

4. INFORMATION ON OUR GROUP

4.6.27 TA MERIAH

(a) Background and History

TA Meriah was incorporated under the Act on 20 March 1997 in Malaysia as a private limited company under the name of Ombak Tekun Sdn Bhd. On 10 July 1997, it changed its name to TA Properties (Sarawak) Sdn Bhd. On 19 February 2009, it changed its name to TA Meriah (M) Sdn Bhd and has assumed that name since. It commenced business operations in 2005.

(b) Principal Activities and Products/ Services

TA Meriah is principally engaged in property investment and development.

(c) Substantial Shareholders

TA Meriah is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is RM100,000 comprising of 100,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM2 comprising of 2 ordinary shares of RM1.00 each. There are no changes in TA Meriah's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA Meriah does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Meriah does not have any subsidiary or associated companies.

4.6.28 TA VENTURES

(a) Background and History

TA Ventures was incorporated under the Act on 28 January 1992 in Malaysia as a private limited company under the name of Capital Gallery Sdn Bhd. On 7 May 1992, it changed its name to TA Ventures Sdn Bhd and has assumed that name since.

(b) Principal Activities and Products/ Services

TA Ventures is currently dormant.

(c) Substantial Shareholders

TA Ventures is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

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4. INFORMATION ON OUR GROUP**(d) Share Capital***Authorised Share Capital*

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	25,000	1.00	25,000
Preference Shares	75,000	1.00	75,000
			100,000

Issued and Paid up Share capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	2	1.00	2

There are no changes in TA Ventures' issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA Ventures does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Ventures does not have any subsidiary or associated companies.

4.6.29 ASTRA DINAMIK**(a) Background and History**

Astra Dinamik was incorporated under the Act on 24 August 2005 in Malaysia as a private limited company under its present name. It commenced business operations in 2006.

(b) Principal Activities and Products/ Services

Astra Dinamik is principally engaged in property investment and development.

(c) Substantial Shareholders

Astra Dinamik is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is RM500,000 comprising of 500,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM250,000 comprising of 250,000 ordinary shares of RM1.00 each. There are no changes in Astra Dinamik's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, Astra Dinamik does not have any outstanding warrants, options, convertible securities or uncalled capital.

4. INFORMATION ON OUR GROUP

(e) **Subsidiary or Associated Company**

As at LPD, Astra Dinamik does not have any subsidiary or associated companies.

4.6.30 INDO AMAN BINA

(a) **Background and History**

Indo Aman Bina was incorporated under the Act on 18 January 2005 in Malaysia as a private limited company under its present name. It commenced business operations in 2005.

(b) **Principal Activities and Products/ Services**

Indo Aman Bina is principally engaged in property investment and development.

(c) **Substantial Shareholders**

Indo Aman Bina is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) **Share Capital**

Authorised Share Capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	250,000	1.00	250,000
Preference Shares	250,000	1.00	250,000
			500,000

Issued and Paid up Share capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	250,000	1.00	250,000
Preference Shares	189,225	1.00	189,295
			439,295

There are no changes in the issued and paid up share capital of Indo Aman Bina for the last three (3) years. As at the date of this Prospectus, Indo Aman Bina does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) **Subsidiary or Associated Company**

As at LPD, Indo Aman Bina does not have any subsidiary or associated companies.

4. INFORMATION ON OUR GROUP

4.6.31 TA FIRST CREDIT

(a) Background and History

TA First Credit was incorporated under the Act on 30 August 1976 in Malaysia as a private limited company under the name of Credit Leasing & Finance Corp (M) Sdn Bhd. On 1 April 1980, it changed its name to Credit Leasing Corporation Sdn Bhd. On 5 June 1997, it changed its name to its present name and has assumed that name since. It commenced business operations in 1977.

(b) Principal Activities and Products/ Services

TA First Credit was principally involved in the lending of monies, providing lease and hire purchase financing. From 2004 onwards, in addition to the above, it is also principally involved in property investment and development. Subsequent to this Listing, TA First Credit will cease any new lending activities.

(c) Substantial Shareholders

TA First Credit is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

Authorised Share Capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	9,000,000	1.00	9,000,000
Preference Shares	1,050,000	1.00	1,050,000
			10,050,000

Issued and Paid up Share capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	4,000,000	1.00	4,000,000
NCRPS	301,175	1.00	301,175
			4,301,175

There are no changes in TA First Credit's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA First Credit does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, the associated company of TA First Credit is TFC Nominees. TA First Credit does not have any subsidiaries.

4. INFORMATION ON OUR GROUP

4.6.32 TA TEAM STARS

(a) Background and History

TA Team Stars was incorporated on 15 July 1993 in Malaysia under the name of Bright Factors Sdn Bhd as a private limited company under the Act. On 13 September 1993, it changed its name to Botly Nominees (Tempatan) Sdn Bhd. Subsequently on 3 July 2007, it changed its name to TA Team Stars Sdn Bhd and has assumed that name since. TA Team Stars commenced business operations in 2007.

(b) Principal Activities and Products/ Services

TA Team Stars is principally engaged in property investment and development. Previously, as Botly Nominees (Tempatan) Sdn Bhd, it was principally involved in the provision of nominee and registration services.

(c) Substantial Shareholders

TA Team Stars is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is RM100,000 comprising of 100,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM2 comprising of 2 ordinary shares of RM1.00 each. There are no changes in TA Team Stars' issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA Team Stars does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Team Stars does not have any subsidiary or associated companies.

4.6.33 IDAMAN PARKLAND

(a) Background and History

Idaman Parkland was incorporated under the Act on 3 July 1993 in Malaysia as a private limited company under the name of Phi Mega Sdn Bhd. On 13 September 1993, it changed its name to Botly Nominees (Asing) Sdn Bhd. Subsequently on 23 July 2007, it changed its name to Idaman Parkland Sdn Bhd and has assumed that name since. It commenced business operations in 2007.

(b) Principal Activities and Products/ Services

Idaman Parkland is principally involved in property investment and property development. Previously, as Botly Nominees (Asing) Sdn Bhd, it was principally involved in the provision of nominee and registration services.

(c) Substantial Shareholders

Idaman Parkland is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

4. INFORMATION ON OUR GROUP

(d) Share Capital

The present authorised share capital is RM100,000 comprising of 100,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM2 comprising of 2 ordinary shares of RM1.00 each. There are no changes in Idaman Parkland's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, Idaman Parkland does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, Idaman Parkland does not have any subsidiary or associated companies.

4.6.34 TA PROJECT MANAGEMENT

(a) Background and History

TA Project Management was incorporated under the Act on 11 October 1993 in Malaysia as a private limited company under the name of Primary Support Sdn Bhd. On 30 November 1993, it changed its name to TA Trading and Marketing Sdn Bhd. On 5 March 1999, it changed its name to its present name and has assumed that name since. It commenced business operations in 1993.

(b) Principal Activities and Products/ Services

TA Project Management is principally involved in project management. Previously as TA trading, it was principally involved in the trading of building materials.

(c) Substantial Shareholders

TA Project Management is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is RM500,000 comprising of 500,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM200,000 comprising of 200,000 ordinary shares of RM1.00 each. There are no changes in TA Project Management's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA Project Management does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Project Management does not have any subsidiary or associated companies.

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4. INFORMATION ON OUR GROUP

4.6.35 MENARA TA

(a) Background and History

Menara TA was incorporated under the Act on 15 July 1991 in Malaysia as a private limited company under the name of Worksplex (M) Sdn Bhd. It changed its name to Menara TA Sdn Bhd on 19 September 1991 and has assumed that name since. It commenced business operations in 1991.

(b) Principal Activities and Products/ Services

Menara TA is principally involved in property investment.

(c) Substantial Shareholders

Menara TA is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is RM25,000 comprising of 25,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM2 comprising of 2 ordinary shares of RM1.00 each. There are no changes in Menara TA's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, Menara TA does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, Menara TA does not have any subsidiary or associated companies.

4.6.36 TA GEMILANG

(a) Background and History

TA Gemilang was incorporated under the Act on 1 October 1996 in Malaysia as a private limited company under the name of Power Launch Sdn Bhd. On 13 November 2006, it changed its name to TA Gemilang Trading Sdn Bhd and has assumed that name since. It commenced business operations in 2007.

(b) Principal Activities and Products/ Services

TA Gemilang is involved in the trading of building materials and investment holding. Prior to this, as Power Launch Sdn Bhd, it was an investment holding company.

(c) Substantial Shareholders

TA Gemilang is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

4. INFORMATION ON OUR GROUP**(d) Share Capital***Authorised Share Capital*

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	100,000	1.00	100,000
Preference Shares	50,000	1.00	50,000
			150,000

Issued and Paid up Share capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	100	1.00	100
Preference Shares	50,000	1.00	50,000
			50,100

There are no changes in TA Gemilang's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA Gemilang does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Gemilang does not have any subsidiary or associated companies.

4.6.37 TA BINAPRESTIJ**(a) Background and History**

TA Binaprestij was incorporated under the Act on 1 September 1993 in Malaysia as a private limited company under the name of Sistem Kencana Sdn Bhd. On 13 November 2006, it changed its name to TA Binaprestij Sdn Bhd and has assumed that name since. It commenced business operations in 1993.

(b) Principal Activities and Products/ Services

TA Binaprestij is principally involved in general construction.

(c) Substantial Shareholders

TA Binaprestij is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

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4. INFORMATION ON OUR GROUP**(d) Share Capital**

The present authorised share capital is RM1,000,000 comprising of 1,000,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM750,000 comprising of 750,000 ordinary shares of RM1.00 each. The changes in TA Binaprestij's issued and paid up share capital for the last three (3) years are as follows: -

Date Issued	No. of shares allotted	Par value (RM)	Consideration ⁽¹⁾	Cumulative issued and paid up share capital (RM)
02.10.2006	749,000	1.00	Cash ⁽¹⁾	750,000

Note:

(1) There were no discounts, special terms or instalment payment terms provided in relation to this transaction.

As at the date of this Prospectus, TA Binaprestij does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Binaprestij does not have any subsidiary or associated companies.

4.6.38 TA PHILIPPINES**(a) Background and History**

TA Philippines was incorporated under the Articles of Incorporation and By-laws certified by Securities and Exchange Commission on 16 January 1997 in Philippines as a private limited company under its present name. It is currently in the process of deregistration.

(b) Principal Activities and Products/ Services

TA Philippines is currently dormant.

(c) Substantial Shareholders

Name	Direct		Indirect	
	No. of Shares Held	%	No. of Shares Held	%
TA Properties	249,995	100.0 [^]	-	-
TAE	-	-	249,995 ⁽¹⁾	100.0 [^]
Datuk Tiah Thee Kian	-	-	249,995 ⁽²⁾	100.0 [^]

Notes:-

[^] Rounding up to 1 decimal point

(1) Deemed interested by virtue of its 100% shareholding in TA Properties, which in turn has 99.9% shareholding in TA Philippines pursuant to Section 6A of the Act.

(2) Deemed interested by virtue of his substantial shareholding in TAE, which has 100% shareholding in TA Properties, which in turn has a 99.9% shareholding in TA Philippines, pursuant to Section 6A of the Act.

4. INFORMATION ON OUR GROUP

(d) Share Capital

The present authorised share capital is Peso 100,000,000 comprising of 1,000,000 ordinary shares of Peso 100.00 each, while its issued and paid up share capital is Peso 25,000,000 comprising of 250,000 ordinary shares of Peso 100.00 each. There are no changes in TA Philippines' issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA Philippines does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Philippines does not have any subsidiary or associated companies.

4.6.39 TA CENTRE PTY

(a) Background and History

TA Centre Pty was incorporated under the Republic of South Africa Companies Act, 1973 on 22 November 1984 in South Africa as a private limited company and has assumed its present name since. It is currently in the process of voluntary liquidation.

(b) Principal Activities and Products/ Services

TA Centre Pty is currently dormant.

(c) Substantial Shareholders

TA Centre Pty is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is Rand 1,000 comprising of 1,000 ordinary shares of Rand 1.00 each, while its issued and paid up share capital is Rand 6 comprising of 6 ordinary shares of Rand 1.00 each. There are no changes in TA Centre Pty's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TA Centre Pty does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Centre Pty does not have any subsidiary or associated companies.

4.6.40 WALES NOMINEES

(a) Background and History

Wales Nominees was incorporated under the Corporations Law of New South Wales on 6 November 1996 in Australia under the name of DCI Nominees Pty Ltd as a proprietary company. It subsequently changed its name to Wales House Nominees Pty Ltd on 21 July 1998. It commenced business operations in 1997.

4. INFORMATION ON OUR GROUP

(b) Principal Activities and Products/ Services

Wales Nominees is principally involved in the trusteeship of Wales Trust.

(c) Substantial Shareholders

Wales Nominees is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

Both its present authorised and issued and paid up share capital is AUD2 comprising of 2 ordinary shares of AUD1.00 each. There are no changes in Wales Nominees' issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, Wales Nominees does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, Wales Nominees does not have any subsidiary or associated companies.

4.6.41 WALES HOTEL

(a) Background and History

Wales Hotel was incorporated under the Corporations Law of New South Wales on 22 September 1998 in Australia as a public company under its present name. It commenced business operations in 2000.

(b) Principal Activities and Products/ Services

Wales Hotel is principally involved in hotel management.

(c) Substantial Shareholders

Wales Hotel is a wholly owned subsidiary of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

Both its present authorised and issued and paid up share capital is AUD2 comprising of 2 ordinary shares of AUD1.00 each. There are no changes in Wales Hotel's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, Wales Hotel does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, Wales Hotel does not have any subsidiary or associated companies.

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4. INFORMATION ON OUR GROUP

4.6.42 DINAR EHSAN

(a) **Background and History**

Dinar Ehsan was incorporated under the Act on 23 September 1991 in Malaysia as a private limited company under its present name. It commenced business operations in 1991.

(b) **Principal Activities and Products/ Services**

Dinar Ehsan is principally engaged as an investment holding company.

(c) **Substantial Shareholders**

Dinar Ehsan is an associated company of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) **Share Capital**

Authorised Share Capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	1,000,000	1.00	1,000,000
Preference shares	49,000,000	1.00	49,000,000
			50,000,000

Issued and Paid up Share capital

Types of Shares	No. of Shares	Par Value (RM)	Total (RM)
Ordinary Shares	1,000,000	1.00	1,000,000
Preference shares	45,342,291	1.00	45,342,291
			46,342,291

There are no changes in Dinar Ehsan's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, Dinar Ehsan does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) **Subsidiary or Associated Company**

As at LPD, the subsidiary of Dinar Ehsan is Panca Resmi. Dinar Ehsan does not have any associated companies.

4.6.43 PANCA RESMI

(a) **Background and History**

Panca Resmi was incorporated under the Act on 18 May 1987 in Malaysia as a private limited company under its present name. It commenced business operations in 1989.

4. INFORMATION ON OUR GROUP

(b) Principal Activities and Products/ Services

Panca Resmi is principally involved in property investment and property development.

(c) Substantial Shareholders

Panca Resmi is a wholly owned subsidiary of Dinar Ehsan, which is an associated company of TA Properties, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is RM3,200,000 comprising of 3,200,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM3,000,000 comprising of 3,000,000 ordinary shares of RM1.00 each. There are no changes in Panca Resmi's issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, Panca Resmi does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, Panca Resmi does not have any subsidiary or associated companies.

4.6.44 TFC NOMINEES

(a) Background and History

TFC Nominees was incorporated under the Act on 10 August 1982 in Malaysia under the name of Kesuari Sdn Bhd as a private limited company under its present name. On 25 January 1989, it changed its name to CL Car Rental Sdn Bhd. Subsequently on 5 June 1997, it changed its name to TFC Nominees (Asing) Sdn Bhd and has assumed its present name since.

(b) Principal Activities and Products/ Services

TFC Nominees is currently dormant.

(c) Substantial Shareholders

TFC Nominees is an associated company of our Company.

(d) Share Capital

The present authorised share capital is RM25,000 comprising of 25,000 ordinary shares of RM1.00 each, while its issued and paid up share capital is RM2 comprising of 2 ordinary shares of RM1.00 each. There are no changes in TFC Nominees' issued and paid up share capital for the last three (3) years. As at the date of this Prospectus, TFC Nominees does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TFC Nominees does not have any subsidiary or associated companies.

4. INFORMATION ON OUR GROUP

4.6.45 ASCENTS HOTEL

(a) Background and History

Ascent Hotel was incorporated under the Corporations Act, 2001 on 15 December 2008 in Australia as a proprietary company under its present name. It commenced business operations in 2009.

(b) Principal Activities and Products/ Services

Ascents Hotel is principally involved in hotel management services.

(c) Substantial Shareholders

Ascents Hotel is a wholly owned subsidiary of TA Ascents, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised share capital is AUD10,000,000 comprising 10,000,000 ordinary shares of AUD1.00 each, while its issued and paid up share capital is AUD7,246,146 comprising of 7,246,146 ordinary shares of AUD1.00 each. The changes in Ascents Hotel's issued and paid up share capital for the last three (3) years are as follows: -

Date Issued	No. of shares allotted	Par value (AUD)	Consideration	Cumulative issued and paid up share capital (AUD)
15.12.2008	2	1.00	Cash ⁽¹⁾	2
01.07.2009	7,246,144	1.00	Cash ⁽¹⁾	7,246,146

Note:

(1) There were no discounts, special terms or instalment payment terms provided in relation to this transaction.

As at the date of this Prospectus, Ascents Hotel does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, Ascents Hotel does not have any subsidiary or associated companies.

4.6.46 TA COVENANT

(a) Background and History

TA Covenant Pty Ltd was incorporated under the Corporations Act, 2001 on 2 December 2008 in Australia as a public company under the name of TA Covenant Ltd. On 6 February 2009, it changed its name to TA Covenant Pty Ltd and became a proprietary company. It has assumed that name since. It commenced business operations in 2009.

(b) Principal Activities and Products/ Services

TA Covenant is principally a trustee for Ascents Trust.

4. INFORMATION ON OUR GROUP**(c) Substantial Shareholders**

TA Covenant is a wholly owned subsidiary of TA Ascents, which in turn is a wholly owned subsidiary of our Company.

(d) Share Capital

The present authorised and issued and paid up share capital is AUD2.00 comprising of two (2) ordinary shares of AUD1.00 each. The changes in TA Covenant's issued and paid up share capital for the last three (3) years are as follows: -

Date issued	No. of shares allotted	Par value (AUD)	Consideration	Cumulative issued and paid up share capital (AUD)
02.12.2008	2	1.00	Cash ⁽¹⁾	2

Note:

(1) *There were no discounts, special terms or instalment payment terms provided in relation to this transaction.*

As at the date of this Prospectus, TA Covenant does not have any outstanding warrants, options, convertible securities or uncalled capital.

(e) Subsidiary or Associated Company

As at LPD, TA Covenant does not have any subsidiary or associated companies.

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4. INFORMATION ON OUR GROUP

4.7 LISTING SCHEME

In conjunction with, and as an integral part of our listing and quotation for our entire issued and paid-up share capital on the Main Market of Bursa Securities, our Company implemented the listing scheme set out as follows:-

- (i) Acquisitions;
- (ii) Rights Issue;
- (iii) Capitalisation;
- (iv) Offer For Sale; and
- (v) Listing of TA Global Shares.

The above are inter-conditional and are viewed as one exercise undertaken to facilitate the Listing of our Company.

4.7.1 Acquisitions

(a) Acquisition of TA Properties, Sanjung Padu and Wales Trust

Pursuant to SPA I and Supplemental Agreement I entered into on 4 September 2008 and 25 August 2009, respectively, TA Global Group acquired the following:

- 10,000,000 ordinary shares of RM1.00 each and 689,489 NCRPS of RM1.00 each in TA Properties, representing the entire 100% of the existing issued and paid-up share capital of TA Properties;
- 25,000 ordinary shares of RM1.00 each in Sanjung Padu, representing the entire 49% equity interest held by TAE in Sanjung Padu; and
- the entire 50% unit trust capital held by TAE in Wales Trust;

from TAE for a total consideration of RM1,725,781,814, which was satisfied by the issuance of 2,236,199,996 new Shares at an issue price of RM0.50 each to be credited as fully paid-up and 1,215,363,632 new ICPS of RM0.50 each at an issue price of RM0.50 each.

The consideration of RM1,725,781,814 for the Acquisition of TA Properties, Sanjung Padu and Wales Trust was on a willing buyer-willing seller basis after taking into consideration, amongst others, the following factors:-

- (i) the profit after tax of TA Properties Group for the FYE 31 January 2008 of approximately RM110.7 million and its earnings capacity from its project development launches and project completion;
- (ii) the prevailing market conditions in the Malaysian property sector in which TA Global operates in;
- (iii) the adjusted audited NTA of the TA Properties Group as at 31 January 2008 of RM844.9 million which includes the NTA of both Sanjung Padu and Wales Trust;
- (iv) adjustments pursuant to a joint venture agreement entered into between TA Properties and Beringin Terrace Sdn Bhd amounting to RM2.4 million;
- (v) exclusion of Ace Fit International Limited and its subsidiaries as it is not part of the Listing Scheme; and
- (vi) the fair value adjustments of TA Properties Group's land and buildings amounting to RM1.2 billion (before deferred tax) as per the valuation report prepared by the Independent Registered Valuer.

4. INFORMATION ON OUR GROUP

Pursuant to the Acquisition of TA Properties, Sanjung Padu and Wales Trust, TA Properties, Sanjung Padu and Wales Trust effectively became wholly owned subsidiaries of TA Global Group.

Please refer to Section 2.10 of this Prospectus for the salient terms of the ICPS.

(b) Acquisition of Taman Duta Residences

Pursuant to SPA II and Supplemental Agreement II entered into on 4 September 2008 and 25 August 2009, respectively, TA Global acquired from TAE, the Taman Duta Residences, (Nos 28, 28A and 30, Persiaran Duta, Taman Duta), 2 pieces of leasehold land with residential house No.30 situated on Lot 37717 (formerly PT22) HS (D) 63, Mukim and District of Kuala Lumpur and houses Nos 28 and 28A situated on Lot 37716 PN 10009, Mukim and District of Kuala Lumpur, for a total consideration of RM26,900,000 to be satisfied by the issuance of 53,800,000 new Shares at an issue price of RM0.50 each to be credited as fully paid-up at an issue price of RM0.50 each.

The Acquisition of Taman Duta Residences was on a willing buyer-willing seller basis based on the market value of Taman Duta Residences, which was based on the valuation performed by Khong & Jaafar Sdn Bhd as at 30 June 2008, being the valuation date.

The Acquisitions were completed on 5 October 2009.

4.7.2 Rights Issue

Upon completion of the Acquisitions, TA Global undertook a rights issue of 269,974,638 new Shares at an issue price of RM0.50 per ordinary share of RM0.50 each to all the existing shareholders of TA Global. The Rights Issue was undertaken on the basis of one (1) new Share for approximately every existing 8.5 Shares held in TA Global after the Acquisitions.

The Rights Issue resulted in the issued and paid-up share capital of TA Global being further increased from 2,290,000,000 Shares to 2,559,974,638 Shares.

The new Shares issued pursuant to the Rights Issue shall, upon allotment and issue, rank pari passu in all respects with the then existing issued Shares except that the new Shares shall not be entitled to any dividends, rights, allotments and/or distributions, the entitlement date of which is prior to the date of allotment of the new Shares.

4.7.3 Capitalisation

TA Global capitalised an amount owing to TA Centre Berhad, a wholly owned subsidiary of TAE for the acquisition of Menara TA One by Menara TA in the FYE 31 January 2007. The outstanding amount of RM224,726,552 as at 31 January 2009, was capitalised via the issuance of 449,453,104 Shares at par to TAE.

TA Global also capitalised an amount owing to TAE amounting to RM295,286,129 as at 4 May 2009, via the issuance of 590,572,258 Shares at par to TAE. The amount owing was for the acquisition of The Westin Melbourne Hotel by TA Ascents (f.k.a TA Dotcom Sdn Bhd), which was recently completed on 21 April 2009.

The abovementioned Capitalisation allowed our Company to address the amount owing to TAE for the Menara TA One and the The Westin Melbourne Hotel acquisitions, whilst allowing our Group to maintain its cash position for its future development projects. It is also a better alternative to borrowing externally as our Group will have less borrowing exposure with financial institutions especially in terms of encumbrances or security over the assets.

4. INFORMATION ON OUR GROUP

For The Westin Melbourne Hotel acquisition, a term loan of approximately AUD46.25 million was obtained with the balance satisfied by internally generated funds. This allowed our Group more flexibility and bargaining power moving forward to secure more competitive financing through the financial system as a listed entity for our future development projects, if required, whilst conserving cash.

