u>
NET CASH FLOWS FROM FINANCING ACTIVITIES	



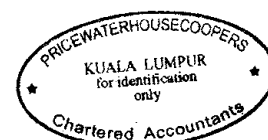
9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 10

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)****3 PROFORMA CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31
DECEMBER 2006 (CONTINUED)**

	Year ended <u>31 December 2006</u> RM'000
NET DECREASE IN CASH AND CASH EQUIVALENTS	(3,901)
CURRENCY TRANSLATION DIFFERENCES	(296)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	45,245
CASH AND CASH EQUIVALENTS AT END OF THE YEAR	<u>41,048</u>



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 11

DELEUM BERHAD GROUP

PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)

4 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2006

The proforma consolidated balance sheets of Deleum as set out below have been prepared, solely for illustrative purposes, to show the effects on the audited consolidated balance sheet of Deleum Group as at 31 December 2006 had the proposals set out in Note 1.1 been effected on that date.

	Audited Balance Sheet as at 31.12.2006 RM'000	Proposals	
		Proforma I After Rights Issue RM'000	Proforma II After Initial Public Offering RM'000
NON-CURRENT ASSETS			
Property, plant and equipment	24,139	24,139	45,139
Investment properties	1,108	1,108	1,108
Associates	31,655	31,655	31,655
Other investments	3	3	3
	<u>56,905</u>	<u>56,905</u>	<u>77,905</u>
CURRENT ASSETS	123,376	129,376	141,076
LESS: CURRENT LIABILITIES	82,181	82,181	82,181
Net current assets	41,195	47,195	58,895
LESS: NON-CURRENT LIABILITIES			
Deferred tax liabilities	879	879	879
Term loans (secured)	3,031	3,031	3,031
	<u>3,910</u>	<u>3,910</u>	<u>3,910</u>
	<u>94,190</u>	<u>100,190</u>	<u>132,890</u>
CAPITAL AND RESERVES ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY			
Share capital	60,000	66,000	80,000
Share premium	0	0	19,200
Retained earnings	69,950	69,950	69,450
Merger deficit	(50,000)	(50,000)	(50,000)
Currency translation differences	(1,447)	(1,447)	(1,447)
Shareholders' equity	78,503	84,503	117,203
MINORITY INTEREST	15,687	15,687	15,687
Total equity	94,190	100,190	132,890
Net tangible assets attributable to equity holders of the Company ("NTA")*	78,503	84,503	117,203
NTA per ordinary share of RM1.00 each (RM)**	1.31	1.28	1.47

The proforma consolidated balance sheets should be read in conjunction with the accompanying notes.

* NTA = Shareholders' equity less intangible assets



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 12

DELEUM BERHAD GROUP**PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)****4 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2006
(CONTINUED)****4.1 Basis of preparation of proforma consolidated balance sheets**

4.1.1 The proforma consolidated balance sheets have been prepared for illustrative purposes only to show the effects on the audited consolidated balance sheet of Deleum Group as at 31 December 2006 had the proposals set out in Note 1.1 been effected on that date.

4.1.2 The proforma consolidated balance sheets have been prepared using Deleum Group's accounting policies, which were adopted in the preparation of its audited financial statements for the financial year ended 31 December 2006.

4.2 Effects on the proforma consolidated balance sheets

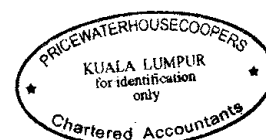
4.2.1 Proforma I incorporates the effects of the rights issue of 6,000,000 ordinary shares at an issue price of RM1.00 per rights issue share to the existing shareholders of Deleum on the basis of one new ordinary share for every ten existing ordinary shares.

4.2.2 Proforma II incorporates the effects of Proforma I and the public issue comprising 14,000,000 new ordinary shares of RM1.00 each in Deleum at an issue price of RM2.55 per ordinary share. The gross proceeds from the rights issue of RM6,000,000 and the public issue of RM35,700,000 will be utilised as follows:

	RM'000
Capital Expenditure	
- Oilfield Equipment	15,000
- Investment in Facilities	6,000
Working capital	
- Expansion of Business and Markets	12,000
- Existing Operations	5,700
Estimated Listing Expenses*	3,000
	<u>41,700</u>

* The estimated listing expenses include share issue expenses of RM2,500,000 which will be debited against the share premium account.

4.2.3 Proforma I and II do not take into account of the interim dividends declared by Deleum on 5 March 2007 and paid on 26 March 2007 amounting to RM7,102,480.



9. FINANCIAL INFORMATION (Cont'd)

APPENDIX

Page 13

DELEUM BERHAD GROUP

PROFORMA CONSOLIDATED FINANCIAL INFORMATION AND THE NOTES THEREON
(CONTINUED)4 PROFORMA CONSOLIDATED BALANCE SHEETS AS AT 31 DECEMBER 2006
(CONTINUED)

4.3 Share capital, share premium, retained earnings, reserves and minority interests

Movements in the issued and paid up share capital, share premium, retained earnings, merger deficit, currency translation differences and minority interests of Deleum are as follows:

	Attributable to equity holders of the Company							
	Share capital RM'000	Share premium RM'000	Retained earnings RM'000	Merger deficit RM'000	Currency translation differences RM'000	Total RM'000	Minority interest RM'000	Total equity RM'000
As at 31 December 2006	60,000	0	69,950	(50,000)	(1,447)	78,503	15,687	94,190
Rights issue of 6,000,000 ordinary shares at an issue price of RM1.00 each on the basis of one new ordinary share for every ten existing ordinary shares	6,000	0	0	0	0	6,000	0	6,000
As shown in Proforma I	66,000	0	69,950	(50,000)	(1,447)	84,503	15,687	100,190
Public issue of 14,000,000 new ordinary shares of RM1.00 each at an issue price of RM2.55 per ordinary share (net of estimated listed expenses)	14,000	19,200	(500)	0	0	32,700	0	32,700
As shown in Proforma II	80,000	19,200	69,450	(50,000)	(1,447)	117,203	15,687	132,890