The Capitalisation, which was completed prior to the issuance of the Prospectus, resulted in the increase of our issued and paid-up share capital from 2,559,974,638 Shares to 3,600,000,000 Shares.

4.7.4 Offer For Sale

Our Company is undertaking an Offer For Sale and details have been set out in Section 2.3 of this Prospectus.

4.7.5 Listing of and Quotation for our Shares

Upon completion of the abovementioned Offer For Sale, our Company will make an application to Bursa Securities for the Listing

4.7.6 Dividend-In-Specie

Prior to the abovementioned Listing, TAE will distribute 1,027,145,778 Shares together with 1,027,145,778 ICPS held by TAE by way of a dividend-in-specie on the basis of three (3) Shares together with three (3) ICPS for every five (5) existing TAE Shares held, credited as fully paid-up as at Entitlement Date.

Pursuant to the Dividend-In-Specie and Listing but prior to the conversion of ICPS, TAE will hold at least 2,112,854,222 ordinary shares or 58.7%* of the total ordinary shares of our Company and at least 188,217,854 ICPS or approximately 15.5% of the total ICPS of our Company.

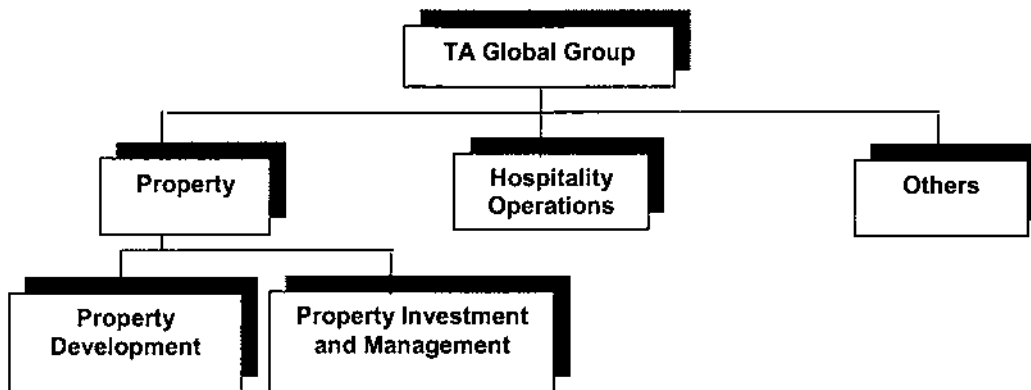
* *assuming full subscription of the Shares offered to Bumiputera investors and Pink Form Shares Allocation via the Offer For Sale as described in Section 2.3 of this Prospectus.*

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4. INFORMATION ON OUR GROUP

4.8 BUSINESS OVERVIEW OF OUR GROUP

The following summarises the principal activities of our Group:-



4.8.1 PROPERTY DEVELOPMENT

Our property development activities focus on mixed development projects comprising both residential and commercial properties. We have made significant strides into establishing ourselves as a niche luxury lifestyle property developer and the successful launches of our Damansara Idaman, Idaman Villas and Idaman Residence projects speak well of the market's acceptance of our Group. With the current demand for niche premium residential properties, our Group hopes to distinguish ourselves from our competitors and at the same time, meet the needs and expectations of our customers.

Our Group has submitted amendments to the approved development orders for three of our proposed mixed commercial development projects, namely Seri Suria, Nova Square and TA 3 & TA 4, to the local authorities. Since then, the development order has been obtained for Seri Suria, while an approval-in-principle has been obtained for TA 3 & TA 4.

Summaries of our Group's property development projects are set out below:-

4. INFORMATION ON OUR GROUP

(a) Completed projects

As at LPD, details of our completed projects are as follows:

Completed projects						Total Development Costs (RM'000)	GDV (RM'000)	Month/Year Commence	Month/Year Completed
Location of project	Type of development (Phase no.)	Landowner(s) / Developer	Total units launched	Total Units Sold					
Damansara Idaman									
Lot Asal 2806, Damansara Idaman, Pekan Cempaka, District of Petaling, Selangor Darul Ehsan	Bungalow (Phase 1)	Peramah Setia / TA First Credit	21	21	35,792	50,074	March 2004	June 2005	
	Bungalow (Phase 2A)	Peramah Setia / TA First Credit	28	28	44,573	73,676	December 2004	February 2006	
	Bungalow (Phase 2B)	Peramah Setia / TA First Credit	24	24	38,642	67,167	July 2005	August 2006	
	Bungalow (Phase 3)	Peramah Setia / TA First Credit	36	32	63,242	115,356	March 2006 (Phase 3A)	July 2007 (Phase 3A)	
							May 2006 (Phase 3B)	November 2007 (Phase 3B)	
Idaman Villas									
HS(D)217936, PT1226 (Lot Asal 2806), Pekan Cempaka, District of Petaling, Selangor Darul Ehsan	Semi-detached houses (Phase 5)	Peramah Setia / TA First Credit	54	47	65,147	103,690	March 2007	March 2009	
Idaman Residences									
Geran 65035, Lot 228, Section 58, City of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur	Residential (Luxury condominiums)	Orchard Park / Orchard Park	250	231	155,933	360,572	February 2006	March 2009	

4. INFORMATION ON OUR GROUP

(b) Ongoing projects

As at LPD, details of our ongoing projects are as follows:

Location of project	Type of Development/ (Phase No.)	Landowner(s) / Developer	Total units for sale	Total Units Sold	Estimated Total Development Costs (RM'000)	Estimated GDV (RM'000)	% of completion	Month/Year Commence	Expected Completion	Notes
<u>Damansara Idaman</u>										
To be erected on part of Lot 2806, Pekan Cempaka, District of Petaling, Selangor Darul Ehsan.	Bungalow (Phase 4)	Peramah Setia / TA First Credit	12*	6	63,558**	113,975**	10.0	March 2009	November 2010	Note (1)

Notes:-

* Only 12 units (Phase 4A) were made available for sale. There are a total of 27 units in respect of the entire Phase 4 development

** Costs based on the entire project (Phase 4)

(1) All relevant statutory approvals relation to this project have been obtained. The building plan approval was obtained on 26 August 2008. The total development cost for this project is funded through internal funds available to the Group.

4. INFORMATION ON OUR GROUP

(c) Proposed future projects

As at LPD, details of our future projects are as follows:

Location of project	Type of Development/ (Phase No.)	Landowner(s) / Developer	Total units planned	Estimated Unit Price (RM'000)	Estimated Development Costs (RM'000)	Estimated GDV (RM'000)	Expected to Commence Month/Year	Expected Completion Month/Year	Notes
Future development projects									
<u>TA 3 and TA 4</u>									
To be erected on Lots 25, 26 & 77, Section 58, & Lot 174, Section 57, City of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	Hotel, retail podium, service apartment (Tower A)	TA First Credit / TA First Credit	404	N/A	429,918	864,230	January 2011	November 2015	Note (3)
Service Apartments (Tower B)		TA First Credit / TA First Credit	112	N/A	313,496	630,357			
<u>Nova Square</u>									
To be erected on Lots 595-599, 604-606, 612-614, 616, 617, 684 & 1276-1280 and PT 106, Section 67, City of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	Service Apartments (Tower A)	Astra Dinamik / Astra Dinamik	353	N/A	168,563	224,719			
Service Apartments (Tower B)		Astra Dinamik / Astra Dinamik	214	N/A	245,932	442,033	October 2010	September 2015	Note (2)
Service Apartments		Astra Dinamik / Astra Dinamik	138	N/A	283,479	495,886			

4. INFORMATION ON OUR GROUP

Future development projects									
Location of project	Type of Development/ (Phase No.) (Tower C)	Landowner(s) / Developer	Total units planned	Estimated Unit Price (RM'000)	Estimated Development Costs (RM'000)	Estimated GDV (RM'000)	Expected to Commence Month/Year	Expected Completion Month/Year	Notes
<u>Seri Suria</u>									
To be erected on Lots PT 34072 - PT34079, Lots PT 34081 and PT 34082, Mukim Sungai Buloh, District of Petaling, Selangor Darul Ehsan.									
	Commercial (Retail podium)	Astra Dinamik / Astra Dinamik	1 block	N/A	71,098	110,302			
	Shop office and Office Tower	Indo Aman Bina / Indo Aman Bina	-	N/A	368,000	517,000	May 2010	October 2017	Note (1)
	Parcel 1B - Service Apartment	Indo Aman Bina / Indo Aman Bina	480	N/A	164,000	218,000	September 2010	January 2013	Note (1)
	Parcel 1C - Service Apartment	Indo Aman Bina / Indo Aman Bina	468	N/A	160,000	212,000	September 2011	February 2014	Note (1)
	Parcel 1D - Service Apartment	Indo Aman Bina / Indo Aman Bina	348	N/A	120,000	165,000	September 2012	February 2015	Note (1)
	Parcel 1E - Service Apartment	Indo Aman Bina / Indo Aman Bina	396	N/A	136,000	187,000	September 2013	February 2016	Note (1)
	Residential (Low rise condominium)	Idaman Parkland / Idaman	28	N/A	83,800	106,500	October 2010	March 2013	Note (2)
<u>U-Thant</u>									
To be erected on Lots 203, 211 & 212, Section 89A, City of Kuala Lumpur,									

4. INFORMATION ON OUR GROUP

Future development projects									
Location of project	Type of Development/ (Phase No.)	Landowner(s) / Developer	Total units planned	Estimated Unit Price (RM'000)	Estimated Development Costs (RM'000)	Estimated GDV (RM'000)	Expected to Commence Month/Year	Expected Completion Month/Year	Notes
Wilayah Persekutuan Kuala Lumpur.		Parkland							
Dufamas									
To be erected on Lot 1580, Mukim of Batu, District of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	Residential (Phase 1)	Orchard Park / Orchard Park	408	N/A	233,600	298,300	November 2010	April 2013	Note (2)

Notes:-

- (1) The development order for this project has been obtained from the local authorities. Launching of the respective projects is subject to the approval of building plans. The development cost of this project is expected to be funded through internally generated funds, proceeds from the Rights Issue and bank borrowings, if necessary.
- (2) The development order in relation to this project is still pending approval from the authorities. The development cost of this project is expected to be funded through internally generated funds, proceeds from the Rights Issue and bank borrowings, if necessary.
- (3) The approval-in-principle for this project has been obtained from the local authorities. The development cost of this project is expected to be funded through internally generated funds, proceeds from the Rights Issue and bank borrowings, if necessary.

4. INFORMATION ON OUR GROUP

Further details of our Group's development projects are set out below:-

4.8.1.1 Damansara Idaman

Damansara Idaman, our Group's maiden luxury residential development project, is a gated and guarded low-density residential enclave located on prime freehold land adjacent to the Tropicana Golf & Country Club. Damansara Idaman showcases contemporary tropical themes that epitomise resort living within a gated and guarded environment. Besides having three (3) green zones with parks, lakes and jogging tracks, it also features a centralised gas piping system for the entire community.

Damansara Idaman was officially launched in 2004. Phase 1 was completed and handed over to 21 purchasers in January 2006. In 2006, 52 units under Phase 2A and 2B were successfully completed and handed over to purchasers in 2006. Phase 3, with 36 bungalow units were completed and launched in 2006 and have been handed over to purchasers in 2007.

As at LPD, a total of 109 units of bungalows from the first three (3) phases have been completed and a total of 105 sold units have been handed over to the purchasers with their respective Certificates of Fitness.

As at LPD, only 12 units (Phase 4A) out of 27 units (Phase 4) of bungalows were launched at the end of 2008, out of which six (6) units have been sold. Phase 4 of Damansara Idaman is expected to be completed in November 2010.

4.8.1.2 Idaman Villas

Idaman Villas is a freehold gated and guarded development project, located immediately adjacent to Damansara Idaman. Idaman Villas, which comprises 54 units of semi-detached villas, incorporates both a resident's-only recreation centre and a swimming pool. It is a residential enclave which balances the natural ambience of outdoor living with the stylishness of contemporary architecture. Idaman Villas was first launched in 2007.

As at LPD, all 54 units, with a GDV of RM104 million, were completed in March 2009, of which 47 units have been sold and handed over to the purchasers with their respective Certificates of Fitness. These sold units contributed to a GDV of approximately RM92.2 million.

4.8.1.3 Idaman Residence

Idaman Residence is the Group's first high rise development and was launched at the end of 2005. It is a 34-storey, 250-unit condominium located strategically on freehold land within Kuala Lumpur's Golden Triangle and a stone's throw away from the highly acclaimed Petronas Twin Towers. Idaman Residence was completed in March 2009.

As at LPD, a total of 250 units with a GDV of approximately RM360.0 million were completed, of which 231 units have been sold, which contributed to a GDV of approximately RM323 million.

4. INFORMATION ON OUR GROUP

4.8.1.4 Seri Suria

A freehold mixed commercial development that will spread over a 48 acres site and is poised to be a landmark development in Petaling Jaya. The area is accessible via major highways, namely, the LDP, SPRINT and NKVE. Main features are a lifestyle retail mall with courtyard and streetscape themes, shop-offices, corporate office towers, service apartments, hotel and alfresco styled food and beverage outlets. The entire project will be implemented in several phases over a period of seven (7) to ten (10) years. We have submitted the amendments of our planning approval to Majlis Bandaraya Petaling Jaya (MBPJ) on 16 February 2009. As at LPD, the development order for Seri Suria has been obtained. Our first launch consisting of shop-offices is scheduled to be in the first half of 2010.

4.8.1.5 Nova Square

This 3.3-acre mixed freehold commercial development is strategically located in the heart of Kuala Lumpur's Golden Triangle at the intersection of Jalan Bukit Bintang and Jalan Imbi. It has dual frontages to and access from the south of Jalan Bukit Bintang and east of Jalan Imbi and is situated across Bangunan Lembaga Tabung Angkatan Tentera (LTAT) and the Dorsett Regency Hotel. It will encompass a 5-star hotel tower, one block of fashionable luxury residences, a grade-A office tower and a lifestyle podium comprising alfresco food and beverage outlets, a banquet hall and boutique shop units. While we have obtained the approved development order for this project, a revised development order has been submitted to the local authorities but pending approval.

4.8.1.6 TA 3 & TA 4

Poised to be a luxurious integrated commercial development comprising of two iconic towers in the core of Kuala Lumpur's bustling prime business district, this development is located directly opposite the Petronas Twin Towers along Jalan P.Ramlee in Sections 57 and 58. It has a direct frontage onto the north side of Jalan P. Ramlee and lie directly across the Suria KLCC and the Petronas Twin Towers. This project includes a luxury hotel, service residences and an upscale retail podium, which will be linked to our existing Menara TA office block.

We have submitted a revised development order to the local authorities and as at LPD, we have obtained the approval-in-principle for this development project.

4.8.1.7 U-Thant

Located at Jalan U-Thant, this highly sought after residential address in Kuala Lumpur's city centre is our proposed development of a 1.4 acre freehold land with low-density and luxurious residences. This development is proposed to consist of opulent condominium units that will set a new benchmark for TA Properties as a high-end property developer. As at LPD, the development order for this project has been submitted to the local authorities but is pending approval.

4. INFORMATION ON OUR GROUP

4.8.1.8 Dutamas

This freehold property is located Off Jalan Dutamas Raya about 15 kilometres northwest of the City Centre of Kuala Lumpur, within the vicinity of Segambut, a rapidly developing section of the city, which lies to the immediate north of Mont Kiara. It is a parcel of residential development land with a title land area of approximately 4.5 acres. The proposed development is for contemporary styled condominiums with sizes ranging from 900 to 2400 square feet. Notable condominium development in the vicinity include Menara Duta 1 and 2 Condominiums, Prima Duta Condominiums, Prima Ria Apartment, Duta Ria Condominium, Villa Makmur, Changkat View Condominium, Sutramas Condominium, Prima Duta Condominium and the ongoing Anggun Puri Condominium. An international school known as French International School is also located within the vicinity of the property.

As at LPD, the development order for this project has been submitted to the local authorities but is pending approval.

4.8.2 PROPERTY INVESTMENT AND MANAGEMENT

4.8.2.1 Property Investment in Canada

Terasen Centre in Vancouver, Canada is a 24-storey triple-A rated corporate office, a signature skyscraper located in the heart of Vancouver's financial district. It has frontage to and access from the northeast side of the West Georgia Street and northwest side of Thurlow Street.

As a choice office building, Terasen Centre is approximately 99% leased as at LPD. The current average remaining lease period amongst our tenants is five (5) years. For the year 2008, our rental rates saw a double-digit increase of 10.3%, a year-on-year increase to C\$20.04 per sq foot for 2009. Total revenue also saw a 7.3% growth to C\$14,833,614 from C\$13,822,322 last year. Although the global economic downturn has affected the overall demand and increased sublease space but the market remains relatively tight and steady as we are seeing low vacancy levels at 4.6%.

Terasen Centre has a well-balanced mix of tenants ranging from a range of sectors such as healthcare, telecommunications, financial and wealth providers, careers and human resources, mining and utility, solicitors, real estate, construction and highway builders. Some of the high profile tenants are Terasen Inc, Connor Clark & Lunn Financial Group, Credential Asset Management Inc, Credential Securities Inc, Credential Insurance Services Inc, Hewitt & Associates and HSBC Canada Bank.

For further details on Terasen Centre, please refer to Section 8.1 of this Prospectus.

4. INFORMATION ON OUR GROUP

4.8.2.2 Property Investment in Malaysia

Our Group's other properties in Malaysia include Menara TA One and shop offices at USJ Taipan and Subang Business Centre, which continue to yield steady rental income to our Group's local property investment division.

Menara TA One

Menara TA One is the corporate headquarters of our Group as well as the TAE Group. It is a 37 storey commercial office building located in the heart of Kuala Lumpur's Golden Triangle. It has direct frontage to and access from the west side of Jalan P. Ramlee and is roughly bounded by Menara BSN, a private car parking space on the north, Jalan P. Ramlee and Jalan Law Yew Swee. The Petronas Twin Towers, Suria KLCC and the Mandarin Oriental Hotel are located within a short distance of Menara TA One.

Our Group and the TAE Group currently occupy approximately 40% of the building with the balance 60% tenanted out to various corporations. The net lettable area of Menara TA One is 373,741 sq feet. As at LPD, Menara TA One is approximately 96% occupied.

For further details on Menara TA One, please refer to Section 8.1 of this Prospectus.

Subang Business Centre

Our Group has three 7 storey stratified shops / offices located within the USJ 9 Commercial Centre known as the Subang Business Centre, which lies on the south side of the Federal Highway Route II and the Lebuhraya Shah Alam at about 23 kilometres south-west of the Kuala Lumpur City Centre.

The abovementioned shops / offices are partly occupied by companies under the TAE Group and partly let out to various tenants. The total lettable area is 47,145 sq feet. As at LPD, it is fully occupied.

For further details on Subang Business Centre, please refer to Section 8.1 of this Prospectus.

Shop offices at USJ Taipan

Our Group presently owns a 3 storey intermediate terrace shop/office located within the USJ 10 commercial centre known as Taipan USJ, which lies off the south side of the Federal Highway Route II and the Lebuhraya Shah Alam at about 23 kilometres south-west of the City Centre of Kuala Lumpur. The property is currently fully let out.

For further details on our shop offices at USJ Taipan, please refer to Section 8.1 of this Prospectus.

4.8.2.3 Property Management

Our Group currently manages our own developments such as Damansara Idaman, Idaman Villas and Idaman Residence as well as our investment properties in Malaysia, i.e Menara TA One, Subang Business Centre and our shop offices at USJ Taipan and Terasen Centre in Vancouver, Canada. This is to maintain the quality standard of the amenities and ambience of the environment with a view of maintaining or enhancing the value of the property in the eyes of the investor.

4. INFORMATION ON OUR GROUP

4.8.3 HOTEL OPERATIONS

Our Group's hotel properties currently consist of the Radisson Plaza Hotel and The Westin Melbourne Hotel in Australia as well as the Aava Whistler Hotel (f.k.a Coast Whistler Hotel) in Canada.

4.8.3.1 Radisson Plaza Hotel

This hotel is 17 stories high with a contemporary 362 rooms boutique-style international 5-star hotel housed within a heritage-listed building. Radisson Plaza Hotel opened for operations in July 2000 and is located within the centre of the financial precinct of the Sydney Central Business District, bounded by Pitt Street on the west, O'Connell Street on the east and by commercial lands on the remaining sides. The major shopping precincts, the busy thoroughfare of Martin Place and famous Sydney icons such as the Sydney Opera House, Sydney Harbour Bridge, historical Rocks area, the bustling Circular Quay and Botanical Gardens are within the vicinity of the Radisson Plaza Hotel.

For other pertinent information on the Hotel, please refer to Section 8.1 of this prospectus.

While the hotel is owned by Wales House Trust, Carlson Hotel Worldwide Asia Pacific has been engaged as the hotel operator to manage the hotel's operations under the "Radisson" brand. Since its inception, the Radisson has carved a name for itself in the 5-star hotel industry in Sydney. Radisson Plaza Hotel has consistently received several industry accolades for its operational and service excellences. In year 2008 it was rated as Australia's Leading Business Hotel by World Travel Awards for 2008 and maintained its popularity as the Top 10 Best Luxury Hotels in the South Pacific and Top 25 Most Popular Hotel Destinations in the World in Trip Advisor Travellers' Choice Award for 2008.

The hotel's stature in terms of its management was further endorsed by its employees winning the Carlson Hotels' Awards for General Manager of the Year, Aspire Award and Carlson Fellows Stewardship Award. The hotel's fine dining restaurant, Bilson's Restaurant also made headlines again by winning the Restaurant of the Year award from the Australian Hotels Association (AHA) of New South Wales. The Hotel's 'go green' initiatives did not go unnoticed. It was a finalist in the Business Award Water Management category for New South Wales Government Sustainability Green Globe Awards for year 2008 and in 2009, it was the recipient of the Silver Certified Award from Green Global.

Since June 2008, deteriorating economic fundamentals across Asia Pacific has indirectly affected the performance of Radisson Plaza Hotel. The hotel experienced some downward pressure on its average occupancy rate and average daily rate ("ADR") as consumers hold back their holiday plans and businesses scale down on hotel grade due to the economic downturn. As illustrated below, the property average occupancy rate and ADR has declined by approximately 8.57% and 1.1% respectively.

	<u>Average occupancy rate (%)</u>	<u>Average room rate (AUD)</u>
July 2007 – June 2008	81.33	204.77
July 2008 – June 2009	74.36	202.50

Although the hotel is experiencing some short term decline in its yield, the management of our Group is confident that the medium and long term market fundamentals of the Sydney hospitality market will continue to remain strong in sustaining the hotel's occupancy rate and returns to the Group.

4. INFORMATION ON OUR GROUP

4.8.3.2 The Westin Melbourne Hotel

With the weakening of the AUD and softer property prices in Australia, our Group saw the opportunity in investing in The Westin Melbourne Hotel when the property was available for sale in October 2008. The acquisition for The Westin Melbourne Hotel for AUD160 million was completed on 21 April 2009.

The Westin Melbourne Hotel is a freehold luxury full-service 5-star hotel with 262 large guest rooms, guest suites and typical hotel amenities over 9 floors. It is ideally located within the heart of the central business district with close proximity to Melbourne's primary business and leisure. It sits in the heart of Melbourne's retail, commercial and entertainment district. It has a frontage to City Square on Swanston Street and is conveniently accessible via porte-cochere from both Collins Street and Flinders Lane.

The Westin Melbourne Hotel is widely regarded as the benchmark leader in the Melbourne hotel market. Since 2005 it has accumulated numerous awards and achievements and in year 2008, it was named in the Conde Nast traveller's gold list as one of the best places to stay in the world. In early 2009, it was voted as one of the top 5 business and leisure hotels in the Qantas' Frequent Flyer Hotel Survey.

The Westin Melbourne Hotel has consistently been one of the best performers among its 5-star competitive set. Its ADR has consistently grown since 2004. Its occupancy rate and ADR were 82.8% and AUD311.22 respectively for FYE 31 July 2008. For the twelve (12) months ended 31 July 2009, the occupancy rate was at 73.6% whilst the average daily rate for the same period is AUD258.59.

With its commendable performance amongst its competitive set, its prime location, award winning services and facilities plus an unrivalled proximity to key demand drivers, we believe The Westin Melbourne Hotel will produce an attractive investment opportunity for our Group and will contribute positively to our Group's earnings.

4.8.3.3 Aava Whistler Hotel (f.k.a Coast Whistler Hotel)

The acquisition of Coast Whistler Hotel for CAD33 million was completed on 22 December 2008 and the hotel is now re-branded as Aava Whistler Hotel.

Aava Whistler Hotel is located in Whistler, a Canadian resort town in the Pacific Ranges of the Coast Mountains, approximately 125 km north of Vancouver. The hotel is currently closed for renovation, which includes a full building envelope repair, a new roof and internal renovation of the entire building such as new walls, insulation, wall coverings, painting, furniture, fixtures and fittings, floors and bathrooms.

After the renovation works, the hotel will be upgraded from a 3-star hotel to a 4-star hotel, with a total of 193 rooms. The Aava Whistler Hotel is expected to be reopened at the end of 2009 for the Winter Olympics 2010, which will be held in various venues across Vancouver, Whistler and Richmond.

4. INFORMATION ON OUR GROUP

4.8.4 OTHERS

Our Group is also engaged in construction and the trading of building materials.

Our construction activity is run by one of our subsidiaries, TA Binaprestij, a civil and building construction company registered with the Construction Industry Development Board of Malaysia under class G7 (Building Works) Licence. TA Binaprestij is currently the in-house contractor for the development arm of the Group and it is currently the main Contractor for the building works of Phase 4 of Damansara Idaman, a residential landed project of TA Global Group. Previously, it was the main contractor for the Idaman Villas project, which has since been completed.

Other than undertaking the main building works of Idaman Villas and Phase 4 of Damansara Idaman, it also performed renovation and upgrading works for Menara TA One, TA Industrial Park at Pandamaran, Klang, and Taman Duta Residences.

The trading of building materials is conducted by one of our subsidiaries, TA Gemilang which commenced its business in FYE 2008. Building materials are sourced abroad and are purchased by TA Gemilang as a nominated supplier for some of the Group's in-house development.

4.9 PRINCIPAL MARKETS FOR PRODUCTS AND SERVICES

The principal markets for our Group can be divided into the following areas:-

Principal Markets	Proforma Revenue for the FPE April 2009	
	RM'000'	%
Malaysia	24,668	50.1
Canada	18,008	36.6
Australia	6,558	13.3
	49,234	100.0

4.10 SEASONALITY

Generally, our Group is not affected by cyclical or seasonal demand conditions except for our hotel operations divisions whereby it is subject to seasonal demand conditions such as Christmas and summer holidays, as well as major sporting and celebrative events in both Australia and Canada.

4. INFORMATION ON OUR GROUP

4.11 COMPETITIVE ADVANTAGES

4.11.1 Established track record and market reputation

TA Properties, a subsidiary of our Company, has been making significant strides into the luxury lifestyle segment of the property sector in Malaysia. The success of TA Properties' luxury development launches in Damansara Idaman and Idaman Residence speak well of the market's acceptance of TA Properties as a niche luxury lifestyle property developer. We believe that we have successfully built up the reputation of TA Properties as a developer of premium lifestyle properties, a reputation we believe we enjoy both within the property industry and among customers alike. We have primarily built up our brand loyalty through our unique and innovative concept, lifestyle inspired personalized themes and designs and prime locations of our developments and their ancillary facilities.

We believe that our established track record and brand loyalty contributed and will continue to contribute to the value appreciation of our properties. We typically develop and sell our properties in multiple phases with the average sales prices increasing with each subsequent phase(s). Our reputation for delivering unique and innovative designs is illustrated by the fact that we have achieved strong sales on minimal advertising expenditure.

These distinctions enable us to command a strong market presence in Kuala Lumpur and Klang Valley, where our prime properties are located and have been instrumental in establishing our reputation as one associated with unique and innovative developments.

Our Group has received numerous awards for its development projects and hospitality operations over the few years. Please refer to Section 4.4 of this Prospectus for our Group's key achievements and milestones.

4.11.2 Strategically located land banks and buildings

Our Group owns strategic land bank within the Golden Triangle of Kuala Lumpur and the Klang Valley, totalling approximately 69 acres, all of which are easily linked to the existing public transportation and infrastructures. Our Group has a dedicated, experienced, knowledgeable and far-sighted management team who are able to secure strategic land banks to meet future market demands and trends.

Aside from Malaysia, our Group is also operating in mature markets in developed countries such as Australia and Canada. With strong currencies and strong economic fundamentals, we are confident that profits will continue to grow in the coming years.

For further details of the land banks and buildings owned by our Group, please refer to Section 8.1 of this Prospectus.

4.11.3 Financial strengths

The Group attains a strong financial track record, which is proven by its profitability over the past five (5) years despite operating amidst challenging economic conditions and soft property markets. The Group's international diversification provides it with a solid financial base and smoothens out the typical cyclical effects of the local property markets on earnings. In addition, as at 30 April 2009, the proforma Group has working capital of RM348.9 million and a current ratio of 2.71 times (after incorporating the effects of the Acquisitions, Rights Issue and Capitalisation). Also with cash and bank balances and short term borrowings, amounting to RM135.4 million (excluding the balance in the HDA account of RM136.3 million) and RM7.6 million, respectively, the Group would be able to further expand on its principal activities going forward.

4. INFORMATION ON OUR GROUP

4.11.4 Emphasis on high quality that meets customers' demands and delivery time

Our Group focuses on developing residential and commercial properties targeted at middle to high-income customers. Our designs and planning concepts are carefully catered to meet the needs of our target customers, and are aimed at being both unique and innovative. We place emphasis on lifestyle concept, theme and interior design to create a desirable environment for our target customers. Our Group is committed to delivering premium properties to customers on schedule. Our experience and ability to develop residential and commercial properties, as well as the recognition accorded to us by the property industry and buyers alike, enable us to market our properties at a premium.

4.11.5 Experienced and established management team

We have an experienced management team that has successfully led our operations through rapid growth and progressively expanded our portfolio of strategic land banks and innovative property development projects. Our management team has a proven track record of strong leadership and consistent performance, combining entrepreneurial drive with financial and managerial prudence. We believe that our management's acumen and understanding of market trends have helped us identify significant development opportunities in prime locations within the Klang Valley and Kuala Lumpur, thus enabling us to acquire sites at reasonable prices, thereby positioning us to benefit from the ensuing rapid market growth. We further believe that our management's extensive network, diverse experience and market knowledge should enable us to source potential sites in other emerging high-growth cities with attractive development opportunities.

We have in place a strong and experienced management team with multi disciplinary background to ensure that we maintain our stringent quality standards, cohesive management and oversight of all our developments and investments locally and overseas. While some of the members of our key management team are relatively newer to the Group, they have been involved within the property sector for more than three (3) financial years and they were recruited into the Group to further strengthen and complement the management team.

4.12 TYPES, SOURCES AND AVAILABILITY OF RESOURCES

The resources of the Group include both financial and non-financial resources as below:-

Financial

The Group could source the required finances by using internally generated cash. The Group could also source the finances through external parties such as bankers, shareholders or bondholders.

Price volatility such as land cost and construction material cost may affect the Group adversely. However our Group shall study and monitor carefully the demand of the type of properties and the affordability of the potential buyers on such properties before commencing the development of the properties.

4. INFORMATION ON OUR GROUP

Non-Financial

Non-financial resources include land banks. The Group have sufficient land banks within Kuala Lumpur and the Klang Valley. However the Group is constantly seeking strategic land bank to be acquired both locally and overseas.

Consultants and contractors are also important resources to our Group. Our Group maintains a list of high quality, good track record and experienced consultants and contractors of which the Group will issue or advertise a tender of the project development to these contractors.

4.13 TECHNOLOGY USED / TO BE USED

Besides relying on our capabilities in meeting the needs and expectations of our customers and in the skills and expertise of our contractors in completing the specified projects within a stipulated time period, our Group also uses technology such as the IFCA software to improve efficiency and to enhance our business operations. IFCA is a fully integrated portal-based business management solution that empowers us to connect and collaborate with not only our employees, but our entire supply chain – suppliers, contractors, architects, bankers, sales agents, solicitors and customers via a common platform i.e. our website, allowing us to interact with the people who have the information we need; or need the information we have. With this new IFCA system, our Group will then have a strong IT infrastructure to support and sustain all its project development, property management and facility management activities.

4.14 PRODUCTION / OPERATING CAPABILITIES AND OUTPUT

Our Group is not involved in manufacturing activities and as such is not reliant on production or operating capacities.

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4. INFORMATION ON OUR GROUP**4.15 APPROVALS, MAJOR LICENCES AND PERMITS OBTAINED**

Details of the approvals obtained by our Company for the Listing from the MITI, SC and Bursa Securities together with the conditions imposed by these authorities and status of compliance are set out in Section 6.1 of this Prospectus. Other approvals, major licences and permits obtained by our Group for the operation of business are set out in the table below: -

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
(1) Damansara Idaman Phase 4 To be erected on part of Lot Asal 2806, Pekan Cempaka, District of Petaling, Selangor Darul Ehsan.	Majlis Perbandaran Petaling Jaya	26.08.2008	Nil	1.1 Building Plan (1AS-1BS) This approval for building plan (1AS-1BS) was granted to TA First Credit for the proposed development of 27 units of 2-storey bungalow Phase 4 comprising:- <ul style="list-style-type: none"> i. 5 units of Type A; ii. 10 units of Type B; iii. 11 units of Type C; and iv. 1 unit of Type D. 	Nil	Not applicable
	Ministry of Housing and Local Government	22.12.2008	21.12.2010	1.2 Housing Developer's Licence This housing developer's license was granted to TA First Credit pursuant to the Housing Development (Control and Licensing) Act 1966 in respect of a housing development known as Damansara Idaman Phase 4. (Licence No. 9149-1/12-2010/1059)	Nil	Not applicable

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
	Ministry of Housing and Local Government	22.12.2008	21.12.2009	<p>1.3 Advertisement and Sale Permit</p> <p>This advertisement and sale permit was granted to TA First Credit pursuant to the Housing Development (Control and Licensing) Act 1966 in respect of a housing development known as Damansara Idaman Phase 4. (Licence No.9149-1/2029/2009(12))</p>	Nil	Not applicable
(2) Seri Suria To be erected on Lots PT34072 - PT34079, Lots PT 34081 and PT 34082, Mukim Sungai Buloh, District of Petaling, Selangor Darul Ehsan.	Majlis Perbandaran Petaling Jaya	10.08.2009	09.08.2010	<p>2.1 Development Order</p> <p>This revised development order was granted to Indo Aman Bina for a proposed mixed development (residential & commercial).</p>	Nil	Not applicable
(3) TA 3 & TA 4 To be erected on Lots 25, 26 & 77, Section 58, & Lot 174, Section 57, City of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	30.11.2004	29.11.2005 ^A	<p>3.1 Development Order</p> <p>This development order was granted to TA First Credit for the development of a 43-storey condominium comprising: -</p> <ul style="list-style-type: none"> i. 2 floors of basement car park; ii. podium (1 floor of retail and 4 floors of elevated car parks consisting of 393 parking bays); iii. 2 blocks of condominium towers (262 units); and iv. recreational facilities and a TNB substation. 	Nil	Not applicable

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
	Jabatan Perancang dan Kawalan Bangunan Bandaraya Kuala Lumpur	27.12.2005	29.11.2006 ^A	<p>3.2 Extension of the Validity of Development Order dated 30.11.2004 up to 29.11.2006</p> <p>This extension of the validity of the development order dated 30.11.2004 for up to 29.11.2006 was granted for the development of a 43-storey condominium comprising: -</p> <ul style="list-style-type: none"> i. 2 floors of basement car park; ii. podium (1 floor of retail and 4 floors of elevated car parks consisting of 393 parking bays); iii. 2 blocks of condominium towers (262 units); and iv. recreational facilities and a TNB substation. 	Nil	Not applicable
(4) Nova Square To be erected on Lots 595-599, 604-606, 612-614, 616, 617, 684 & 1276-1280 and PT 106, Section 67, City of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	5.4.1991	4.4.1992 ^{AA}	<p>4.1 Development Order</p> <p>This development order was granted to Astra Dinamik for the proposed mixed development comprising: -</p> <ul style="list-style-type: none"> i. 4-storey basement car park; ii 5-storey hotel podium; iii 31-storey hotel tower; and iv 31-storey office tower. 	Nil	Not applicable
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	7.9.1995	6.9.1996 ^{AA}	<p>4.2 Approval for Proposed Amendment to the Development Order dated 5.4.1991</p> <p>This approval for the proposed amendment to the Development Order dated 5.4.1991 was granted for the development of 1 block of a 33-storey hotel/office building with 2 floors of basement.</p>	Nil	Not applicable

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	7.10.1996	Nil	4.3 Building Plan This approval for building plan was granted for the development of 1 block of a 33-storey hotel/office building with 2 floors of basement.	Nil	Not applicable
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	18.9.2003	17.9.2004 ^{^^}	4.4 Development Order This development order dated 18.9.2003 was granted for the development of 1 block of a 10-storey commercial building comprising: - i. 4 floors of commercial; ii. 4 floors of service apartment (28 units); iii. 2 floors of car park; and iv. 1 floor of basement car park.	Nil	Not applicable
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	29.9.2003	28.9.2004 ^{^^}	4.5 Approval for Amendment to the Plan for the Development Order dated 7.9.1995 This approval for the proposed amendment to the approved plan for the development order dated 7.9.1995 was granted for the development of 1 block of a 32-storey service apartment (140 units) and corporate office inclusive of 10 storey podium and 2 floors of basement.	Nil	Not applicable

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	10.12.2003	9.12.2004 ^{AA}	<p>4.6 Development Order</p> <p>This development order was granted for the proposed development of 1 block of a 10-storey commercial building comprising: -</p> <ul style="list-style-type: none"> i. 3 floors of commercial; ii. 5 floors of service apartment (40 units); iii. 2 floors of car park; and iv. 1 floor of basement car park. 	Nil	Not applicable
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	12.10.2006	9.12.2007 ^{AA}	<p>4.7 Extension of the Validity of Development Order dated 10.12.2003 up to 9.12.2007</p> <p>This extension of the validity of the development order dated 10.12.2003 (Proposed Plan No. 059610A) for up to 9.12.2007 was granted for the development of 1 block of a 10-storey commercial building comprising: -</p> <ul style="list-style-type: none"> i. 3 floors of commercial; ii. 5 floors of service apartment (140 units); iii. 2 floors of car park; and iv. 1 floor of underground car park. 	Nil	Not applicable
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	28.11.2007	28.9.2008 ^{AA}	<p>4.8 Extension of the Validity of Development Order dated 29.9.2003 up to 28.9.2008</p> <p>This extension of the validity of development order dated 29.9.2003 (Proposed Plan No. 074901A) for up to 28.9.2008 was granted for the development of 1 block of a 32-storey service apartment (140 units) and corporate office inclusive of 10 storey podium and 2 floors of basement.</p>	Nil	Not applicable

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
	Jabatan Perancang dan Kawalan Bangunan Dewan Bandaraya Kuala Lumpur	28.11.2007	17.9.2008 ^{AA}	4.9 Extension of the Validity of Development Order dated 18.9.2003 up to 17.9.2008 This extension of the validity of development order dated 18.9.2003 (Proposed Plan No. 090401A) for up to 17.9.2008 was granted for the development of 1 block of a 10-storey commercial building comprising: - i. 4 floors of commercial; ii. 4 floors of service apartment (28 units); iii. 2 floors of car park; and iv. 1 floor of basement car park.	Nil	Not applicable
(5)	Ministry of Housing and Local Government	08.09.2008	07.09.2010	Moneylenders' Licence granted to TA First Credit pursuant to Moneylender Act 1951. (Licence No. WL 1048/14/01-3/070910)	Nil	Not applicable
(6)	CIDB Malaysia	15.11.2006	14.11.2009	TA Binaprestij is a registered contractor pursuant to CIDB Act 1994. (Registration No. 0120061115-WP111417)	Nil	Not applicable.
(7)	Licensing Court of New South Wales	17.10.2007	Nil	Liquor Licence granted to Radisson Plaza Hotel in accordance with the Liquor Act 1982 – authorisation to sell and dispose of liquor for consumption. (Premises Licence No. 110103)	Nil	Not applicable.

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
(8)	City of Sydney Council	08.12.2008	08.12.2010	Place of Public Entertainment Consent granted to Radisson Plaza Hotel. (Application No: D/2008/1910)	Nil	Not applicable
(9)	New South Wales, Police Service	11.08.2007	11.08.2012	Master Licence issued under Security Industry Act 1997 granted to Wales Hotel - trading as Radisson Plaza Hotel. (Licence No. 408570066)	Nil	Not applicable
(10)	Australasian Performing Right Association ("APRA")	01.07.2003	Nil	Licence to perform in public and/or communicate works within APRA's repertoire, as defined in the Licencing Agreement between APRA and Radisson Plaza Hotel.	Nil	Not applicable
(11)	New South Wales Office of Fair Trading Department of Commerce	27.01.2009	27.01.2012	Certificate of Registration of Business Name "Radisson Plaza Hotel, Sydney" under the Business Names Act, 2002. (Business Registration No. BN83470634)	Nil	Not applicable
(12)	New South Wales Office of Fair Trading Department of Commerce	20.04.2009	20.04.2012	Certificate of Registration of Business Name "Bistro Fax" under the Business Names Act, 2002. (Business Registration No. BN97716506)	Nil	Not applicable

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)
(13)	British Columbia Safety Authority	01.01.2009	31.12.2009	Elevating Devices Operating Permit granted to TAP Canada Ltd (Unit Nos. 13360-13367, 13369-13370)	Nil	Not applicable
(14)	City of Vancouver, Licences & Inspections Department	19.01.2009	31.12.2009	Operating Business Licence granted to TA Management. (Licence : 09-135030)	Nil	Not applicable
(15)	Minister of Industry Canada	6.12.1999	31.03.2010	Radio Licence granted to TA Management in accordance with the Radiocommunication Act and Regulations. (Licence Nos. 4852688, 4852690 & 4864548)	Nil	Not applicable
(16)	City of Vancouver	11.04.2009	10.04.2010	Electrical Permit granted to Terasen Centre pursuant to the City of Vancouver Electrical By-Law. (Permit No. EL 525910)	Nil	Not applicable
(17)	Department of Justice Responsible Alcohol Victoria	29.04.2009	31.12.2009	Liquor Licence granted to Ascents Hotel trading as The Westin Melbourne Hotel in accordance with the Liquor Control Reform Act 1998 – authorisation to sell and dispose of liquor for consumption. (Liquor Licence No. 31950567)	Nil	Not applicable

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)												
(18)	Consumer Affairs Victoria	20.10.2008	Nil	Certificate of Registration of Business Name "The Westin Melbourne" under Business Names Act 1962. (No.B2136801B)	Nil	Not applicable												
(19)	Building Commission Victoria	01.08.2009	31.07.2010	Certificate of Registration of a Cooling Tower System CTH1-3 & CTA1-2 in respect of The Westin Melbourne Hotel under Building Act 1993 Victoria Part 5A. (Registration No. CTS 1782 & CTS 1783)	Nil	Not applicable												
(20)	Melbourne Certification Group	i)15.03.2000 ii)03.05.2000 iii)07.08.2000 iv)8.09.2000 v)08.09.2000	Nil	Occupancy Permits in respect of The Westin Melbourne Hotel under Building Act 1993, Building Regulation 1994 are as follows:- <table border="1" data-bbox="884 562 1418 1234"> <thead> <tr> <th>No</th> <th>Detail(s)</th> <th>Occupancy Permit No</th> </tr> </thead> <tbody> <tr> <td>i)</td> <td>Occupancy Permit for City Square Carpark/Hotel (car park level, basement level 1, hotel lobby level, mezzanine level, level 1, level 2-6, level 13, level 14)</td> <td>980240-OP1</td> </tr> <tr> <td>ii)</td> <td>Occupancy Permit for City Square Carpark/Hotel (level 7)</td> <td>980240-OP2</td> </tr> <tr> <td>iii)</td> <td>Occupancy Permit for City Square Carpark/ Hotel/ Apartments (level 8, level 9, level 10)</td> <td>980240-OP3</td> </tr> </tbody> </table>	No	Detail(s)	Occupancy Permit No	i)	Occupancy Permit for City Square Carpark/Hotel (car park level, basement level 1, hotel lobby level, mezzanine level, level 1, level 2-6, level 13, level 14)	980240-OP1	ii)	Occupancy Permit for City Square Carpark/Hotel (level 7)	980240-OP2	iii)	Occupancy Permit for City Square Carpark/ Hotel/ Apartments (level 8, level 9, level 10)	980240-OP3	Nil	Not applicable
No	Detail(s)	Occupancy Permit No																
i)	Occupancy Permit for City Square Carpark/Hotel (car park level, basement level 1, hotel lobby level, mezzanine level, level 1, level 2-6, level 13, level 14)	980240-OP1																
ii)	Occupancy Permit for City Square Carpark/Hotel (level 7)	980240-OP2																
iii)	Occupancy Permit for City Square Carpark/ Hotel/ Apartments (level 8, level 9, level 10)	980240-OP3																

4. INFORMATION ON OUR GROUP

No./Project	Authority	Date of Issuance	Date of Expiry	Description	Major Equity Conditions Imposed	Status of Compliance (Met/Not Met/ Will Be Met)						
(21)	Minister of Industry Canada	15.7.2009	31.03.2010	<table border="1"> <tr> <td>iv)</td> <td>Occupancy Permit for City Square Carpark/ Hotel/ Apartments (level 11, level 12)</td> <td>980240-OP4</td> </tr> <tr> <td>v)</td> <td>Certificate of Final Inspection (level 11, level 12)</td> <td>980240-Cert 1</td> </tr> </table> <p>Radio Licence granted to Aava Hotel Ltd in accordance with the Radiocommunication Act and Regulations. (Licence No. 5087145)</p>	iv)	Occupancy Permit for City Square Carpark/ Hotel/ Apartments (level 11, level 12)	980240-OP4	v)	Certificate of Final Inspection (level 11, level 12)	980240-Cert 1	Nil	Not applicable
iv)	Occupancy Permit for City Square Carpark/ Hotel/ Apartments (level 11, level 12)	980240-OP4										
v)	Certificate of Final Inspection (level 11, level 12)	980240-Cert 1										

Notes:-

[^] The building plan has to be submitted to the relevant authority before the expiry date. As TA First Credit has on 30.11.2007 applied to Jabatan Perancang Bandar, Dewan Bandaraya Kuala Lumpur for change of land used of Lots 25, 26 & 77, Section 58 & Lot 174, Section 57, City of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur from "residential" to "commercial" and the said application is pending approval, the building plan will be submitted upon receipt of the approval.

^{^^} The building plan has to be submitted to the relevant authority before the expiry date. As Astra Dinamik has on 15.12.2006 applied to Jabatan Perancang Bandar, Dewan Bandaraya Kuala Lumpur for amendment and variation to all the development orders granted in respect of Nova Square and the said application is pending approval, the building plan will be submitted upon receipt of the approval.

4. INFORMATION ON OUR GROUP

4.16 BRAND NAMES, PATENTS, TRADE MARKS, LICENCES, TECHNICAL ASSISTANCE AGREEMENTS, FRANCHISES AND OTHER INTELLECTUAL PROPERTY RIGHTS

As at LPD, our Group does not have any brand names, patents, trademarks, technical assistance agreements, franchises or any other intellectual property rights. Please refer to Section 4.15 for all approvals, major licenses and permits obtained by our Group.

4.17 STRATEGIES AND MODES OF MARKETING

Our Group has a main gallery located in Menara TA One that conducts promotions and marketing activities throughout the year. Our Group also has sales galleries in various other sites as well as showrooms in project sites. Most of the sales were promoted through printed media, co-branding and online advertisements in major towns and cities in the Klang Valley, Kuala Lumpur as well as overseas. In addition, our Group also regularly launches new designs and participates in property exhibitions to reach and inform the potential purchasers of our properties and for the purpose of brand building.

Marketing strategies and promotion of corporate image employed by our Group include, amongst others, the following:-

- (a) Projects providing various personalised themes and exclusivity of designs to suit individual lifestyle;
- (b) Innovative architectural design concepts;
- (c) Special introductory prices for "early birds";
- (d) Effective advertising and attractive billboards and signages;
- (e) Gated and community living with security provisions;
- (f) Overseas road shows;
- (g) Provision of a good corporate community programs;
- (h) Adopting an environmental friendly policy;
- (i) Focusing on target consumer groups and joint promotions; and
- (j) Innovative construction methods.

4.18 QUALITY CONTROL PROCEDURES OR QUALITY MANAGEMENT PROGRAMMES

Quality control measures of the development projects are established by our Group at all stages of the project development and construction works. The Group employs a team of qualified and experienced engineers, architects and other consultants to review the quality and to ensure the contractors and suppliers abide by the standards required by our Group. This is being conducted through constant meetings, reporting and progressive monitoring and close supervision of works carried out by the awarded contractors and / or suppliers. Purchasers' comments and complaints (if any) are handled promptly for remedial works.

Our Group also carries out continuous research with a view of improving the construction methods and quality of products. This has enabled our Group to come up regularly with new and innovative designs and improved qualities.

4.19 DEPENDENCY ON ANY CONTRACT, ARRANGEMENT, DOCUMENT OR OTHER MATTER

As at LPD, our Group is not highly dependent on any patents, licences, industrial, commercial or financial contracts or new manufacturing processes, where such factors are material to our Group's business or profitability.

4. INFORMATION ON OUR GROUP

4.20 RESEARCH AND DEVELOPMENT

Our Group is mainly involved in property development, property investment and management, hospitality operations and construction. We do not undertake any product research and development. However, in our organisational structure, we place emphasis on market and customer research activities and have a dedicated market research department to undertake the various research tasks. Routine methodologies that are undertaken include performing regular competitive updates for our various development projects such as Idaman Residence, Damansara Idaman and Idaman Villas. For each of our projects, we identify key competitive developments within a 10km radius and our key areas of research include product comparison, monitoring of sales status and competitor marketing activities. Besides that we also monitor new developments on consumer behaviour and the paradigm changes in lifestyle trends vis-à-vis and how this impacts on our products and services.

We keep up to date with the potential purchaser's preferred designs and needs in both the residential and commercial market segment and continually seek to provide better housing and environmental designs in each of the Group's property development projects, in order to meet the needs and expectations of its end-consumer base.

This can be seen by the design and layout of Damansara Idaman which was based on the concept of "Contemporary Tropical Resort Living", a fully secured homestead with tall tree-lined walk paths and landscaped water features to create a tranquil environment. The Idaman Villas was developed based on the concept of "Contemporary Resort Living" and the Idaman Residence was developed based on the "Prestigious Inner City Living" concept. All of these concepts and developments have proven to be well received by the purchasers.

4.21 INTERRUPTIONS IN BUSINESS IN THE PAST TWELVE (12) MONTHS

There have been no interruptions to the business of our Group that significantly impaired our Group's business performance during the past twelve (12) months.

4.22 MAJOR CUSTOMERS

Our Group is principally engaged in property development, property investment and management, hospitality operations and construction. As the developer of major development projects such as Damansara Idaman, Idaman Residence and Idaman Villas, our customers are mainly local and foreign individual house purchasers, who either purchase the houses for owner occupation or for investment purposes. Our Group also received tenancy income from its properties investment such as Menara TA One and Terasen Centre. As such there is no single individual customer which contributes to 10% or more of our revenue, or which our Group is highly dependent on for business, during the past three (3) years.

4. INFORMATION ON OUR GROUP

4.23 MAJOR SUPPLIERS

Our major suppliers who individually contributed more than 10% of our Group's total cost of sales for each of the last three (3) FYE 2007 to 2009 as well as the FPE 2009 are as follows:-

No	Name of Supplier	Contribution to total cost of sales (%)	Length of Relationship (Years)	Country of Origin	Services rendered
1	FYE 2007 Satujaya Sdn Bhd	47	7	Malaysia	Main contractor for Damansara Idaman
2	Precept Construction Sdn Bhd	28	4	Malaysia	Main contractor for Damansara Idaman
3	Bauer (Malaysia) Sdn Bhd	23	5	Malaysia	Earthworks, piling and substructure contractor for Idaman Residence
1	FYE 2008 Precept Construction Sdn Bhd	19	4	Malaysia	Main contractor for Damansara Idaman
2	Infra Segi Sdn Bhd	16	4	Malaysia	Superstructures contractor for Idaman Residence
1	FYE 2009 Infra Segi Sdn Bhd	44	4	Malaysia	Superstructures contractor for Idaman Residence
1	FPE 2009 Infra Segi Sdn Bhd	13	4	Malaysia	Superstructures contractor for Idaman Residence

Our Group is not dependent on any of the suppliers as listed in the table above.

4.24 INDUSTRY OVERVIEW

(i) Overview of the Global Economy

In 2008, the global economic and financial environment became increasingly difficult as the conditions of increased inflationary pressures arising from the sharp escalation of global fuel and commodity prices in the first half of the year shifted to a rapidly deteriorating slowdown of the global economy in the second half of the year.

The significant deterioration in the advanced economies, particularly the collapse in private sector activity, has contributed to a substantial weakening of global trade and investment flows. As the financial and economic conditions in the advanced economies deteriorated sharply in the second half of 2008, the spillover effects began to be felt by the Asian economies. Exports of the regional economies experienced sharp contractions and industrial production declined towards the end of the year.

4. INFORMATION ON OUR GROUP

Asia, with its strong international trade and investment linkages, has been adversely affected. A number of economies in Asia are already in recession, while others are experiencing a sharp moderation in growth. The relatively strong financial systems and the extensive monetary and fiscal policy responses instituted by the regional economies are, however, expected to contribute towards partially mitigating the impact of the global economic slowdown on this part of the world.

(Source: BNM Annual Report 2008)

(ii) Overview of the Malaysian Economy

The Malaysian economy registered a growth of 4.6% in 2008, amidst the international financial turmoil and sharp deterioration in global economic environment. Robust domestic demand, in particular sustained private consumption and strong public spending, supported growth during the year. While external demand was strong in the first half of 2008, the sharp and rapid deterioration in the global economic conditions as well as major correction in commodity prices in the second half led to a contraction in Malaysia's export performance in the latter part of the second half year. Given the high degree of openness of the Malaysian economy, the contraction in exports adversely affected income and domestic demand. Private investment activities and private consumption moderated significantly in the fourth quarter of 2008.

On the supply side, growth in the first half year was driven by robust performance of the services sector as a result of the strong domestic demand conditions, and the expansion in trade and tourism activities. Further support came from the manufacturing sector due to robust external demand from the non-US markets and higher exports of resource-based products which also benefited from the rising commodity prices. The agriculture sector also expanded at a stronger pace due mainly to the strong expansion in crude palm oil production.

However, the manufacturing sector, particularly the export-oriented industries, weakened in the second half of the year in line with the deterioration in global demand and the sharp correction in commodity prices. The service sector continued to support the economy in the second half-year, although growth moderate due to the slowdown in the services sub-sector that were dependent on trade and capital-market related activities.

(Source: BNM Annual Report 2008)

(iii) Overview of the Property Market

The Malaysian property market grew in the first three (3) quarters, in line with the sustained gross domestic product growths but declined in the last quarter of 2008. Nevertheless, on the whole, the country's property market remained on a favourable track supported by the confidence in the stability of the Malaysian's economy. The property market recorded lower number in sales of newly launched housing units, and increased number and value of overhangs. Property supply responded swiftly, witnessed in dwindling construction activities; starts, completions and new building plan approvals.

The market recorded 340,240 transactions valued at RM88.3 billion in 2008. The transaction volume recorded a 9.9% increase (2007: 309,455 transactions) whilst value grew by 14.5% (2007: RM77.14 billion) against 2007. Residential property sub-sector remained as the most dominant sub-sector comprising 63.7% of the total volume and 46.8% of total value of transactions.

(Source: Property Market Report 2008)

Please refer to Section 4.24(v) below for the market segmentation of the Malaysian property market.

4. INFORMATION ON OUR GROUP

(iv) Supply and Demand Conditions

The primary property market registered a decline in performance. Despite recording a decrease in the number of newly launched housing units from 52,664 units in 2007 to 48,830 units in 2008, the national average sales performance fell from 45.1% to 44.5%. This was also lower compared to previous years' performance since 2003 with the exception of 2006. (2003: 52.3%; 2004: 48.0%; 2005: 46.2%, 2006: 40.6%).

Along with the declining performance in the primary market, residential property overhang in Malaysia worsened to increase from 23,866 units in 2007 to 26,029 in 2008. Corresponding to the increased quantity, overhang value grew by 17.3% totalling RM4.48 billion from RM3.82 billion in 2007. In mitigation, the total number of residential unsold units in both under construction and not constructed category decreased, the former by 3.6% and the latter by 10.6%. Johor and Selangor were the two leading states having the most number of overhang in the Country.

On the supply front, all property sub-sectors generally recorded significant drops in completions, starts and new building plan approvals with a few exceptions. Purpose-built office registered an increase in completions whilst shopping complexes and hotel saw increases in construction starts. For the residential sub-sector, construction activities declined in completions, starts and new planned supply. On the whole, construction activities in the industrial sub-sector also shrunk with completions and starts decreasing in numbers.

(Source: Property Market Report 2008)

(v) Market Segmentation**Residential Property**

In 2008, the residential property sub-sector continued to spearhead market transactions by contributing 63.7% and 46.8% of the transaction volume and value, respectively. In total, 216,702 transactions worth RM41.30 billion were recorded in 2008 against 199,482 transactions worth RM36.5 billion in 2007.

The residential property market did not perform as well in 2008 as compared to 2007. There were 48,830 new housing units offered for sale of which 21,725 units were taken up. This showed an average sales performance of 44.5% which was slightly below last year's performance of 45.1%. Since 2003, the sales performance had been on a declining trend: The declining market absorption indicated a declining confidence in the housing market possibly due to the economic turbulence currently faced worldwide.

(Source: Property Market Report 2008)

In the second quarter of 2009, developers offered 8,723 new housing units with 2,768 units taken up, achieving sales performance of 31.7%. The new housing units launched increased by 18.7% from 7,346 units recorded in the previous quarter. Likewise, the sales performance increased from 9.3% to 31.7%.

(Source: Property Market Status Report for Q2 2009)

4. INFORMATION ON OUR GROUP

Shops

The shops sub-sector was the main contributor to the commercial property sub-sector activity amounting to 63.3% (20,096 transactions) of the volume and 51.4% (RM8.55 billion) of the value of transactions. Compared to 2007, the volume of shop transactions increased by 8.0% (2007: 18,607 transactions) likewise value grew by 13.1% (2007: RM7.56 billion). Selangor, Johor and Perak were the three most active states comprising slightly under half (47.4%) of total shop transactions and 49.5% (RM4.24 billion) of total value of shops transactions. Despite the dismal market performance, the overhang situation improved slightly from 2007 to 2008. A total of 4,776 unsold units were recorded in 2008 compared to 4,951 units last year, showing a reduction of 3.5%.

(Source: Property Market Report 2008)

The second quarter of 2009 saw both the units and value of shop overhang increased against the previous quarter by 4.1% from 4,827 units to 5,027 units and 7.1% from RM1,434 million to RM1,536 million, respectively. Similarly, when compared to the corresponding quarter of 2008, the overhang units and value increased by 0.6% from 4,999 units and 8.1% from RM1,421 million respectively.

(Source: Property Market Status Report for Q2 2009)

Shopping Complex

The performance of shopping complexes remained resilient in 2008. This sub-sector witnessed an annual take-up of 412,578 square meters, as compared to the 573,812 square meters recorded last year. Nonetheless, the national average occupancy rate improved slightly from 80.8% to 81.1%. The year saw a 5.4% increase in total retail space in shopping complexes, with the increase coming from 29 newly completed.

(Source: Property Market Report 2008)

Demand for retail space declined slightly in the second quarter of 2009. Vacant retail space in Malaysia increased slightly by 2.2% from 1.791 million square meter in the first quarter of 2009 to 1.829 million square meter in the second quarter of 2009. Similarly, the average vacancy rate experienced a marginal increase from 18.4% to 18.6%.

(Source: Property Market Status Report for Q2 2009)

Purpose-Built Office

The average occupancy rate sustained that of last year's at 85.1%, despite the decline in the annual take-up difference of 274,193 sq m, lower by 40.8% as compared to 2007 (463,372 sq m.). On the supply front, the year saw 24 buildings completed, increasing the total supply of existing space in Malaysia to 15.29 million sq m (2007: 14.97 million sq m).

(Source: Property Market Report 2008)

In the second quarter of 2009, the market saw improved demand for office space. At the end of the second quarter of 2009, vacant office space in Malaysia decreased slightly by 2.6% from 2.141 million sq m. recorded in the previous quarter. Similarly, the average vacancy rate decreased from 18.8% recorded in the previous quarter to 18.2%.

(Source: Property Market Status Report for Q2 2009)

4. INFORMATION ON OUR GROUP

Industrial Property

The industrial property sub-sector remained as the least significant sector in the property market in 2008, accounting for 2.4% and 9.6% of the country's total volume and value of transactions, respectively. A total of 8,126 transactions worth RM7.9 billion were recorded in 2008, which was an increase in volume by 2.6% compared to 2007 (7,919 transactions) and in value by 11.5% (RM7.08 billion).

Terraced factory/warehouse was the most favoured property type capturing 38.7% (3,144 transactions) of the market share in 2008. By price, industrial property in the range of RM250,000 and RM500,000 continued to be the most sought after, comprising 29.7% (2,415) of the total transactions.

(Source: Property Market Report 2008)

In the second quarter of 2009, both the units and value of industrial overhang decreased by 5.6% from 664 units to 627 units and 3.6% from RM351.50 million to RM338.93 million respectively. These units had remained unsold in the market for more than 24 months after the initial launched for sales.

Across the country, terraced factories dominated the unsold units by 74.1% (552 units) of the market share of the property types. Semi-detached units represented the remaining 24.7% (184 units) of the total unsold units in the market. Most of these unsold units were factories that had remained in the market for more than 24 months after the initial sale launched, as indicated by 49.7% (370 units) of the market share. It was also observed that 43.6% (325 units) of the unsold units were priced between RM250,000 and RM500,000 per unit and another 38.1% (284 units) were in the price bracket of RM250,000 and below per unit.

(Source: Property Market Status Report for Q2 2009)

Agricultural Property

Agricultural property sub-sector retained its spot as the second largest sector of the property market contributing 20.2% of the volume of transactions. In terms of value however, it ranked second last accounting for 9.6% of total transactions value. A total of 68,954 transaction worth RM8.51 billion were recorded in 2008. Compared to 2007, the volume increased by 14.6% whilst value grew by 23.2% (2007: 60,155 transactions worth RM6.91 billion). By type, vacant agricultural plots formed 41.8% (28,852 transactions) of the market share. This was followed by oil palm land at 18.5% (12,766 transactions) and rubber land at 14.3% (9,836 transactions).

(Source: Property Market Report 2008)

Leisure Property

The favourable performance enjoyed by the hotel property sub-sector in the Visit Malaysia Year 2007 did not sustain in 2008. Occupancy rates recorded a drop from 62.5% in 2007 to 62.1% in 2008. The tourist arrivals in this country nevertheless continued to grow albeit at a lower rate. Despite the increase in tourist arrivals, the average occupancy rate of three to five star hotels fell from 62.5% in 2007 to 62.1% (2005: 60.3%; 2006: 59.9%). Similarly, the average occupancy rate of one to five star hotels declined from 63.2% in 2007 to 60.5% (2005: 58.5%; 2006: 59.8%).

4. INFORMATION ON OUR GROUP

On the whole, the performance of the states generally moderated. The year witnessed fewer numbers of hotel rooms completed and new building plan approvals, but higher construction starts. As at the end of 2008, the existing supply of hotel rooms in the country stood at 156,347 rooms (2007: 155,601 rooms). The new entrant for Kuala Lumpur was a 5-star hotel, The Gardens Hotel and Residences in Midvalley while in Terengganu and Pahang, Felda Residence and Hotel Titiwangsa made their debut. Meanwhile in Sarawak, the new hotel was Kingwood Hotel in Mukah.

(Source: Property Market Report 2008)

(vi) Position, Industry Players and Competition

Whilst, there are currently many property development companies listed on the Main Board of Bursa Securities, there are also many other property development companies in Malaysia that are not listed. The following are some of the larger property development companies by market capitalisation as at 4 October 2009 which are listed on the Main Market of Bursa Securities:

Company	Market capitalisation (RM million)
SP Setia Berhad	4,020
UEM Land Holdings Berhad	3,760
KLCC Property Holdings Berhad	3,070
IGB Corporation Berhad	2,590
IJM Land Berhad	2,460
Sunway City Berhad	1,440
Mah Sing Group Berhad	1,130
Selangor Properties Berhad	1,120
KrisAssets Holdings Berhad	911
Kumpulan Perangsang Selangor Berhad	804

(Source: Bloomberg)

Upon its Listing, the market capitalisation of TA Global is RM2,407,681,816.

(vii) Relevant Laws and Regulations Governing the Industry and Peculiarities of the Industry

The property development sector is governed by, amongst others, the Malaysian Construction Industry Development Board Act 1994, the Housing Development (Control and Licensing) Act 1966 (Revised 1973), the Housing Development (Control and Licensing) Regulations 1989, the Housing Development (Housing Development Account) Regulations 1991, the Strata Titles Act 1985 and the Building and Common Property (Maintenance and Management) Act 2007. The above laws and regulations are designed for regulating the industry by means of providing consultancy, quality accreditation, research and development, promoting usage of high technology as well as manpower training services.

(viii) Future Growth, Prospects and Outlook of the Malaysian Property Industry

The Malaysian economy is expected to progressively feel the shock from the slowing global economy through trade and investment linkages. Even though the Malaysian economy is backed by strong fundamentals, most economists believe that the economy is not going to be insulated from the global downturn.

4. INFORMATION ON OUR GROUP

The government continues to support the economy. The RM7 billion stimulus package, which was unveiled in November 2008, is to avoid a possible recession in 2009. The basic thrust is to stimulate domestic demand and retain the maximum workforce in gainful employment.

The residential sector is expected to gain from several measures under the Budget 2009, in terms of stamp duty exemptions, the increase in the tenure of housing loan facilities, additional funds injected into the Housing Credit Guarantee Scheme (SJKP), and the allocation of additional funds to build and repair new houses for the low income group.

Tax treatment to further promote Real Estate Investment Trusts ("REITs") under Budget 2009 should invigorate the commercial property sub-sector. The reduction of tax rate on dividends received by foreign institutional investors from REITs to 10.0% as well as the proposed tax cut to 10.0% for individual investors should make investing in properties in Malaysia more attractive and spur the demand for high class commercial properties in the country for their REITs portfolio.

The performance of leisure property sub-sector is expected to be encouraging. To boost the number of tourist arrivals, the Tourism Ministry will focus on niche markets especially the medium- and long-haul tourists. The global recognition brought about by the listing of Melaka and Georgetown, Pulau Pinang as World Heritage Sites by UNESCO in July 2008 is expected to attract more tourists thus further energizing the country's hotel sub-sector.

To boost the agricultural sub-sector, the Government has allocated RM5.6 billion to reduce the country's dependency on imported food, RM1 billion to increase paddy production and RM300 million for the fishermen and boat owners. On the development side, the government plans to release prime government lands in strategic areas in Klang Valley for joint venture developments with the private sector and government link companies.

On the whole, the property market looks set on the path of moderation in 2009 with prices and rentals correcting, and construction activities easing slightly. However, it is unlikely that prices and rentals will plunge in the coming year.

(Source: Property Market Report 2008)

(ix) Overview and outlook of Canada and Australia

Australia

The global economic outlook remains favourable for Australia despite recent turmoil in financial markets, owing to the continued brisk economic expansion in China and reasonable growth in Japan. Being one of the strongest economies in the world, Australia has had two consecutive decades of growth and an economy that is flexible, resilient and increasingly integrated with global markets.

Australia has one of the most transparent property markets, standing out most in terms of its legal framework, availability of public and private performance indices and market fundamentals research. With a highly transparent market, foreign investors face the same type of market conditions as local investors, and can expect accurate market and financial information, reliable performance benchmarks, clarity regarding taxation and regulation, fair treatment in the transaction process and high ethical and professional standards.

Tourism is a key economic driver for the Australian economy. Both international and domestic visitors contribute significantly to the Australian tourism industry, which remains the most critical driver of the accommodation sector.

4. INFORMATION ON OUR GROUP

The Tourism Forecasting Committee (TFC) suggested that growth prospects for international visitor arrivals in 2009 are expected to fall by 4.1% before rebounding 5.3% in 2010 to reach 5.6 million arrivals. In view of the global financial crisis, the Australian hotel industry faces some uncertainty. With the onset of the global economic crisis and subsequently capital markets drying up, a number of these developments have been delayed or cancelled due to a lack of funding, the high cost of finance or developers under severe financial stress.

(Source: The Westin Melbourne Hotel Valuation Report dated 25 May 2009, by Khong & Jaafar Sdn Bhd)

Canada

The global economy is weighed down by the challenges of slowing growth arising from the financial turmoil precipitated by the sub-prime mortgage crisis and mounting inflation triggered by high commodity prices. The adverse effects of the crisis and ensuing credit crunch have impacted economies all around the world.

(Source: Economic Report 2008 / 2009)

The real GDP growth of Canada has been on a decline since 2004. In the fourth quarter of 2007, real GDP increased by a mere 0.8%, the slowest pace of growth since the second quarter of 2003.

(Source: Terasen Centre Valuation Report dated 30 June 2008, by Khong & Jaafar Sdn Bhd)

With the ongoing decline in economic growth and commodity prices, excess space for sublease and vacant sub lease space in downtown market Vancouver has increased. Notwithstanding the above, the management of our Group is of the view that demand for office space is expected to remain steady in downtown Vancouver due to the city's geographical location, strong business diversity and the lack of new supply throughout the downtown core.

In Whistler, British Columbia, where our Aava Whistler Hotel is situated, the management of our Group is of the opinion that the Winter Olympics scheduled to be held in February and March 2010 would be a major catalyst to spur tourism revenue and demand for hotel rooms in Whistler.

4. INFORMATION ON OUR GROUP

4.25 FUTURE PLANS, STRATEGIES AND PROSPECTS

4.25.1 Property Development

Our Group has property development projects within its pipeline for the next five (5) years such as TA 3 & TA 4, Nova Square, Seri Suria, U-Thant and Dutamas. Please refer to Section 4.8 of this Prospectus for further information and timeline on these projects and Section 8.1 on the other land banks, which could potentially be developed as the Group's future projects.

4.25.2 Land Bank and Construction

Our Group will continuously seek to replenish our land bank for future development purposes. We will seek land banks that are strategically located both locally and overseas to further expand our Group's current property development and for property investment activities. Our Group's construction arm is TA Binaprestij, which is the main contractor for the property development projects executed so far for the Group. Moving forward, we plan to obtain projects from external parties to further increase the profitability of the overall Group.

4.25.3 Hospitality

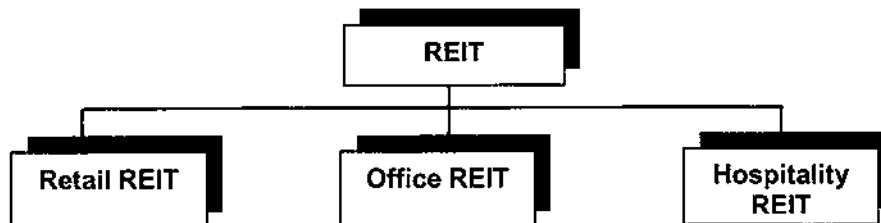
We have plans to continuously seek to acquire hotels with good value in strategic locations around the world. Besides hotels, we are also seeking to increase our participation in the service apartment and service condominium sector through our own development and /or through purchases from other parties. The management is striving to strengthen the TA brand name both locally and internationally in the hospitality sector.

4.25.4 Property Management

Our Group has the intention of managing certain properties such as car parks and shopping malls in the future to enable it to generate recurring rental incomes. In line with this objective, the Group have plans to manage the car parks in Seri Suria, TA 3 & TA 4 and Nova Square for this purpose. Please refer to 4.8.1.4 to 4.8.1.6 for further details on Seri Suria, TA 3 & TA 4 and Nova Square.

4.25.5 Real Estate Investment Trust ("REIT")

Our management have plans to form a REIT by itself or with a third party within the next five (5) years. The REIT would be segregated into the following:-



The Retail REIT would consist of commercial properties of the Group that include shop lots and shop offices from its established and ongoing development sites. The Office REIT would consist of office buildings such as Menara TA One whereas the Hospitality REIT would consist of service apartments, service condominium and hotels.

4. INFORMATION ON OUR GROUP

The future development in the Group's projects such as Seri Suria, Nova Square, TA3 & TA4 can be considered as a ready pool of viable assets for injection into the various REITS. The injection of those assets will be subjected always to the terms and conditions of the respective REITS.

Since late 2008, deteriorating economic fundamentals across the globe has affected the performance of our property investment and hospitality operations. There are indications that the office market has softened and this may impact the rental yield of our office properties such as Terasen Centre and Menara TA One. There is also some downward pressure on the average occupancy rate and average room rate of our Radisson Plaza Hotel as shown in the table set out in Section 4.8.3.1. Notwithstanding the above, taking into account our Group's competitive advantages as set out in Section 4.11 of this Prospectus and our Group's commitment and dedication to implement the future plans and strategies set out herein, the Directors of our Company believe that the prospect of our Group is favourable and as such, we would be able to stand in good stead in the face of competition and the current global economic downturn.

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5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT**5.1 PROMOTERS****5.1.1 Particulars and Shareholdings**

The details of the Promoters of our Company and their shareholdings in our Company before and after the Offer For Sale are as follows:-

Name	Country of incorporation / Nationality	No. of Shares Held Before the Offer For Sale and Dividend In Specie		No. of Shares Held After the Offer For Sale and Dividend In Specie [^]					
		Direct (%)	Indirect (%)	Direct (%)	Indirect (%)				
TAE	Malaysia	3,600,000,000	100.0	-	-	2,112,854,222	58.7	-	-
Datuk Tiah Thee Kian	Malaysian	-	-	3,600,000,000*	100.0	291,546,920	8.1	2,112,854,222*	58.7
Datin Tan Kuay Fong	Malaysian	-	-	-	-	3,016,600	0.1	-	-

Name	Country of incorporation / Nationality	No. of ICPS Held Before the Offer For Sale and Dividend In Specie		No. of ICPS Held After the Offer For Sale and Dividend In Specie ^{^,^}					
		Direct (%)	Indirect (%)	Direct (%)	Indirect (%)				
TAE	Malaysia	1,215,363,632	100.0	-	-	188,217,854	15.5	-	-
Datuk Tiah Thee Kian	Malaysian	-	-	1,215,363,632*	100.0	290,746,920	23.9	188,217,854*	15.5
Datin Tan Kuay Fong	Malaysian	-	-	-	-	2,616,600	0.2	-	-

Notes:-

* Deemed interested by virtue of his substantial shareholding in TAE, which in turn has a substantial shareholding in our Company before the Offer For Sale.

^ The shareholding of our Promoters in our Company will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Promoters as at the Entitlement Date. The above assumes full subscription of Offer Shares based on the enlarged issued and paid up share capital of 3,600,000,000 Shares and includes their respective entitlements for the Pink Form Shares Allocation.

^^ Based on the total ICPS of 1,215,363,632. The number of ICPS to be held by the Promoters will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Promoters as at the Entitlement Date.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.1.2 Profiles of Promoters

The profiles of the promoters are as follows:

(i) TAE

TAE is both the Promoter and the selling shareholder for the Offer For Sale.

(a) Background Information

TAE was incorporated in Malaysia under the Act on 13 March 1990 as a public limited company under its present name. The registered address of TAE is the same as TA Global which is as stated in the Corporate Directory of this Prospectus. It was listed on the Main Board of Bursa Malaysia Securities Berhad on 23 November 1990. The principal activities of TAE are that of investment holding and the provision of management services and funding facilities to its subsidiaries.

As at the LPD, the authorised share capital of TAE is RM4,000,000,000 comprising of 4,000,000,000 ordinary shares of RM1.00 each and the issued and paid up share capital of TAE is RM1,711,909,630 comprising of 1,711,909,630 ordinary shares of RM1.00 each.

For the past three (3) years prior to the Acquisitions, TAE has been the ultimate holding company of TA Global's subsidiaries.

(b) Substantial Shareholders

The particulars of TAE's substantial shareholder and the shareholding in TAE as at the LPD are as follows:-

Name	Nationality	Direct		Indirect	
		No. of Shares	%	No. of Shares	%
Datuk Tiah Thee Kian	Malaysian	484,578,200	28.3	-	-

(c) Directors of the TAE

The particulars of TAE's directors and their respective shareholdings as at the LPD are as follows:-

Name	Nationality	Direct		Indirect	
		No. of Shares	%	No. of Shares	%
Datuk Tiah Thee Kian	Malaysian	484,578,200	28.3	-	-
Datin Tan Kuay Fong	Malaysian	4,361,000	0.3	-	-
Zainab Binti Ahmad	Malaysian	-	-	-	-
Dato' Sri Mohamed Bin Abid	Malaysian	274,900	*	-	-

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name	Nationality	Direct		Indirect	
		No. of Shares	%	No. of Shares	%
Peter U Chin Wei	Malaysian	80,000	*	-	-
Jory Leong Kam Weng	Malaysian	-	-	5,000 [#]	*
Christopher Koh Swee Kiat	Malaysian	16,000	*	-	-
Rahmah Binti Mahmood	Malaysian	-	-	-	-

Note:-

* *Less than 0.1*

Deemed interested by virtue of his wife's shareholding in TAE

(ii) Datuk Tiah Thee Kian

Please refer to Section 5.3.2 of this Prospectus for the profile of Datuk Tiah Thee Kian.

(iii) Datin Tan Kuay Fong

Please refer to Section 5.3.2 of this Prospectus for the profile of Datin Tan Kuay Fong.

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5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT**5.2 SUBSTANTIAL SHAREHOLDERS****5.2.1 Particulars and Shareholdings**

The details of the substantial shareholders of our Company and their shareholdings in our Company before and after the Offer For Sale are as follows: -

Name	Country of incorporation/ Nationality	No. of Shares Held Before the Offer For Sale and Dividend In Specie		No. of Shares Held After the Offer For Sale and Dividend In Specie [^]	
		Direct (%)	Indirect (%)	Direct (%)	Indirect (%)
TAE	Malaysia	3,600,000,000	100.0	2,112,854,222	58.7
Datuk Tiah Thee Kian	Malaysian	-	3,600,000,000	291,546,920	8.1
			100.0	2,112,854,222*	58.7

Name	Country of incorporation/ Nationality	No. of ICPS Held Before the Offer For Sale and Dividend In Specie		No. of ICPS Held After the Offer For Sale and Dividend In Specie ^{**}	
		Direct (%)	Indirect (%)	Direct (%)	Indirect (%)
TAE	Malaysia	1,215,363,632	100.0	188,217,854	15.5
Datuk Tiah Thee Kian	Malaysian	-	1,215,363,632*	290,746,920	23.9
			100.0	188,217,854*	15.5

Notes: -

* Deemed interested by virtue of his substantial shareholding in TAE, which in turn has a substantial shareholding in our Company before the Offer For Sale.

[^] The shareholding of our substantial shareholders in our Company will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective substantial shareholders as at the Entitlement Date. The above assumes full subscription of Offer Shares based on the enlarged issued and paid up share capital of 3,600,000,000 Shares and includes their respective entitlements for the Pink Form Shares Allocation.

^{**} Based on the total ICPS of 1,215,363,632. The number of ICPS to be held by the substantial shareholders will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective substantial shareholders as at the Entitlement Date.

5.2.2 Profiles of Substantial Shareholders

The profiles of TAE and Datuk Tiah Thee Kian are as set out in Sections 5.1.2 and 5.3.2 of this Prospectus, respectively.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT**5.3 DIRECTORS****5.3.1 Particulars and Shareholdings**

The details of the Directors of our Company and their shareholdings in our Company before and after the Offer For Sale are as follows: -

Name	Designation	No. of Shares Held Before the Offer For Sale and Dividend In Specie		No. of Shares Held After the Offer For Sale and Dividend In Specie [^]	
		Direct (%)	Indirect (%)	Direct (%)	Indirect (%)
Datuk Tiah Thee Kian	Executive Chairman	-	3,600,000,000**	291,546,920	2,112,854,222**
Datin Tan Kuay Fong	Non-Independent Non-Executive Director	-	-	3,016,600	-
Dato' Sri Mohamed Bin Abid	Executive Director	-	-	364,940	-
Kimmy Khoo Poh Kim	Executive Director	-	-	378,000	-
Zainab Binti Ahmad	Non-Independent Non-Executive Director	-	-	200,000	-
Peter U Chin Wei	Independent Non-Executive Director	-	-	108,000	-
Jory Leong Kam Weng	Independent Non-Executive Director	-	-	60,000	3,000*
Christopher Koh Swee Kiat	Independent Non-Executive Director	-	-	69,600	-
Rahmah Binti Mahmood	Independent Non-Executive Director	-	-	60,000	-

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name	Designation	No. of ICPS Held Before the Offer For Sale and Dividend In Specie [^]		No. of ICPS Held After the Offer For Sale and Dividend In Specie [^]	
		Direct (%)	Indirect (%)	Direct (%)	Indirect (%)
Datuk Tiah Thee Kian	Executive Chairman	-	1,215,363,632**	290,746,920	188,217,854**
Datin Tan Kuay Fong	Non-Independent Non-Executive Director	-	-	2,616,600	-
Dato' Sri Mohamed Bin Abid	Executive Director	-	-	164,940	-
Kimmy Khoo Poh Kim	Executive Director	-	-	258,000	-
Zainab Binti Ahmad	Non-Independent Non-Executive Director	-	-	-	-
Peter U Chin Wei	Independent Non-Executive Director	-	-	48,000	-
Jory Leong Kam Weng	Independent Non-Executive Director	-	-	-	3,000*
Christopher Koh Swee Kiat	Independent Non-Executive Director	-	-	9,600	-
Rahmah Binti Mahmood	Independent Non-Executive Director	-	-	-	-

Notes: -

* Less than 0.1%.

Deemed interested by virtue of his wife's shareholding in TA Global pursuant to the Dividend-In-Specie.

** Deemed interested by virtue of his substantial shareholding in TAE.

[^] The shareholding of our Directors in our Company will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Directors as at the Entitlement Date. The above assumes full subscription of Offer Shares based on the enlarged issued and paid up share capital of 3,600,000,000 Shares and includes their respective entitlements for the Pink Form Shares Allocation.

^{^^} Based on the total ICPS of 1,215,363,632. The number of ICPS to be held by the Directors will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Directors as at the Entitlement Date.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.3.2 Profiles of Directors

Datuk Tiah Thee Kian, aged 62, was appointed as a Director on 8 August 2008 but was re-designated as the Executive Chairman of our Company on 5 October 2009. He obtained a Bachelor of Science from University of Malaya in 1970 and a Masters in Business Management from Asian Institute of Management, Philippines in 1972.

He started his career in 1972 as a Manager in Malaysian International Merchant Bankers Berhad. In 1978, he joined Credit Leasing Corporation Sdn Bhd as an Executive Director. He joined Othman & Ng Sdn Bhd as a General Manager in September 1987. In January 1988, he initiated the change of name of Othman & Ng Sdn Bhd to TA Securities Sdn Bhd to reflect the change of management. Subsequently, he was appointed as its Managing Director in November 1988 and Executive Chairman in 1995. In 1990, he was redesignated as the Executive Chairman & Managing Director until he resigned in 2002.

In 1990, he initiated the public listing of TAE and was appointed its Executive Chairman and Managing Director of TAE in October 1990, a position he held until May 2002. On August 2007, he resumed his position as the Executive Chairman of TAE and is primarily responsible for the overall strategic direction of TAE. Currently, he spent a major portion of his time in nurturing, developing and transforming the property development and property investments activities of TAE and was instrumental in the demerger of the financial services and property business of TAE to improve the execution capacity of the property business in pursuing its strategies in a more focused way.

He is the visionary leader of TA Group. Armed with a vision in developing a Malaysian "one-stop supermarket" of financial products and services, He propelled TAE's extraordinary growth in retail broking and in a short period of 5 years, TAE's turnover grew to RM1.2billion in 1995 and became one of the largest retail broker in Malaysia. In the mid-nineties, Datuk Tiah Thee Kian then embarked TA into property development and was instrumental in amassing the strategic land banks and investment properties of TAE. Under the stewardship and leadership of Datuk Tiah Thee Kian, TAE became a dynamic and diversified conglomerate with businesses in stockbroking, asset and unit trust management, futures & derivatives trading, credit lending, hotel operations, property development, property management and property investments spread over Malaysia, Canada, Australia, Hong Kong and China.

He is the substantial shareholder of TAE and the husband of Datin Tan Kuay Fong, a Non-Independent Non-Executive Director of our Company.

Datin Tan Kuay Fong, aged 59, was appointed as a Director on 8 August 2008 but was re-designated as the Non-Independent Non-Executive Director of our Company on 5 October 2009. She obtained a Bachelor of Economics (Honours) Degree and a Post Graduate Diploma in Accounting from University of Malaya in 1974 and 1976 respectively.

She started her profession as a Remisier in 1975. In 1983, she was one of the pioneer founders of A.T Securities Sdn Bhd, the 1st stockbroking company to be established in Shah Alam. She was a Director in A.T Securities Sdn Bhd from 1983 to 1987. In December 1987, she joined TA Securities Sdn Bhd and was appointed the Managing Director of TA Securities Berhad in July 1995. In June 2003, she resigned from the Board of TA Securities Berhad to concentrate more on the property investments and other business activities of the TA Group.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Pursuant to the listing of TAE, she was appointed as Executive Director of TAE on March 1990 and subsequently on May 2002, she was appointed as its Executive Chairman. She was re-designated as Managing Director & Chief Executive Officer of TAE on August 2007. She now continues to impart her business acumen and skills to the growth and development of TAE's financial services business.

She was instrumental in the growth and development of TAE's financial services businesses during its formation years. In the 1990s, Datin Tan Kuay Fong revolutionised the stock broking business of TAE by taking the bold step to build up its IT infrastructure and employed IT programmers and system analysts to design and tailor specific back office IT systems and controls to provide its remisers and clients with a more efficient platform to trade with greater accuracy and efficiency. She was also instrumental in developing the proprietary trading activates of TAE, expanding its retail market, building up its remisers/ dealers base to enlarge its retail clientele and to expand its business.

She has over 25 years of senior management experiences in stockbroking, derivatives and property management. Her experience and expertise incorporates strategic planning, initial business set-up, operations planning and implementation, international business expansion and overall business management. Her financial services career track record has been charted through the years, made possible through her in-depth exposure to the stockbroking industry and financial markets.

She is the wife of Datuk Tiah Thee Kian, Executive Chairman of our Company.

Dato' Sri Mohamed Bin Abid, aged 67, is an Executive Director of our Company, having been appointed to the Board on 5 October 2009. He studied Business Management at the MARA Institute of Technology and was admitted as a Member of the British Institute of Management.

He started his career as a Shipping Executive and was later promoted to Manager in P & O Steam Navigation Co. Ltd, Singapore & London from 1964 to 1973. In 1974, he joined MISC Coastal Services Sdn Bhd, a wholly-owned subsidiary of MISC Berhad as Marketing Manager and was promoted to Director / Chief Executive Officer in 1980, a position he held till 1983.

Subsequently, he was appointed Chief Executive Officer of MISC Agencies Sdn Bhd until 1986. In 1987, Dato' Sri Mohamed was appointed as Managing Director of East & West Maritime Sdn Bhd. He then joined the Board of TAE as Executive Director on 1 July 1995.

Dato' Sri Mohamed Bin Abid has been the Chairman of Advisory Board of Tesco Stores (Malaysia) Sdn Bhd since 2006.

Now also as an Executive Director of our Group, Dato' Sri Mohamed Bin Abid brings into the Group extensive experience from holding various senior positions in companies, both locally and abroad. Over the years, his established networks of local and international business contacts, which have brought growth and development of TAE, will continue to be invaluable to our Group. In addition to that, he will also be actively involved in building the corporate and public image of our Group.

He was conferred the award of "*Sri Sultan Ahmad Shah Pahang*" by His Royal Highness the Sultan of Pahang in October 2008, that carries the title *Dato' Sri*.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Kimmy Khoo Poh Kim, aged 46, is an Executive Director of our Company having been appointed to the Board on 5 October 2009. She graduated with a Bachelor of Arts (Hons) Degree from the University of Malaya in 1986 and was admitted as an Affiliate Member of the Malaysian Institute of Chartered Secretaries and Administrators in 1997. She also holds a Company Secretary License issued by the Companies Commission of Malaysia since 1997.

She started her career in stockbroking as a management trainee with A.T. Securities Sdn Bhd from 1986 to 1987. Thereafter, she joined TA Securities Sdn Bhd in 1987 as an Administration Supervisor and during the years she rose up to the ranks to be the General Manager, Dealing Operations & Controls of TA Securities Berhad in Feb 1998. In her 12 years with TA Securities, she gained vast and extensive experience in securities operations, business development and management. She was one of the pioneer key management staff charged to spearhead the various operational and system reengineering of the TA Securities Berhad in its formation years. She is technically competent and conversant with the day-to-day management and operations of a stockbroking company.

In August 1999, she was seconded to TAE as Group General Manager, a position she holds until 5th October 2009. In TAE, she oversees the group's risk management, corporate development and management of TAE. She was actively involved in the establishment of various operation and management systems, controls and policies for the subsidiaries of TAE such as TA Securities Berhad, TA Futures Sdn Bhd, TA Asset Management Sdn Bhd and TA Unit Trust Management Bhd, TA Properties Sdn Bhd and Radisson Plaza Hotel, Sydney. She also sits on the board of various subsidiaries of TAE which are mainly involved in investment holding, property development, construction and management business and hotel operations.

On 18 March 2004, she assumed the position of Executive Director of TA Properties and is primarily responsible for the corporate planning, hospitality, property acquisition and systems control and management functions of TA Properties. She also oversees and manages the offshore commercial and hospitality assets of our Group located in Canada, Australia, China, Philippines and South Africa.

She is conversant and experienced with cross-border investments and property acquisitions and she is personally involved in the negotiation, due diligence, structuring and financing process in the acquisition of properties, both locally and overseas.

She is the Company Secretary of TAE since Oct 1990, a position she holds till today. She is also the Company Secretary of various subsidiaries of TAE.

Through her years of experience in the financial, property and hotel industry, she has garnered extensive management skills, in-depth knowledge and exposure in regulatory liaison, compliance, risk analysis, due diligence, financing and deal structuring which will continue to benefit the Company's international business expansion and overall business management.

Kimmy Khoo Poh Kim is the sister-in-law of Datuk Tiah Thee Kian and Datin Tan Kuay Fong.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Zainab Binti Ahmad, aged 57, is a Non-Independent, Non-Executive Director of our Company. She graduated with a Bachelor of Business Administration Degree from Institut Teknologi Mara/University of Ohio.

She started her career in June 1983 with A.T. Securities Sdn Bhd as the GM. She then joined TA Securities as a Director in December 1987 till October 1990.

On 13 March 1990, she was appointed an Executive Director of TAE, a position she holds to-date. Subsequently on 5 October 2009, she was appointed to the Board of our Company.

Peter U Chin Wei, aged 58, is an Independent Non-Executive Director of our Company, having been appointed to the Board on 5 October 2009. He is a Fellow of the Institute of Chartered Accountants in England and Wales.

Before returning to Malaysia, he worked in the London office of Coopers and Lybrand (now known as PricewaterhouseCoopers). Upon his return to Malaysia in 1977, he worked for Inchcape Malaysia Sdn Bhd, YTL Group and he joined the MUI Group in 1980 until 1989 as general manager. He joined the Board of AsiaPac Bhd (f.k.a Pegi Malaysia Berhad) as an Executive Director in 1989 till 1990. Thereafter, he joined TAE as an Executive Director in October 1990 till October 1998. Subsequently, he was appointed as an Independent Non-Executive Director of TAE in July 1999.

He is the Chairman of our Company's Audit Committee, Nomination Committee and Remuneration Committee.

He also sits on the Board of Kumpulan Europlus Berhad.

Jory Leong Kam Weng, aged 45, is an Independent Non-Executive Director of our Company, having been appointed to the Board on 5 October 2009. He graduated with a Bachelor of Economics Degree and a Bachelor of Laws Degree from Monash University, Australia. He is a Certified Public Accountant of CPA Australia and a Chartered Accountant of the Malaysian Institute of Accountants. He is also a certified mediator on the panel of the Malaysian Mediation Centre.

He was called to the Malaysian Bar in 1989. In February 1992, he joined TAE as the Group Legal Manager until July 1995. He was the Vice President of International Division of TAE from November 1993 to October 1995.

Between November 1995 to February 1997, he held the position of General Manager / Director of Credit Leasing Corporation Sdn Bhd. He also held the post of Executive Director of TA Bank of Philippines, Inc from March 1997 to June 1998. From June 1998 to July 1999, he was the Chief Executive Officer of TA Securities Berhad.

Since July 1999, he has been a Partner of Messrs Iza Ng, Yeoh & Kit as a practising Advocate and Solicitor. He is also a Director of Spring Hill Management Sdn Bhd, a venture capital management corporation registered with the SC.

Mr Jory Leong was appointed an Independent Non-Executive Director of TAE on 19 May 2003. He is currently a member of both our Company's and TAE's Audit Committee, Nomination Committee and Remuneration Committee.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Christopher Koh Swee Kiat, aged 41, is an Independent Non-Executive Director of our Company, having been appointed to the Board on 5 October 2009. He graduated from the University of Malaya in 1992 and was called to the High Court of Malaya as an advocate and solicitor in March 1993 and was attached with the Corporate Department of Messrs Chooi & Company. Thereafter, he joined TA Securities Berhad as Assistant Manager in November 1995.

He was appointed the Head of Legal Affairs Department in November 1995. He has negotiated and prepared the legal documentation for the various overseas ventures of the company including a bank and stockbroking companies in various countries.

In 2001 he was the Vice President for MasterCard International in its Asia Pacific regional office in Singapore.

In October 2001, he joined Messrs Chris Koh & Chew (formerly known as GH Tee & Co), Advocates & Solicitor and on 24 May 2006, he was appointed to the Board of TAE as an Independent Non-Executive Director.

Mr Christopher Koh specializes in corporate, commercial and finance matters including merger and acquisitions, corporate restructuring, joint ventures, corporate finance, listing of companies, private equity acquisition and matters relating to aviation laws. Now also an Independent Non-Executive Director of our Company, in addition to his responsibilities in the TAE Group, his scope of responsibilities includes extending legal advice and assisting in the acquisition of business interests on behalf of our Company.

He is currently a member of both our Company's and TAE's Audit Committee, Nomination Committee and Remuneration Committee.

Rahmah Binti Mahmood, aged 51, is an Independent Non-Executive Director of our Company, appointed to the Board on 5 October 2009. She graduated with a double Bachelor of Science degree in both Marketing and Mass Communications from Syracuse University, New York. She also obtained a Master in Journalism (PR) from the University of Southern California (USC).

She started her own automotive spares manufacturing company, Malaysian Automotive Lighting Sdn Bhd ("Malaysian Automotive") about 20 years ago in Penang with Robert Bosch GmbH as the initial partners and later with Magnetti Mirelli of Italy. Malaysian Automotive is now a global manufacturing partnership with Automotive Lighting Reutlingen GmbH, Germany, manufacturing automotive head lamps and rear lamps for companies such as Proton, Perodua, Suzuki, Mazda and other international car manufacturers and she is still currently the Director and shareholder of Malaysian Automotive Lighting.

She is also the Chairman and Managing Director of Syarikat Mahmood Ambak & Sons Sdn Bhd since 1988, a trading company supplying automotive spares to the Ministry of Defence of Malaysia and the Royal Police Force of Malaysia for the last 20 years.

She then joined TAE on 16 August 2007 as Independent Non-Executive Director, a position she holds to-date. She has also diversified her business dealings into Independent Environmental Monitoring and sits on the Board of Spanfield Sdn Bhd and Clearwater Towers Sdn Bhd, an environmental company. Currently, she is looking into being involved in renewable energy such as solar energy and other manufacturing concerns in Malaysia through a company Solarah Sdn Bhd.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

She has over 25 years of experience in business management, contract negotiations and manufacturing practices. She also has assisted the Malaysian government in bringing in foreign investment into the country especially in the field of manufacturing.

5.3.3 Directors' Remuneration and Benefits

The aggregate remuneration and material benefits-in-kind paid and proposed to be paid to the Directors of our Company for services rendered in all capacities to our Group for the FYE 31 January 2009 and 2010 are as follows:-

	FYE 31 January 2009* Remuneration Band (RM)	FYE 31 January 2010 Remuneration Band (RM)
Datuk Tiah Thee Kian	2,350,000 - 2,400,000	2,350,000 - 2,400,000
Datin Tan Kuay Fong	1,750,000 - 1,800,000	0 - 50,000
Dato' Sri Mohamed Bin Abid	450,000 - 500,000	450,000 - 500,000
Kimmy Khoo Poh Kim	450,000 - 500,000	450,000 - 500,000
Zainab Binti Ahmad	350,000 - 400,000	0 - 50,000
Peter U Chin Wei	50,000 - 100,000	50,000 - 100,000
Jory Leong Kam Weng	50,000 - 100,000	50,000 - 100,000
Christopher Koh Swee Kiat	50,000 - 100,000	50,000 - 100,000
Rahmah Binti Mahmood	150,000 - 200,000	50,000 - 100,000

* Based on their directors' remuneration and benefits in TAE.

Other than amounts set aside or accrued in respect of the relevant laws, no amounts have been set aside or accrued by our Company or our subsidiaries to provide for pension, retirement or similar benefits for any of our Directors.

5.3.4 Benefits paid or intended to be paid or given to promoters, directors or substantial shareholder

Save as disclosed in Sections 2.3(c) and 5.3.3 of this Prospectus, no amounts or benefits were paid or intended to be paid or given to any promoter, director or substantial shareholder by our Company within the two (2) years preceding the date of this Prospectus.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.3.5 Principal business activities performed outside TA Global

Save as disclosed below, none of our Directors have any directorships and principle business activities performed outside the Company in all other corporations as at LPD and in the last five (5) years:-

Name	Directorships	Involvement in business activities other than as a Director
Datuk Tiah Thee Kian	<i>Present directorship</i> <ul style="list-style-type: none"> TAE 	None
Datin Tan Kuay Fong	<i>Present directorship</i> <ul style="list-style-type: none"> TAE TA International Sdn Bhd TA International Investment Ltd Winner Stars Group Ltd TA Antarabangsa Finance South Africa Ltd TA Investment Holdings South Africa Ltd Global Impact Sdn Bhd Tangerine Square Sdn Bhd Taejas Holdings Sdn Bhd 	None
Dato' Sri Mohamed Bin Abid	<i>Present directorship</i> <ul style="list-style-type: none"> TAE TA Asset Management Sdn Bhd East & West Maritime Sdn Bhd Sinar Sari Sdn Bhd MRH Enterprise Sdn Bhd Impian Idaman Sdn Bhd Kelana Erat Sdn Bhd ASL Asia Pacific Limited Technology Asian Resources-GET Sdn Bhd Straits Pioneer Sdn Bhd Sinar Sari Systems Sdn Bhd Sementar Properties Sdn Bhd Sapura Crest Bhd Kencana Petroluem Bhd Sime Darby Bhd Kiara Baru Sdn Bhd Straits Waterfront Sdn Bhd 	<ul style="list-style-type: none"> Tesco Stores (Malaysia) Sdn Berhad

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name	Directorships	Involvement in business activities other than as a Director
Kimmy Khoo Poh Kim	<p><i>Present directorship</i></p> <ul style="list-style-type: none"> • TA Centre Bhd • TA International Sdn Bhd • TA Antarabangsa Ltd • Winner Star Group Ltd • TA Antarabangsa Finance South Africa Ltd • TA Investment Holdings South Africa Ltd • TA International Investment Ltd • TA Ausfinance Ltd • Ace Fit International Ltd • TA Ace Fit Management (Kunming) Co Ltd • Taelas Holdings Sdn Bhd • Othman & Ng Nominees Sdn Bhd • TA Financial Services Pty Ltd 	None
Zainab Binti Ahmad	<p><i>Present directorship</i></p> <ul style="list-style-type: none"> • TAE • TA Centre Berhad • TA Capital Sdn Bhd 	None
Peter U Chin Wei	<p><i>Present directorship</i></p> <ul style="list-style-type: none"> • TAE • Kumpulan Europlus Bhd • RockShield Corporation Sdn Bhd • Keep Linked Sdn Bhd • Ausglobal Corporation Pty Ltd • Asia outreach (M) Bhd 	None
Jory Leong Kam Weng	<p><i>Previous directorship for the past five (5) years</i></p> <ul style="list-style-type: none"> • Continental Heights Sdn Bhd (resigned on 16 March 2009) <p><i>Present directorship</i></p> <ul style="list-style-type: none"> • TAE • Asian Outreach (M) Bhd • Spring Hill Management Sdn Bhd • Frond Peak Sdn Bhd • Riang Satria Sdn Bhd • Lai Hoh Realty Sdn Bhd • Link Coordination Sdn Bhd • GCF Sdn Bhd 	None

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name	Directorships	Involvement in business activities other than as a Director
Christopher Koh Swee Kiat	<ul style="list-style-type: none"> • Fame Option Sdn Bhd <p><i>Present directorship</i></p> <ul style="list-style-type: none"> • TAE 	None
Rahmah Binti Mahmood	<p><i>Present directorship</i></p> <ul style="list-style-type: none"> • TAE • Spanfield Sdn Bhd • Regalview (M) Sdn Bhd • Malaysia Automotive Lighting Sdn Bhd • Clearwater Towers Sdn Bhd • Solarah Sdn Bhd • Agensi Pekerjaan Bayu Sdn Bhd 	<ul style="list-style-type: none"> • Syarikat Mahmood Ambak & Sons Sdn Bhd

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5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.4 COMMITTEES

5.4.1 Audit Committee

The Audit Committee of the Company consist of following members who are appointed by the Board.

Name	Designation	Directorship
Peter U Chin Wei	Chairman	Independent Non-Executive Director
Jory Leong Kam Weng	Member	Independent Non-Executive Director
Christopher Koh Swee Kiat	Member	Independent Non-Executive Director

Our Audit Committee will assist our Board in discharging its oversight responsibilities. Our Audit Committee objectives are, among others, providing an additional assurance to the Board by giving objective and independent review of financial, operational and administrative controls and procedures, establishing and maintaining internal controls and reinforce the independence of the company's external auditors, ensure that the auditors have free reign in the audit process. Our Audit Committee performs, among others, the following functions:-

- (a) to review with the external and/or internal auditors their audit plans, reports and evaluation of the system of internal controls;
- (b) to review the adequacy and effectiveness of internal control systems as well as the administrative, operating and accounting policies;
- (c) to review the assistance given by the officers of our Group to the auditors;
- (d) to review any related party transactions and conflict of interest situation that may arise within the Company or Group including any transaction, procedure or course of conduct that raises questions of management integrity;
- (e) to review the external auditor's management letter and management's response; and
- (f) to review the adequacy of the scope, functions, competency and resources of the internal audit functions and that it has the necessary authority to carry out its work.

5.4.2 Remuneration Committee

The Remuneration Committee is principally responsible for assessing and reviewing the remuneration packages of the Executive Directors including their fees and subsequently furnishes recommendations to the Board on specific adjustments in remuneration to commensurate with the respective contributions of the Directors.

The Remuneration Committee comprises the following members: -

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name	Designation	Directorship
Peter U Chin Wei	Chairman	Independent Non-Executive Director
Jory Leong Kam Weng	Member	Independent Non-Executive Director
Christopher Koh Swee Kiat	Member	Independent Non-Executive Director

Our Remuneration Committee performs, among others, the following functions:-

- To recommend to the Board the appropriate remuneration packages for the Executive Directors;
- To formulate policies, guidelines and set criteria for remuneration packages for the Executive Directors;
- To ensure that the Executive Directors are fairly and appropriately remunerated according to the general market sentiments or conditions;
- To ensure that all necessary action are taken expediently by the Board to offer appropriate rewards, benefits, compensation and remuneration to ensure that the Company attracts and retains the individual Directors needed to run the Company successfully; and
- To ensure that all remuneration packages and benefits given to the Directors are in compliance with all laws, rules, requirements, regulations and guidelines set by the relevant authorities and the Board from time to time.

5.4.3 Nomination Committee

The Nomination Committee considers and recommends technically competent persons with integrity and a strong sense of professionalism to be appointed to the Board of Directors of the Company. The Nomination Committee comprises the following members:

Name	Designation	Directorship
Peter U Chin Wei	Chairman	Independent Non-Executive Director
Jory Leong Kam Weng	Member	Independent Non-Executive Director
Christopher Koh Swee Kiat	Member	Independent Non-Executive Director

Our Nomination Committee performs, among others, the following functions:-

- To recommend to the Board the nominated Directors to fill the seats on the Board Committees;
- To appraise each individual Director, including Independent Non-Executive Directors, as well as the Chief Executive Officer in terms of his experience, knowledge, credibility and credential and assess their effectiveness and contribution in carrying out their obligations and duties as a Board member of the Company;

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

- (c) To examine the ability of each Director to contribute to the effective decision making process of the Board and ensure that the Board of the Company are functioning actively, efficiently and effectively in all its decision making; and
- (d) To assess the effectiveness of the Board as a whole and the committees of the Board.

5.5 BOARD PRACTICES

As at the date of this Prospectus, the respective director's terms of office are as shown below:-

Directors	Designation	Expiration of current term in office	No. of years in office
Datuk Tiah Thee Kian	Executive Chairman	*	Note (1)
Datin Tan Kuay Fong	Non-Independent Non-Executive Director	*	Note (2)
Dato' Sri Mohamed Bin Abid	Executive Director	*	< 1 year
Kimmy Khoo Poh Kim	Executive Director	*	< 1 year
Zainab Binti Ahmad	Non-Independent Non-Executive Director	*	< 1 year
Peter U Chin Wei	Independent Non-Executive Director	*	< 1 year
Jory Leong Kam Weng	Independent Non-Executive Director	*	< 1 year
Christopher Koh Swee Kiat	Independent Non-Executive Director	*	< 1 year
Rahmah Binti Mahmood	Independent Non-Executive Director	*	< 1 year

Notes:

- (1) *He has been a Director of our Company for approximately one (1) year and three (3) months since 8 August 2008. He was re-designated as Executive Chairman of our Company on 5 October 2009.*
- (2) *She has been a Director of our Company for approximately one (1) year and three (3) months since 8 August 2008. She was re-designated as a Non-Independent Non-Executive Director of our Company on 5 October 2009.*

* *These directors' current term will expire on the Company's first Annual General Meeting*

Except for Datuk Tiah Thee Kian and Datin Tan Kuay Fong, each of the abovementioned Directors was appointed on 5 October 2009.

At the first Annual General Meeting of the Company, all the Directors 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 multiple of three (3), then the number nearest to one-third (1/3), shall retire from office. An election of Directors shall take place each year and all Directors shall retire from office at least once every three (3) years, but shall be eligible for re-election.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.6 KEY MANAGEMENT

5.6.1 Particulars and Shareholdings of the Key Management

The details of the key management of our Group and their shareholdings in our Group before and after the Offer For Sale are as follows:-

Name	Designation	No. of Shares Held Before the Offer For Sale and Dividend In Specie		No. of Shares Held After the Offer For Sale and Dividend In Specie [^]		Indirect (%)
		Direct (%)	Indirect	Direct	Indirect	
Datuk Tiah Thee Kian	Executive Chairman	-	3,600,000,000**	291,546,920	2,112,854,222**	58.7
Dato' Sri Mohamed Bin Abid	Executive Director	-	-	364,940	-	-
Kimmy Khoo Poh Kim	Executive Director	-	-	378,000	-	-
Daniel Lim Hin Soon	COO	-	-	60,000	-	-
Edmund Kong Woon Jun	COO	-	-	60,000	-	-
Kevin Tan Hoon Chuan	Assistant GM, Project Management	-	-	30,000	-	-
Lai Su Chung	Assistant GM, Project Management	-	-	30,000	-	-
Chew Boon Thong	Assistant GM, Contract Department	-	-	30,000	-	-
Lim Chee Seng	Assistant GM, Construction	-	-	30,000	-	-
Yong Kim Kiong	Head, Group Accounts	-	-	40,000	-	-
Sally Tan Kuay Geok	Assistant GM, Special Projects	-	-	65,400	-	-
Agnes Lim Boon Yoke	Manager, Company Secretary	-	-	12,000	-	-

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name	Designation	No. of ICPS Held Before the Offer For Sale and Dividend In Specie		No. of ICPS Held After the Offer For Sale and Dividend In Specie^		Indirect (%)
		Direct (%)	Indirect (%)	Direct (%)	Indirect (%)	
Datuk Tiah Thee Kian	Executive Chairman	-	1,215,363,632**	290,746,920	188,217,854**	15.5
Dato' Sri Mohamed Bin Abid	Executive Director	-	-	164,940	-	-
Kimmy Khoo Poh Kim	Executive Director	-	-	258,000	-	-
Daniel Lim Hin Soon	COO	-	-	-	-	-
Edmund Kong Woon Jun	COO	-	-	-	-	-
Kevin Tan Hoon Chuan	Assistant GM, Project Management	-	-	-	-	-
Lai Su Chung	Assistant GM, Project Management	-	-	-	-	-
Chew Boon Thong	Assistant GM, Contract Department	-	-	-	-	-
Lim Chee Seng	Assistant GM, Construction	-	-	-	-	-
Yong Kim Kiong	Head, Group Accounts	-	-	-	-	-
Sally Tan Kuay Geok	Assistant GM, Special Projects	-	-	35,400	-	-
Agnes Lim Boon Yoke	Manager, Company Secretary	-	-	-	-	-

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Notes:-

- * Less than 0.1%.
- ** Deemed interested by virtue of his substantial shareholding in TAE.
- ^ The shareholding of our Directors in our Company will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Directors as at the Entitlement Date. The above assumes full subscription of Offer Shares based on the enlarged issued and paid up share capital of 3,600,000,000 Shares and includes their respective entitlements for the Pink Form Shares Allocation.
- ^^ Based on the total ICPS of 1,215,363,632. The number of ICPS to be held by the Directors will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Directors as at the Entitlement Date.

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5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.6.2 Profiles of the Key Management

Save for the profiles of Datuk Tiah Thee Kian, Dato' Sri Mohamed Bin Abid and Kimmy Khoo Poh Kim whose profiles are disclosed in Section 5.3.2 herein, the profiles of the other key management are as follows: -

Daniel Lim Hin Soon, aged 51, is the Chief Operating Officer of our Group. He obtained a Bachelor of Engineering (Civil) 1st Class Honours and a Masters of Business Administration in 1983 and 1993, respectively, from the National University of Singapore.

He started his career as a Project Engineer for the Ministry of Environment of Singapore in June 1983 until May 1991. In June 1991, he joined United Engineers (S) Pte Ltd, Singapore as a Project Officer. In March 1992, he was appointed as General Manager of Regal Crest (M) Sdn Bhd in Malaysia.

Subsequently in October 1993, he was appointed as General Manager of Kheng Dee Corporation Pte Ltd Singapore. In July 1994, he moved on to LCV Project Management Sdn Bhd where he was appointed as a Director of the company. In January 1996, he joined Theme Ace Corporation Sdn Bhd as Operations Director.

He joined MK Project Management Sdn Bhd as a General Manager in October 1999 and was subsequently promoted to Senior General Manager. He was appointed as the Director of the Property Development in Malton Bhd in April 2005. In March 2006, he was employed by Glomac Bhd as the Group General Manager. He joined TA Properties in September 2007 as the Chief Operating Officer and has held the position since.

He has in total of 25 years of experience in construction and property development in Malaysia and the regional areas in Asia. He also has vast experience in property development of resorts, residential homes and condominiums, offices and commercial complexes.

Edmund Kong Woon Jun, aged 46, is the Chief Operating Officer of our Group. He obtained his Bachelor of Architecture (Honors) in 1989 from University of Wales.

He started his career at Robertson Francis Partnership, Cardiff, Wales as an Architect for 5 years. After returning to Malaysia in 1994, he joined BEP Arkitek Sdn Bhd as a Senior Architect in-charge of many high-end property developments. In 2003, he took up the appointment as the Director of Project and Product Planning at Perdana ParkCity Sdn Bhd, where he played a major role in the planning and design of the township master plan – Desa ParkCity. This new township had set a new benchmark in residential development.

He joined TA Properties as the Director of Planning and Design in April 2008 and was promoted to Chief Operating Officer in August 2008. His key role is to manage the property development team to ensure that projects are delivered on schedule. He is also overseeing design concept of projects undertaken by TA Properties to ensure that the products meet buyers' needs and expectations. With his experience in township master planning, he is able to lead the team in ensuring efficiency and effectiveness in the implementation of the projects undertaken by the Group.

He is a member of the Architects Registration Board (ARB) in United Kingdom and a corporate member of Pertubuhan Akitek Malaysia (PAM).

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Kevin Tan Hoon Chuan, aged 47, is the Assistant General Manager, Project Management of our Group. He graduated with a Bachelor of Engineering (Civil) Degree and a Masters in Business Administration in 1986 and 1995, respectively from University of Malaya.

He started his career as a Project Manager with Gasing Group in 1996. In 2002, he was the Project Manager for MK Project Management Sdn Bhd and subsequently for Capitaland, Singapore (Kuala Lumpur Branch) in 2005, where he garnered experience in planning and implementation of luxury high rise condominium projects in Kuala Lumpur for 2 years.

In 2006, he was appointed as a Senior Project Manager in Glomac Berhad where he handled their first high-end high rise condominium project near KLCC - Suria Stonor and the planning of a high rise office building near KLCC - Glomac Tower.

In January 2008 he joined TA Properties as an Assistant General Manager in Project Management. He is currently heading the team for TA Properties first high-end high rise condominium project in KLCC – Idaman Residence. He is also involved in the planning of semi-detached houses in Idaman Villas and another integrated mixed development project in the Kuala Lumpur Golden Triangle - Nova Square.

He brings with him 9 years of experience in the consulting and contracting environment in the earlier part of his career and subsequently 12 years of experience in Project Management in the property development industry.

Lai Su Chung, age 43, is the Assistant General Manager, Project Management of our Group. He obtained a Bachelor of Science (Architecture) and a Bachelor in Architecture in 1998 and 1991 respectively, from the University of Sydney, New South Wales, Australia.

He started his career as an assistant architect with BEP Akitek Sdn Bhd in May 1992 until June 1993. In July 1993, he joined Mulpha Engineering Sdn Bhd, as a Project Architect executing the initial master plan of a 1,500 acres township in Johor, Malaysia. In March 1994, he was employed as Project Architect by a private architectural consultancy practice in Malaysia.

He was a Senior Lecturer in architecture at Limkokwing Institute of Creative Technology from January 1999 to March 2003 while at the same time running his own private architectural consultancy practice.

Subsequently in May 2003, he was appointed as Architect (Business Development) of Malton Berhad, a property development company in Malaysia, and was involved in strategising and formulating all new property development projects for the company.

He subsequently moved on to Glomac Bhd in August 2006 where he was appointed as a Senior Manager (Planning and Product Development) spearheading all new development projects both in Malaysia and overseas. In September 2008, he joined Sunrise Berhad and in May 2009 he joined TA Properties as the Assistant General Manager and has held the position since. He is currently managing and executing all development projects in Vancouver, British Columbia, Canada.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

He has 17 years of experience in the construction and property development in Malaysia and regional areas in Asia such as Vietnam, India, Thailand and Singapore.

He is currently a Professional Architect registered with the Board of Architects, Malaysia and a corporate member of Pertubuhan Akitek Malaysia.

Chew Boon Thong, aged 52, is the Assistant General Manager of the Contract Department of the Group. He graduated with an Advanced Diploma in Building from Tunku Abdul Rahman College in 1981. He obtained his Masters in Business Administration in 1995 from the University of Strathclyde, UK. He is a Member of the Chartered Institute of Building, UK and also a Member of the Malaysian Institute of Arbitrators.

He started his career in April 1981 as a Quantity Surveyor for Pakatan International. In June 1983, he was appointed as Contracts Manager for Tat Seng Bros Bina Sdn Bhd. He joined Job Associates Co Sdn Bhd (Brunei) in October 1988 as Head of Contract and UE Engineering Sdn Bhd in April 1991 as Senior Contracts Executive. He was appointed as General Manager (Contracts) for Gamuda Bhd in April 1992. In July 2003, he moved on to MK Project Management Sdn Bhd as Senior Manager (Contracts).

In November 2005, he was appointed as Head of Contracts for Malton Bhd. He joined TA Properties in January 2008 as the Head of Contracts (Assistant General Manager) and oversees the supervision of all local projects.

Mr Chew Boon Thong is well versed and knowledgeable in all the costing, commercial and procurement functions related to the property developments industry right from the design inception stage until the construction completion stage.

Now as the Assistant General Manager of Contract Department of our Group, his main contributions include amongst others reviewing of feasibility study to ensure that projected profits are achievable and ensuring that tenders awarded are within the approved budget and that all cost overruns are captured and incorporated accordingly in sales pricing, carrying out value engineering to ensure that tender cost are within the approved budget, ensuring that construction work packages are tendered and awarded on time to meet the Sale and Purchase requirements and ensuring that all commercial functions in housing projects are implemented efficiently to meet time, cost and quality requirements.

Lim Chee Seng, aged 50, is the Assistant General Manager of our Group's construction arm. He graduated with a Building Technology Certificate from Tunku Abdul Rahman College in 1982.

He commenced his career as a trainee Technician in 1979 with Jurutama Sdn Bhd, a civil engineering company in which he was involved in projects such as land reclamation at Port Klang and the first central sewerage project in Malaysia.

He then joined How Swee Construction Sdn Bhd a building contractor, in 1982 as a Quantity Surveyor cum Site Supervisor. He was involved in medium rise hostel blocks, office building projects and shop houses projects.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

In 1984, he joined Laiman-Faiyin Construction Sdn Bhd, as a Quantity Surveyor and was personally involved in many high rise projects.

In 1988, he joined Kumpulan Jetson Bhd as a Quantity Surveyor and was later promoted to Project Manager. With his outstanding performance, he was again promoted to Construction Manager and later to Senior Construction Manager. During his 18 years experience in Kumpulan Jetson Bhd, he was involved in the construction of building projects, infrastructure projects, niche projects, turnkey projects, build operate and transfer (BOT) projects locally and internationally.

He also has been posted to take charge of overseas projects undertaken by Jetson Construction Sdn Bhd in Spain, Korea, Japan, South Africa, Holland, and Italy throughout his years of service in this company.

He joined TA Binaprestij in October 2006, an in-house construction arm of our Group as Senior Manager and was promoted to Assistant General Manager. He is involved in the construction of high-end landed properties project, renovation works, up-grading works, refurbishment and fit-out works.

He has a total of 28 years experience in the construction industry involving in residential and commercial buildings, resort hotels, Istana buildings, double tracking project, infrastructure projects, hostel complexes, interior refurbishment and fit-out work (low and high rise), trade centers and world exposition projects.

Yong Kim Kiong, aged 37, is the Head of Group Accounts of our Group. He graduated in 1992 with a London Chamber of Commerce and Industry (LCCI) - Double Diploma in Accounting and Costing from Systematic College. He also obtained his Institute of Chartered Secretaries and Administrators of United Kingdom (ICSA) and Associate of the Institute of Chartered Management Accountants of United Kingdom (CIMA) in 1994 and 1999, respectively from Systematic College.

He began his career as a Tax Executive in February 1994 for Tax Advisory & Management Services Sdn Bhd. In May 1995, he joined Kiat & Associates as an Audit Executive. Subsequently, he moved on to England Optical (M) Sdn Bhd in June 1999 as an Assistant Accountant. He joined TAE in December 1996 as a Senior Officer of Group Accounts.

Now as the Head of Group Accounts and Joint Company Secretary of the Company, his key responsibilities include financial reporting, management accounting, tax planning and compliance, corporate restructuring, corporate acquisition and divestment as well as corporate secretarial duties. He has extensive knowledge on the financial affairs of the Group.

He is currently a Chartered Accountant in Malaysia and is a Member of the Malaysia Institute of Accountant (MIA).

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Sally Tan Kuay Geok, age 55, is the Assistant General Manager of Special Projects for our Group. She graduated with a Association of Certified Chartered Accountants (ACCA) in 1977 from Singapore.

She started her career in 1977 as an Accounting Executive with Hydril Singapore Pte Ltd. In 1978, she joined TATA Singapore Pte Ltd as an Accounting Executive. In 1980 she was a Remisier for Tsang & Ong Stockbrokers Singapore.

She joined TNT International Couriers PL, Singapore, in 1983 as an Accounting Manager. In 1985, she joined WorldPak Couriers Services PL, Singapore as an Accounting Manager. Subsequently, she joined Metallgesellschaft AG, Singapore as Finance and Administration Manager in 1987.

She joined TAE in 1994 as a Business Development Manager. Subsequently in 1995, she joined Disney ABC Television Group, a division of The Walt Disney Company in Singapore as the Head of Finance. She was responsible for the finance activities with the Corporate Office in United States, Regional Office in Hong Kong and The Disney Channel offices in South East Asia, Australia, Taiwan, Hong Kong and India. She was also a key member to the team responsible for the set up of Walt Disney Company Television Operations in Singapore.

In April 2008, she joined TAE as an Assistant General Manager for Special Projects. Due to her various roles in her previous employment, she has an in-depth knowledge and experience in finance and accounting, planning and control, capital budgeting, project management, business analysis, corporate risk management, product pricing, business process re-engineering, foreign exchange hedging, human resources and general administration.

Agnes Lim Boon Yoke, aged 36, is the Company Secretary of our Company. She obtained an Associateship in Chartered Secretary from The Malaysian Institute of Chartered Secretaries and Administrators in 2000.

She started her career in September 1996 as a Corporate Secretarial Assistant in M&C Services Sdn Bhd (formerly affiliated to KPMG). In February 2000, she joined Konsortium Logistik Bhd as a Corporate Secretarial Executive. Subsequently, she joined WCT Engineering Bhd as an Assistant Company Secretary in October 2001.

In May 2003, she was appointed as Company Secretary for Inproser group of companies and later joined TAE in June 2005. She has been appointed the Company Secretary of our Group on 8 August 2008.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.7 Conflict of Interest on TA Global and TAE's Common Board of Directors

As at the date of this Prospectus, TA Global and TAE have common board of directors as set out below:

	Board of TAE as at the date of this Prospectus	Board of TA Global as at the date of this Prospectus
Datuk Tiah Thee Kian	Non-Independent Non-Executive Chairman	Executive Chairman
Datin Tan Kuay Fong	Managing Director and Chief Executive Officer	Non-Independent Non-Executive Director
Dato' Sri Mohamed bin Abid	Non-Independent Non-Executive Director	Executive Director
Zainab Binti Ahmad	Executive Director	Non-Independent Non-Executive Director
Peter U Chin Wei	Independent Non-Executive Director	Independent Non-Executive Director
Jory Leong Kam Weng	Independent Non-Executive Director	Independent Non-Executive Director
Christopher Koh Swee Kiat	Independent Non-Executive Director	Independent Non-Executive Director
Rahmah binti Mahmood	Independent Non-Executive Director	Independent Non-Executive Director
Kimmy Khoo Poh Kim	-	Executive Director
Yaw Chun Soon	Executive Director	-

(a) Datuk Tiah Thee Kian

On 5 October 2009, Datuk Tiah Thee Kian was redesignated as the Executive Chairman of our Company. On the same date, he was also redesignated to be Non-Independent Non-Executive Chairman of TAE. He has gathered an extensive experience in the property management and property development industry. His experience and expertise includes strategic property development, operational planning and implementation, international business expansion and overall business management of the property division. His non-executive directorship in TAE will not require his involvement in the day-to-day activities and operations of TAE Group. As such, Datuk Tiah Thee Kian will spend a substantial portion of his working hours on the affairs of our Group pursuant to the Listing. His non-executive directorship in TAE will not affect his contribution to our Group nor negatively impact his ability to act the Executive Chairman of our Company.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

(b) Datin Tan Kuay Fong

On 5 October 2009, Datin Tan Kuay Fong was redesignated as the Non-Independent Non-Executive Director of our Company. Her involvement in our Group will not require much of her time as there are qualified and experienced managers managing our day-to-day operations who will report ultimately to Datuk Tiah Thee Kian. She has remained as the Managing Director and Chief Executive Officer in TAE and will spend a substantial portion of her working hours on the affairs of TAE. Her non-executive directorship in TA Global will not require her involvement in the day-to-day activities and operations of TA Global. As such, her non-executive directorship in our Company will neither affect her contribution to the TAE Group nor negatively impact her ability to act as the Managing Director and Chief Executive Officer of TAE.

(c) Dato' Sri Mohamed Bin Abid

On 5 October 2009, Dato' Sri Mohamed Bin Abid was appointed as the Executive Director of our Company and was on the same date redesignated as a Non-Independent Non-Executive Director of TAE. His non-executive directorship in TAE will not require his involvement in the day-to-day activities and operations of TAE Group. As such, he will spend a substantial portion of his working hours on the affairs of our Group. His non-executive directorship in TAE will neither affect his contribution to our Group nor negatively impact his ability to act as an executive director of our Company. Instead, he will spend a substantial portion of his working hours on the affairs of our Group. He has an extensive experience from holding various senior positions in companies, both locally and overseas. Over the years, he has established networks of both local and international contacts which will be invaluable to our Group in sourcing and obtaining strategic properties both locally and overseas markets.

(d) Zainab Binti Ahmad

On 5 October 2009, Zainab Binti Ahmad was appointed as Non-Independent Non-Executive Director of our Company. Her involvement in our Group will not require much of her time as there are qualified and experienced managers managing the day-to-day operations of our Group who will report ultimately to Datuk Tiah Thee Kian. She has remained as the Executive Director of TAE and will spend a substantial portion of her working hours on the affairs of TAE Group. Her non-executive directorship in our Company will not require her involvement in the day-to-day activities and operations of our Group. As such, her non-executive directorship in our Company will neither affect her contribution to the TAE Group nor negatively impact her ability to act as an Executive Director of TAE.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT**(e) Peter U Chin Wei**

On 5 October 2009, Peter U Chin Wei was appointed as an Independent Non-Executive Director in our Company. He has also remained as an Independent Non-Executive Director of TAE. His involvement in both companies does not require much of his time as both companies are managed by well-qualified and experienced managers. He is the Chairman of TAE's Audit Committee, Nomination Committee and Remuneration Committee. He is a Fellow of the Institute of Chartered Accountants in England and Wales and his expertise in accounts will benefit both TAE Group and our Group, pursuant to our Listing.

(f) Jory Leong Kam Weng

On 5 October 2009, Jory Leong Kam Weng was appointed as an Independent Non-Executive Director in TA Global. He has also remained as an Independent Non-Executive Director of TAE. His involvement in both companies does not require much of his time and expertise as both companies are managed by well-qualified and experienced managers. In view that he is also a partner of a local law firm and is a practising Advocate and Solicitor, he is in a good position to ensure that the minority interests in TAE and our Company are well-protected. He is also a Certified Public Accountant of CPA Australia, a Chartered Accountant of the Malaysian Institute of Accountants and a qualified mediator on the panel of the Malaysian Mediation Centre, Bar Council Malaysia. With these professional expertise and qualifications, he will be able to strengthen the corporate governance and legal and financial risk management of both the TAE Group and our Group.

(g) Christopher Koh Swee Kiat

On 5 October 2009, Christopher Koh Swee Kiat was appointed as an Independent Non-Executive Director in TA Global. He has also remained as an Independent Non-Executive Director of TAE. His involvement in both companies does not require much of his time as both companies are managed by well-qualified and experienced managers. He is a partner in Messrs Chris Koh & Chew and specialised in corporate and commercial matters.

(h) Rahmah binti Mahmood

On 5 October 2009, Rahmah Binti Mahmood was appointed as an Independent Non-Executive Director in our Company. She has also remained as an Independent Non-Executive Director of TAE. Her involvement in both companies does not require much of her time as both companies are managed by well-qualified and experienced managers. She has extensive experience in business management and contract negotiations which she is able to impart with the Board of TAE and our Company.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.8 INVOLVEMENT OF EXECUTIVE DIRECTORS/KEY MANAGEMENT IN OTHER BUSINESSES ACTIVITIES

As at LPD and save as disclosed below, none of the Executive Directors and/or key management of our Group is involved in other businesses or corporations.

(a) Datuk Tiah Thee Kian

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/ Nature of Business
TAE	Non-Independent Non-Executive Chairman and shareholder	Investment holdings and the provision of management services and funding facilities to its subsidiaries.

On 5 October 2009, Datuk Tiah Thee Kian was redesignated as the Executive Chairman of our Company and also as Non-Independent Non-Executive Chairman of TAE. On the same date, he was also redesignated to be Non-Independent Non-Executive Chairman of TAE. He has gathered an extensive experience in the property management and property development industry. His experience and expertise includes strategic property development, operational planning and implementation, international business expansion and overall business management of the property division. His non-executive directorship in TAE will not require his involvement in the day-to-day activities and operations of TAE Group. As such, Datuk Tiah Thee Kian will spend a substantial portion of his working hours on the affairs of our Group pursuant to the Listing. His non-executive directorship in TAE will not affect his contribution to our Group nor negatively impact his ability to act the Executive Chairman of our Company.

(b) Dato' Sri Mohamed Bin Abid

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/ Nature of Business
TAE	Non-independent Non-Executive Director and Shareholder	Investment holdings and the provision of management services and funding facilities to its subsidiaries.
TA Asset Management Sdn Bhd	Director	Investment holding and management services
East & West Maritime Sdn Bhd	Director and Shareholder	Maintenance and repair of shipping containers
Sinar Sari Sdn Berhad	Director and Shareholder	Dormant
MRH Enterprise Sdn Bhd	Director and Shareholder	Dormant
Impian Idaman Sdn Bhd	Director and Shareholder	Investment holding
Kelana Erat Sdn Bhd	Director and Shareholder	Land Owner
ASL Asia Pacific Limited	Director and Shareholder	Advisory and Consultancy

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/Nature of Business
Technology Asian Resources-GET Sdn Bhd	Director and Shareholder	Solution Provider
Sementar Properties Sdn Bhd	Director and Shareholder	Land Owner
Straits Waterfront Sdn Bhd	Director and Shareholder	Dormant
Straits Pioneer Sdn Bhd	Director and Shareholder	Dormant
Sinar Sari Systems Sdn Bhd	Director and Shareholder	Advisory and Consultancy
Sapura Crest Bhd	Shareholder	Investment Holding
Kencana Petroleum Bhd	Shareholder	Investment Holding
Sime Darby Bhd	Shareholder	Plantations, property, general trading
Kiara Baru Sdn Bhd	Director and Shareholder	Dormant
Tesco Stores (Malaysia) Sdn Bhd	Chairman of Advisory	

He is a Non-Independent Non-Executive Director in TAE and his involvement in the above companies does not require much of his time as well-qualified and experienced managers manage these companies. As such Dato' Sri Mohamed Bin Abid spends a substantial portion of his working hours on the affairs of our Group.

(c) Kimmy Khoo Poh Kim

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/Nature of Business
TA Centre Berhad	Director	Investment holding
TA International	Director	Investment holding and management services
TA Antarabangsa Ltd	Director	Investment holding and provision of funding facilities
Winner Star Group Ltd	Director	Dormant
TA Antarabangsa Finance South Africa Ltd	Director	Ceased operations
TA Investment Holdings South Africa Ltd	Director	Investment holding

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/Nature of Business
TA International Investment Ltd	Director	Investment holding
TA Ausfinance Ltd	Director	Share investment
Ace Fit International Ltd	Director	Property Investment
TA Ace Fit Management (Kunming) Co Ltd	Director	Dormant
Taejas Holdings Sdn Berhad	Director	Investment holding
Othman & Ng Nominees Sdn Berhad	Director, and Shareholder	Dormant
TA Financial Services Pty Ltd	Director	Investment holding

Her involvement in the above companies does not require much of her time as well-qualified and experienced managers managed the companies. In addition, most of these companies are either dormant or inactive. As such Kimmy Khoo Poh Kim spends a substantial portion of her working hours on the affairs of our Group.

(d) Daniel Lim Hin Soon

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/Nature of Business
Majestic Partners Sdn Bhd	Director, Shareholder	Owning a shop for rental
Ace Fit International Ltd	Director	Property investment

His involvement in the above companies does not require much of his time as the company is managed by well-qualified and experience managers. As such Daniel Lim Hin Soon spends a substantial portion of his working hours on the affairs of our Group.

(e) Yong Kim Kiong

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/Nature of Business
TA Capital Sdn Bhd	Director	Dormant
TA Nominees Sdn Bhd	Director	Dormant
TA Travel Sdn Bhd	Director	Tour and Travel agency
TA Ace Fit Investment Management (Kunming) Co. Ltd	Director	Dormant

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/Nature of Business
TA Investment Holdings South Africa Ltd	Director	Investment holding
TA Antarabangsa Finance South Africa Ltd	Director	Dormant
TA Centre Pty Ltd	Director	Dormant
Indian Ocean Lanka (Pvt) Ltd	Director	Investment holding
TA Development Lanka (Pvt) Ltd	Director	Dormant

His involvement in the above companies does not require much of his time as well-qualified and experienced managers manage the company. In addition, most of these companies are either dormant or inactive. As such Yong Kim Kiong spends a substantial portion of his working hours on the affairs of our Group.

(g) Lai Su Chung

Name of Company/ Business	Position (Director / Shareholder)	Principal Activities of Company/Nature of Business
Apex Integrated	Partner	Training and Development

His involvement in the above firm does not require much of his time as there is a well-qualified and experienced manager manage the firm. In addition, there is another partner involved in the day-to-day operations of the above mentioned firm. As such Lai Su Chung spends a substantial portion of his working hours on the affairs of our Group.

5.9 DECLARATION OF PROMOTERS, DIRECTORS AND KEY MANAGEMENT

Save as disclose below, none of our Promoters, Directors and key management 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 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;
- (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, judgment 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. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

On 10 May 2002, Datuk Tiah Thee Kian was charged in the Session Court in Shah Alam, Selangor for permitting the furnishing of a false report on share prices to the Kuala Lumpur Stock Exchange and was fined RM3 million, which he paid on the same day.

On 4 August 1999, Kimmy Khoo Poh Kim was charged in the Sessions Courts in Shah Alam for abetting Datuk Tiah Thee Kian in abetting Dato Soh Chee Wen in a scheme to defraud Omega Securities Sdn Bhd. She pleaded not guilty and claimed trial. On 10 May 2002, the Prosecution withdrew the charge.

5.10 RELATIONSHIP AND ASSOCIATION

Save as disclosed below, there is no family relationship (as defined in Section 122A of the Act) and association between the Company's Directors, key management, substantial shareholders and promoters:-

- (a) Datin Tan Kuay Fong is the spouse of Datuk Tiah Thee Kian;
- (b) Kimmy Khoo Poh Kim is the sister-in-law of Datuk Tiah Thee Kian and Datin Tan Kuay Fong;
- (c) Sally Tan Kuay Geok is the sister of Datin Tan Kuay Fong;
- (d) Datuk Tiah Thee Kian is the substantial shareholder of TA Global directly as well as indirectly through TAE.

5.11 EXISTING OR PROPOSED SERVICE AGREEMENTS

Save as disclosed below, there are no existing or proposed service agreements between our Group and our Directors and key management.

A service agreement has been entered into between TA Global and Dato' Sri Mohamed Bin Abid on 5 October 2009, where TA Global has agreed to his appointment and his roles and responsibilities as an Executive Director of TA Global. This agreement is renewable on a yearly basis. TA Global or Dato' Sri Mohamed Bin Abid may terminate the said service agreement by giving each other three (3) months notice in writing or payment of three (3) months salary in lieu of notice.

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5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

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

There are no changes in the Promoters and/or substantial shareholders' shareholdings in our Company for the past three (3) years save as follows:-

Substantial Shareholders	Allotment/ Acquisition		Transfer/ Disposal		Balance held		Reason for change
	Date	No. of units	Date	No. of units	No. of units	%	
<u>Ordinary Shares</u>							
Datuk Tiah Thee Kian	08.08.08	1	15.08.08	1	-	-	Subscriber's Shares
Datin Tan Kuay Fong	08.08.08	1	15.08.08	1	-	-	Subscriber's Shares
TAE	15.08.08	2	-	-	2	100.0	Shares transfer
	05.10.09	4	-	-	4	100.0	Share split
	05.10.09	2,289,999,996	-	-	2,290,000,000	100.0	Acquisition
	05.10.09	269,974,638	-	-	2,559,974,638	100.0	Rights Issue
	05.10.09	1,040,025,362	-	-	3,600,000,000	100.0	Capitalisation
<u>ICPS</u>							
TAE	05.10.09	1,215,363,632	-	-	1,215,363,362	100.0	Acquisition

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

5.13 EMPLOYEES

As at LPD, our Group has 532 employees (comprising 496 permanent employees and 36 contract staff who have been employed by TA Global).

Categories of Employees	FYE 31 January			As at LPD
	2007	2008	2009	
Managerial and Professional	74	76	77	79
Technical and supervisory	103	113	117	114
Clerical and related occupations	52	55	46	50
General workers	288	327	292	289
Total	517	571	532	532

Location	FYE 31 January			As at LPD
	2007	2008	2009	
Malaysia	125	135	139	139
Australia	378	422	378	374
Canada	14	14	15	19
Total	517	571	532	532

As at LPD, 37 of our 374 employees in Australia are members of Liquor, Hospitality Miscellaneous Union, which is based in Australia. Our Group has good relationship with the union and there have not been any industrial disputes involving our Group.

Training and Development

The management believe that employees are key assets that play a pivotal role in our continuous growth and recognise the importance of retaining quality employee. Our Group continuously encourage the development and training of employees for the improvement of overall skills sets and professionalism for the enhancement of productivity. Our Group emphasise on training and development as an essential process and encourage our employees to increase their skills and knowledge through hands-on-training.

Towards this respect, our Group have been consistently sending out employees to various courses, both in-house and externally conducted, such as finance courses and project management courses, in tandem with their respective job functions and training needs, to equip them with the necessary skills and further develop their capabilities. Our Group believe in motivating our employees by providing opportunities for progressive career growth, and as such, provide these training opportunities for employees to enhance their work performance in order to assume wider job responsibilities.

5. INFORMATION ON PROMOTERS/SUBSTANTIAL SHAREHOLDERS/DIRECTORS AND KEY MANAGEMENT

Management Succession Plans

Our Group's business is organised along functional lines where functional/department managers are responsible for the execution of their duties. Our Group practices management empowerment whereby functional/department managers are relatively autonomous and have significant decision making authority within their span of control and within clearly defined boundaries. As such, there is no over reliance on the Executive Chairman and Executive Directors to be involved in all the details and aspects of the operational and functional areas. This allows the Executive Chairman and Executive Directors to focus on strategic matters and on further developing the business for growth and success.

The management of our Group have in place a mentoring system whereby the management would identify successors and train them to take over the roles and responsibilities of the management when the needs arise.

The management recognise the need to ensure continuity in our management in order to maintain our competitive edge over our competitors. Our Board believes that the continued success of our Group depends, among others, on the support, dedication and commitment of our management personnel. Our Group has in place human resource strategies which, include, amongst others, attractive remuneration packages and further training activities and promotion opportunities. Our Group's initiatives on succession planning include:-

- (a) Identifying key competencies and requirements for managers and higher positions. Job and candidate profiles are developed for management position in line with the business goals, strategies and culture of our Group; and
- (b) Taking a proactive approach towards addressing talent management to ensure the organisation has talent readily available from a capability perspective to undertake leadership positions throughout the organisation.

In addition, our middle management are constantly exposed to various aspects of our business activities in order to ensure that they have a full understanding of the responsibilities and the decision making process and are equipped with the knowledge necessary for them to succeed to senior management positions.

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6. APPROVAL AND CONDITIONS**6.1 APPROVALS AND CONDITIONS**

The MITI had taken note of our Listing Scheme vide its letter dated 4 November 2008, 8 April 2009 and 24 August 2009. The conditions imposed by the MITI and the status of compliance are as follows: -

Conditions Imposed By MITI	Status of Compliance
(i) To obtain the SC's approval and compliance with the Guidelines on the Acquisitions of Interests, Mergers and Take-overs by Local and Foreign Interests; and	Complied. The SC had approved the listing scheme vide SC's letter dated 11 November 2008, 6 May 2009 and 16 September 2009, subject to certain conditions. Please refer to below for the conditions imposed by the SC.
(ii) Our Company to inform MITI upon completion of our Listing Scheme.	Will be complied. We will inform MITI of the completion of our Listing.

The SC had approved our Listing Scheme, under Section 212(5) of the CMSA and under FIC's Guidelines on the Equity Requirements for Public Companies, via its letter dated 11 November 2008, 6 May 2009 and 16 September 2009. The conditions imposed by the SC and the status of compliance are as follows: -

Conditions Imposed By SC vide its letter dated 11 November 2008	Status of Compliance
(a) TAE should fully disclose in its circular to the shareholders on the following matters:	
(i) Its future direction, clearly demonstrating that it is involved in a distinct and viable business of its own, following the disposal of the property-related division to ensure the sustainability of its listing status;	Complied as disclosed in Section 6.1 of TAE's Circular dated 18 September 2009.
(ii) Details concerning the conflict of interest on TA Global and TAE's common board of directors in terms of time allocation and expertise together with the relevant mitigating factors; and	Complied as disclosed in Section 11 of TAE's Circular dated 18 September 2009.
(iii) Details on the utilisation of proceeds	Complied as disclosed in Section 10 of TAE's Circular dated 18 September 2009.
(b) Datuk Tiah Thee Kian and Datin Tan Kuay Fong should only hold one (1) executive directorship in either TA Global or TAE;	Complied.
(c) TAE should seek the SC's prior approval for the utilisation of proceeds arising from the Offer For Sale once specific plans are identified and finalised. In the interim, the proceeds are to be placed in an interest-bearing account(s) with local financial institution(s);	Will be complied upon identification and finalisation of specific plans.

6. APPROVAL AND CONDITIONS

Conditions Imposed By SC vide its letter dated 11 November 2008		Status of Compliance												
(d)	TAE / AmlInvestment Bank should fully comply with other relevant requirements relating to the proposals as stipulated in the Guidelines on the Offering of Equity and Equity-Linked Securities.	Will be complied, where applicable.												
(e)	AmlInvestment Bank / TA Global should fully comply with the relevant requirements pertaining to the implementation of the proposed flotation under the Guidelines on the Offering of Equity and Equity-Linked Securities	Will be complied, where applicable.												
(f)	For the purpose of complying with the National Development Policy ("NDP") requirements, at least 30% of the enlarged share capital upon listing of TA Global should be held by Bumiputera shareholders, which is to be recognised and approved by MITI;	This condition was varied as set out in SC's letter dated 16 September 2009. Please refer below for the condition varied by the SC.												
(g)	AmlInvestment Bank / TA Global should inform the SC on the status of the compliance with the NDP requirements upon completion of the floatation scheme;	Will be complied upon completion of the floatation scheme.												
(h)	TA Global should transfer the ownership of the properties, as set out below, within 6 months from the date of the SC's approval letter:	SC had approved an extension of time of up to 10 November 2009, to complete the transfers of these vide their letter dated 25 May 2009. An application has been made for a further extension of time of up to six (6) months on 19 October 2009 and is currently pending a decision by the SC.												
<table border="1"> <thead> <tr> <th>No</th> <th>Description</th> <th>Type</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Lot No. 203, Section 89A, Town of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur</td> <td>1½ storey detached house located at Taman U-Thant</td> </tr> <tr> <td>2</td> <td>PT No. 7137, Mukim of Serendah, District of Hulu Selangor, Selangor</td> <td>A parcel of industrial land within Bandar Bukit Beruntung</td> </tr> <tr> <td>3</td> <td>PT Nos. 7346-7349, Mukim of Serendah, District of Hulu Selangor, Selangor</td> <td>4 parcels of industrial land within Bandar Bukit Beruntung</td> </tr> </tbody> </table>			No	Description	Type	1	Lot No. 203, Section 89A, Town of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur	1½ storey detached house located at Taman U-Thant	2	PT No. 7137, Mukim of Serendah, District of Hulu Selangor, Selangor	A parcel of industrial land within Bandar Bukit Beruntung	3	PT Nos. 7346-7349, Mukim of Serendah, District of Hulu Selangor, Selangor	4 parcels of industrial land within Bandar Bukit Beruntung
No	Description	Type												
1	Lot No. 203, Section 89A, Town of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur	1½ storey detached house located at Taman U-Thant												
2	PT No. 7137, Mukim of Serendah, District of Hulu Selangor, Selangor	A parcel of industrial land within Bandar Bukit Beruntung												
3	PT Nos. 7346-7349, Mukim of Serendah, District of Hulu Selangor, Selangor	4 parcels of industrial land within Bandar Bukit Beruntung												
(i)	TA Global should fully disclose details concerning the conflict of interest on TA Global and TAE's common board of directors in terms of time allocation and expertise and its concentration on high-end development projects together with the relevant mitigating factors in its listing prospectus; and	Complied as disclosed in Sections 3 and Section 5.7 of this Prospectus.												
(j)	Upon completion of the acquisition of the TA Properties Group, TA First Credit Sdn Bhd should cease any new lending activities.	Complied.												

6. APPROVAL AND CONDITIONS

The SC noted that the equity structure relating to Bumiputera, non-Bumiputera and foreign shareholdings in our Company would change arising from the implementation of our Listing Scheme, as follows:

	Before implementation of Listing Scheme*	After completion of Listing Scheme
Bumiputera	-	30.0 [^]
Non-Bumiputera	100.0	70.0
Foreigners	-	-
Total	100.0	100.0

Notes:-

* As at incorporation

[^] Subject to MITI's approval

The SC had vide their letter dated 6 May 2009 approved our application for an extension of time for an additional six (6) months up to 10 November 2009 for the completion of our Listing Scheme. In the same letter, the SC had also approved our application for a revision made to the Listing Scheme. There were no changes made to the conditions imposed by the SC in their letter dated 11 November 2008. Subsequently the SC had vide their letter dated 21 October 2009 approved 2009 approved our application for an extension of time up to 10 January 2010 for the completion of our Listing Scheme.

The SC had vide their letter dated 16 September 2009 approved our application for a further revision to the Listing Scheme and had in the same letter varied their condition as follows:-

Conditions Imposed By SC vide its letter dated 16 September 2009	Status of Compliance
TA Global is required to allocate 50% of the public spread requirement to Bumiputera investors, including the shares offered under the balloted public	Complied. As set out in this Prospectus, 450,000,000 Shares are offered to Malaysian Bumiputera public, institution and investors, representing approximately 12.5% of our enlarged issued and paid up share capital.

The SC noted that the equity structure relating to Bumiputera, non-Bumiputera and foreign shareholdings in our Company would change arising from the implementation of our revised Listing Scheme, as follows:-

	Before implementation of Listing Scheme*	After completion of Listing Scheme
Bumiputera	-	12.5 [^]
Non-Bumiputera	100.0	87.5
Foreigners	-	-
Total	100.0	100.0

6. APPROVAL AND CONDITIONS

Notes:-

- * As at incorporation
 ^ Subject to MITI's approval

Bursa Securities has granted the acceptance of a lower public shareholding spread of 15% as compliance with Paragraph 8.15(1) of the Listing Requirements, vide its letter dated 2 December 2008. Details of conditions imposed by Bursa Securities and the status of compliance are as set out below:

Conditions Imposed By Bursa Securities vide its letter dated 2 December 2008	Status of Compliance
(i) Our Company should use our best endeavours to increase the percentage of public shareholding spread to 25%; and	Noted.
(ii) Our Company should notify Bursa Securities immediately in writing, if in conjunction with the preparation of our Company's semi-annual returns and/or where our Company otherwise becomes aware of the following:- (a) any decrease in our Company's issued and paid up share capital; (b) any decrease in the percentage of public shareholding spread below 15%; and (c) any decrease in the number of public shareholders.	Will be complied, if applicable.

6.2 MORATORIUM ON SHARES

In accordance with the SC Guidelines, our Promoters will not be allowed to sell, transfer or assign their entire shareholdings in our Company for six (6) months from the date of Listing.

Upon Listing, our Promoters' shareholdings, which will be subjected to the moratorium are as set out below:-

Minimum Scenario : Assuming no subscription of Offer Shares

Name	Country of incorporation / Nationality	Shareholding after Listing		Shareholding under moratorium	
		Direct	(%)	Direct	(%)
TAE	Malaysia	2,572,854,222	71.5	2,572,854,222	71.5
Datuk Tiah Thee Kian [#]	Malaysian	290,746,920	8.1	290,746,920	8.1
Datin Tan Kuay Fong [#]	Malaysian	2,616,600	0.1	2,616,600	0.1

6. APPROVAL AND CONDITIONS

Name	Country of incorporation / Nationality	No of ICPS held after Listing ^{^^}		No of ICPS held in moratorium ^{^^}	
		Direct	(%)	Direct	(%)
TAE	Malaysia	188,217,854	15.5	188,217,854	15.5
Datuk Tiah Thee Kian [^]	Malaysian	290,746,920	23.9	290,746,920	23.9
Datin Tan Kuay Fong [^]	Malaysian	2,616,600	0.2	2,616,600	0.2

Maximum Scenario : Assuming full subscription of Offer Shares

Name	Country of incorporation / Nationality	Shareholding after Listing		Shareholding under moratorium	
		Direct	(%)	Direct	(%)
TAE	Malaysia	2,112,854,222	58.7	2,112,854,222	58.7
Datuk Tiah Thee Kian [^]	Malaysian	291,546,920	8.1	291,546,920	8.1
Datin Tan Kuay Fong [^]	Malaysian	3,016,600	0.1	3,016,600	0.1

Name	Country of incorporation / Nationality	No of ICPS held after Listing ^{^^}		No of ICPS held in moratorium ^{^^}	
		Direct	(%)	Direct	(%)
TAE	Malaysia	188,217,854	15.5	188,217,854	15.5
Datuk Tiah Thee Kian [^]	Malaysian	290,746,920	23.9	290,746,920	23.9
Datin Tan Kuay Fong [^]	Malaysian	2,616,600	0.2	2,616,600	0.2

Notes: -

[^] The shareholdings of our Promoters in our Company will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Promoters as at the Entitlement Date. The above includes their respective entitlements for the Pink Form Shares Allocation.

[#] The shareholdings of our Promoters in our Company will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Promoters as at the Entitlement Date, excluding their respective entitlements for the Pink Form Shares Allocation.

^{^^} Based on the total ICPS of 1,215,363,632. The number of ICPS to be held by the Promoters will be arrived at based on their respective shareholdings in TAE as at the Entitlement Date and as such will be subjected to change based on actual number of TAE shares held by the respective Promoters as at the Entitlement Date.

Pursuant to the moratorium to which the above affected promoters have agreed, they will not be allowed to sell, transfer or assign the Shares they respectively hold within six (6) months from the date of TA Global's Listing.

The restriction is specifically endorsed on the notice of allotment and share certificate representing the shares held by the promoters under moratorium to ensure that trading of these shares is not allowed in compliance with the restriction imposed by the SC

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST**7.1 EXISTING AND PROPOSED RELATED PARTY TRANSACTIONS AND CONFLICT OF INTEREST**

Save as disclosed below and in Section 7.3 of this Prospectus, our Group does not have any other existing and/or proposed related party transactions or other subsisting contracts of arrangement entered into by our Group which involved the interest, direct or indirect, of the Directors, substantial shareholders of our Company and/or key management and/or persons connected to them as defined under Section 122A of the Act for the past three (3) FYE 31 January and FPE April 2009:-

Transacting Parties	Nature of Transactions	Transaction Value (RM'000)			
		FYE 2007	FYE 2008	FYE 2009	FPE April 2009
TAE	Management fee income from TAE	144	144	144	36
	Management fee paid / payable to TAE	(420)	(720)	(720)	(180)
	Rental income from TAE ⁽⁴⁾	20	891	2,197	543
	NCRPS to TAE	(50,000)	(50,000)	(50,000)	(50,000)
Holborn Holdings Ltd ⁽¹⁾	Rental income, tenant recoveries and reimbursement for leasehold improvements from Holborn Holdings Ltd	675	489	-	-
TA Securities Group	Rental income from TA Securities Group ⁽⁵⁾	799	4,064	4,871	551
	Handling fees from TA Securities Group	1,296	1,555	247	29
Messrs. Chris Koh & Chew ⁽²⁾	Rental income from Messrs. Chris Koh & Chew	10	57	65	22
	Legal fees paid to Chris Koh & Chew	(399)	(339)	(272)	(29)
Datuk Tiah Thee Kian	Rental of TA Guest House	-	150	360	90
Datin Tan Kuay Fong	Rental of TA Guest House	360	210	-	-
TA Futures	Rental income from TA Futures ⁽⁶⁾	53	381	365	87
TA Travel	Rental income from TA Travel ⁽⁶⁾	9	52	67	19
TA Antarabangsa	Interest payable/paid to TA Antarabangsa	(604)	(510)	(414)	(64)
	Interest income from TA Antarabangsa	227	193	-	-
	NCRPS to TA Antarabangsa	(7,988)	(7,988)	(7,988)	(7,988)
Messrs. Iza Ng, Yeoh & Kit ⁽³⁾	Legal fees paid to Messrs. Iza Ng, Yeoh & Kit	(4)	(55)	-	(3)

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST

Notes:-

- (1) Shareholders are the children of Datuk Tiah Thee Kian, a substantial shareholder and Director of TA Global and his wife, Datin Tan Kuay Fong, pursuant to Section 122A of the Act
- (2) A legal firm where Christopher Koh Swee Kiat, a Director of TA Global, is a partner
- (3) A legal firm where Jory Leong Kam Weng, a Director of TA Global, is a partner
- (4) Rental income for Menara TA One for FYE 2008 was only for five (5) months as our Group enforced the charging of rental for the occupation of the said building to certain related companies in September 2007. In FYE 2007, rental agreements were not formalised as all companies were under TAE Group. Furthermore, it would not be cost effective to formalise rental agreements as all intercompany transactions and balances are eliminated at group level. In FYE 2008, rental agreements were subsequently entered into.
- (5) Rental income for FYE 2007 was generated from two (2) months of rental income for Menara TA One, with the remainder being generated from renting out a building to store archived documents. The apparent increase in rental income in FYE 2008 was due to the recognition of a full year's rental income subsequent to the transfer of Menara TA One to a subsidiary of TA Properties in end November 2006. The increase in rental income in FYE 2009 was due to an increase in rental rates.
- (6) Rental income for FYE 2007 was generated from two (2) months of rental income for Menara TA One. The apparent increase in rental income in FYE 2008 was due to the recognition of a full year's rental income subsequent to the transfer of Menara TA One to a subsidiary of TA Properties in end November 2006. From FYE 2008 to FYE 2009:
- (a) Rental income from TA Futures decreased mainly due to a slight reduction in TA Futures' tenanted area; and
- (b) Rental income from TA Travel increased due to an upward revision in rental rates.

Our Directors confirm that the above transactions are entered into on an arm's length basis and on commercial terms which are not more favourable to the related parties than those generally available to third parties and which will not be detrimental to our minority shareholders.

7.2 TRANSACTIONS UNUSUAL IN THEIR NATURE OR CONDITIONS

Our Group does not have any transactions that are unusual in their nature or conditions, involving goods, services, tangible or intangible assets, to which our Company or subsidiaries was a party in respect of the past three (3) FYE 31 January 2007 to 2009 and FPE April 2009.

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

Save as disclosed below, there are no outstanding loans (including guarantees of any kind) made by our Company and/or any other company within our Group to or for the benefit of the related parties as at the end of each of the past three (3) FYE 31 January 2007 to 2009 and FPE April 2009.

Advances between our Group and TAE Group

TAE is a public listed company and also our holding company. TAE and its group of subsidiaries had historically secured borrowings from banks and on-lent the advances to our Group. The amounts owing by / (to) our Group to / (by) TAE (in relation to the advances made by TAE) for the past three (3) FYE 31 January 2007 to 2009 and FPE April 2009 are as follows:

Transacting Parties	Nature of Transactions	Transaction Value (RM'000)			
		FYE 2007	FYE 2008	FYE 2009	FPE April 2009
TAE	Balance due from TAE (non-interest bearing)	21	21	21	21
	Balance due to TAE (non-interest bearing)	(254,379)	(180,525)	(117,216)	(123,139)

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST

Transacting Parties	Nature of Transactions	Transaction Value (RM'000)			
		FYE 2007	FYE 2008	FYE 2009	FPE April 2009
TA Securities Group [^]	Balance due from TA Securities Group (non interest bearing)	80	368	287	267
	Balance due to TA Securities Group (non interest bearing)	(21)	(14)	(14)	(14)
TA Antarabangsa [^]	Short term loan from TA Antarabangsa (interest bearing)	14,832	-	-	-
	Short term loan to TA Antarabangsa (interest bearing)	(21,778)	-	-	-
	Promissory Note (interest bearing) payable to TA Antarabangsa	(10,985)	(12,029)	(7,945)	-
	Balance due from TA Antarabangsa (non interest bearing)	11,869	9,042	-	-
TA Antarabangsa Finance South Africa Ltd [^]	Balance due to TA Antarabangsa (non interest bearing)	(454)	(525)	(394)	(327)
	Balance due from TA Antarabangsa Finance South Africa Ltd (non interest bearing)	4,134	3,774	-	-
TA Ausfinance Ltd [^]	Balance due to TA Ausfinance Finance South Africa Ltd (non-interest bearing)	(1)	-	-	-
	Balance due from / (to) TA Ausfinance Ltd (non interest bearing)	4,148	3,380	(1,604)	(1,746)
Bold Holdings Pty Ltd	Balance due from / (to) Bold Holdings Pty Ltd (non interest bearing)	(5,110)	(5,424)	2	11
Philippine TA Securities Inc [^]	Balance due to Philippine TA Securities Inc (non interest bearing)	(27)	(52)	(50)	(48)
TA Centre Berhad [^]	Balance due to TA Centre Berhad (non interest bearing)	(226,370)	(224,727)	(224,277)	(224,277)

[^] Wholly owned subsidiaries of TAE

All the amount outstanding as at FPE April 2009 are short term in nature as these advances are unsecured, interest free and repayable on demand. Our Directors confirm that the above transactions are entered into on an arm's length basis and on commercial terms which are not more favourable to the related parties than those generally available to third parties and which will not be detrimental to our minority shareholders.

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST***Other loans, including guarantees between our Group and TAE Group***

Transacting party	Facility	Facility Amount (RM' million)	Utilised Amount (RM'000)			
			FYE 2007	FYE 2008	FYE 2009	FPE April 2009
TAE	Revolving credit facility granted to TAE with a third party pledge of Menara TA One as security	50*	30,000	-	-	-
	Bank Guarantee issued on behalf of TA Global's subsidiaries	1	-	-	-	670
TA Centre Berhad, a wholly owned subsidiary of TAE	Bank Guarantee issued on behalf of TA Global's subsidiaries	1	742	508	28	37

* As at the LPD, TAE has requested for an increase in the limit of the revolving credit facility from RM50 million to RM150 million, and the lender of the said facility is processing TAE's request.

All the utilised amount as at FPE April 2009 are short term in nature as these facilities are unsecured, interest free and repayable on demand. Our Directors confirm that the above transactions are entered into on an arm's length basis and on commercial terms which are not more favourable to the related parties than those generally available to third parties and which will not be detrimental to our minority shareholders.

7.4 INTEREST IN SIMILAR BUSINESS

Save as disclosed below and to the best knowledge and belief of the Directors and substantial shareholders of our Company, none of the Directors or substantial shareholders of our Company are interested, directly or indirectly in any business carrying on a similar or competing trade or which are the customers or suppliers of our Group:-

Name of Company	Nature of Business	Affected Person	Position (Director / Shareholder)	Direct		Indirect		Notes
				No. of shares	%	No. of shares	%	
Kelana Erat Sdn Berhad	Land owner	Dato' Sri Mohamed Bin Abid	Director and shareholder	-	-	999 ⁺	99.9	Note (1)
Sementar Properties Sdn Berhad	Land owner	Dato' Sri Mohamed Bin Abid	Director and shareholder	40,000	40.0	-	-	Note (2)
Sime Darby Berhad	Plantations, property, general trading	Dato' Sri Mohamed Bin Abid	Shareholder	30,000	*	-	-	Note (3)
		Christopher Koh Swee Kiat	Shareholder	1,120	*	-	-	Note (8)

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST

Name of Company	Nature of Business	Affected Person	Position (Director / Shareholder)	Direct		Indirect		Notes
				No. of shares	%	No. of shares	%	
Keep Linked Sdn Bhd	Property investment	Peter U Chin Wei	Director	-	-	-	-	Note (4)
Regalview (M) Sdn Bhd	Property investment	Rahmah Binti Mahmood	Director and Shareholder	499,999	99.0	-	-	Note (5)
RockShield Corporation Sdn Bhd	Property investment and consultancy	Peter U Chin Wei	Director and Shareholder	9,999	100.0 [^]	-	-	Note (6)
Talam Corporation Bhd	investment holdings and property development	Peter U Chin Wei	Shareholder	18,765	*	-	-	Note (7)
Sunrise Bhd	Property Development	Peter U Chin Wei	Shareholder	10,400	*	-	-	Note (7)
Commerce Asset Holdings Bhd	investment holding, property management, consultancy	Christopher Koh Swee Kiat	Shareholder	1,000	*	-	-	Note (8)
Malaysian Resources Corporation Bhd	Investment holding, property development	Christopher Koh Swee Kiat	Shareholder	1,667	*	-	-	Note (8)
Menang Corp (M) Bhd	Investment holding, letting out of properties	Christopher Koh Swee Kiat	Shareholder	5,000	*	-	-	Note (8)
Selangor Properties Bhd	Property investment	Christopher Koh Swee Kiat	Shareholder	2,000	*	-	-	Note (8)
IJM Corporation Bhd	Construction, property development	Christopher Koh Swee Kiat	Shareholder	1,500	*	-	-	Note (8)
Pan Malaysia Industries Bhd	Investment holding, property investment	Christopher Koh Swee Kiat	Shareholder	1,000	*	-	-	Note (8)
Tradewind Corporations Bhd	Investment holding, Commercial property investment	Christopher Koh Swee Kiat	Shareholder	2,000	*	-	-	Note (8)

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST

Name of Company	Nature of Business	Affected Person	Position (Director / Shareholder)	Direct		Indirect		Notes
				No. of shares	%	No. of shares	%	
KLCC Property Holdings Bhd	Investment holding, property investment	Christopher Koh Swee Kiat	Shareholder	1,000	*	-	-	Note (8)
Triplc Bhd	Investment holding, property construction	Christopher Koh Swee Kiat	Shareholder	1,000	*	-	-	Note (8)
Prestar Resources Bhd	Investment holding, rental of property	Christopher Koh Swee Kiat	Shareholder	2,000	*	-	-	Note (8)

Notes:-

* less than 0.1

^ Deemed interested by virtue of his substantial shareholding in Impian Idaman Sdn Bhd, which has a 99.9% shareholding in Kelana Erat Sdn Bhd.

- (1) The principal activity of Kelana Erat Sdn Bhd is property development. However the properties held by both companies are currently in Johor Bahru and is not in competition with any of our Group's property development projects.
- (2) Sementar Properties Sdn Bhd is currently dormant but is holding an agriculture land. However as the land is agriculture in nature, it is different from the nature of properties held by our Group.
- (3) Although Dato' Sri Mohamed Bin Abid has interest in Sime Darby Bhd, which is also involved in property, however his interest in Sime Darby Bhd is not significant to influence the decisions made.
- (4) Keep Linked Sdn Bhd is principally involved in property investment. However Keep Linked Sdn Bhd only holds a freehold double storey-linked house in Petaling Jaya and thus is not in competition with any of our Group's property development projects.
- (5) Regalview (M) Sdn Bhd is principally involved in property investment. However the property held by this company consist of an apartment located in Kota Damansara. Thus it is not in competition with any of our Group's property development projects.
- (6) RockShield Corporation Sdn Bhd is principally involved in property investment and consultancy. However the properties held by this company consist of one shop house located in Taman Tun Dr. Ismail, Kuala Lumpur.
- (7) Although Peter U Chin Wei has interest in these companies, which are also involved in property development, however his interest in these companies is not significant to influence the decisions made.
- (8) Although Christopher Koh Swee Kiat has interest in these companies, which are also involved in property management, property development, letting out of properties, properties investment, however his interest in these companies is not significant to influence the decisions made.

Save as disclosed in section 7.1 and Section 7.6 of this Prospectus, none of the Directors and substantial shareholders of our Group has any interest in other businesses and corporations which are customers or suppliers of our Group.

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST

7.5 PROMOTIONS OF ANY MATERIAL ASSETS ACQUIRED / TO BE ACQUIRED

Save as disclosed in Section 13.4, none of the other Directors and substantial shareholders have 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 our Company or any of our subsidiaries, within the three (3) years preceding the date of this Prospectus.

7.6 CONTRACTS OR ARRANGEMENTS IN WHICH THE DIRECTORS OR SUBSTANTIAL SHAREHOLDERS ARE INTERESTED AND WHICH IS SIGNIFICANT IN RELATION TO THE BUSINESS OF OUR GROUP

Save as disclosed in this Prospectus and below, none of the Directors and/or substantial shareholders of our Company have interest in any contracts or arrangements, which is significant in relation to the business of our Group.

On 7 April 2004, TA Properties have entered into a Joint Venture Agreement with Beringin Terrace Sdn Bhd to develop a freehold land held under No. H.S (D) 32163, PT 938 in Mukim of Kuala Lumpur, Wilayah Persukutuan measuring approximately 12,873 square meters.

In consideration for the following sum to be paid by Beringin Terrace Sdn Bhd in the manner as stated in the JV Agreement, TA Properties has agreed to allow Beringin Terrace Sdn Bhd to undertake the development on the said freehold vacant land subject to the terms and conditions therein contained:-

- (i) land value of RM20,000,000 payable progressively; and
- (ii) profit consideration, an amount equivalent to 35% of any proceed as derived from the sales of the development after deducting the cost of the development payable upon finalisation and closing of all the necessary account for the development

Dato' Sri Mohamed Bin Abid is the Executive Director in our Company. His son, Hafez Bin Mohamed is one of the directors and shareholders of Beringin Terrace Sdn Bhd. However, Dato' Sri Mohamed Bin Abid will abstain from all deliberation and voting on all matters in respect of the joint venture at the Board Meetings.

7.7 RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Pursuant to Paragraph 10.09 of the Listing Requirements, a listed issuer may seek a shareholder's mandate in respect of related party transactions involving recurrent transactions of revenue or trading in nature subject to the following: -

- (a) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (b) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where the aggregate value is equal to or exceeds the applicable prescribed threshold under Paragraph 10.09(1) of the Listing Requirements;

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST

- (c) in a meeting to obtain shareholders' mandate, the interested director, interested major shareholder or interested person connected with a director or major shareholder; and where it involves the interest of an interested person connected with a director or major shareholder, such director or major shareholder, must not vote on the resolution approving the transactions. An interested director or interested major shareholder must ensure that persons connected with him abstain from voting on the resolution approving the transactions.

Our Group would, in the ordinary course of our business, enter into transactions, including but not limited to the transactions described in related party transactions set out in Section 10.1 herein, with persons which are considered "related party" as defined in Chapter 10 of the Listing Requirements. It is likely that such transactions will occur with some degree of frequency and could arise at any time and from time to time.

Due to the time-sensitive nature of commercial transactions, the shareholders mandate will enable our Company, in our normal course of business, to enter into the categories of related party transactions, provided such interested person transactions are made at arm's length and on normal commercial terms.

An application has been made on 14 October 2009 to Bursa Securities to obtain a waiver to allow our Company to ratify any Recurrent Related Party Transactions entered into by our Company or any of its subsidiary companies with the directors or substantial shareholders of our Company or persons connected with such directors or substantial shareholders at the extraordinary general meeting or annual general meeting of our Company, whichever is earlier, commencing after listing date of our Company.

7.8 DECLARATION BY ADVISERS

AmInvestment Bank hereby confirms that as at the date of this Prospectus there is no existing or potential conflict of interest with respect of their capacity as the Adviser to our Group for the Offer For Sale.

Messrs. Chris Koh & Chew hereby confirms that as at the date of this Prospectus there is no existing or potential conflict of interest with respect of their capacity as the Malaysia Solicitors to our Group for the Offer For Sale after taking into consideration the following:

Christopher Koh Swee Kiat, an Independent Non-Executive Director of both TAE and TA Global is a partner in Messrs. Chris Koh & Chew. Notwithstanding the aforesaid, Messrs. Chris Koh & Chew is of the opinion that there is no conflict of interest arising from Christopher Koh Swee Kiat's position as an Independent Non-Executive Director of TAE as his directorships are of a non-executive capacity and as such, does not deal with the day-to-day management and operations of TAE. He is also not part of the team of solicitors in Messrs. Chris Koh & Chew involved in this exercise. Instead, another Partner in Messrs. Chris Koh & Chew has been directly involved in this exercise. Christopher Koh Swee Kiat will not participate in the deliberation and discussions between the solicitors involved in this exercise. However, in the event the Board of TAE has to deliberate on matters concerning this exercise, Christopher Koh Swee Kiat will declare his interest in TAE, TA Global and Messrs Chris Koh & Chew and abstain from any board deliberations and voting on matters pertaining to this exercise.

7. RELATED PARTY TRANSACTIONS / CONFLICTS OF INTEREST

Messrs. Ernst & Young hereby confirm that there is no conflict of interest with respect of their capacities as Statutory Auditors and Reporting Accountants to our Company for the Offer For Sale.

Khong & Jaafar Sdn Bhd hereby confirms that there is no conflict of interest with respect of their capacity as Independent Valuers to our Group for the Offer For Sale.

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8. PROPERTY, PLANT AND EQUIPMENT

8.1 INFORMATION ON LAND

A summary of the land and buildings owned and leased by our Group is as follows:-

No.	Property Address / Title Identification	Tenure of Property / Approximate Age of Building (years)	Description and Existing Use	Land area / Built up Area (Sq feet)	Name of Project / type of development	Restriction in Interest / Major Encumbrances	Audited Net Book Value as at 30 April 2009 (RM'000)	Market Value / valuation method (RM'000)
1.	- / Lot 2463, In The Mukim Of Batu, Wilayah Persekutuan, Kuala Lumpur (A 1.138-Hectare Parcel Of Land With Residential Development Potential Located Off Jalan Sungai Panchala, Segambut Jaya)	Freehold / -	Land Held for Development	122,493 / -	N/A	Nil / Nil	2,042	6,125 / Comparison Approach
2.	- / Lot 1580, In The Mukim Of Batu, Wilayah Persekutuan Kuala Lumpur (A 1.84-Hectare Parcel Of Land With Residential Development Potential Located Off Jalan Dutamas Raya) - An undivided 2/3 share of Lot 1580	Freehold / -	Land Held for Development	132,037 / -	Dutamas / Residential	Nil / Nil	2,714	23,800 / Comparison Approach
3.	- / An undivided 1/3 share of Lot 1580	Freehold / -	Land Held for Development	66,019 / -		Nil / Nil	4,431	
4.	- / Lot 2806, Phases 3, 4, And 5 Approved For Development With 36 2-Storey Detached Houses (Phase 3), 27 2-Storey Detached Houses (Phase 4) And 54 2-Storey Semi-Detached houses (Phase 5) Together With Two Parcels Of Residential Land Within The Ongoing Damansara Idaman In Pekan Cempaka District Of Petaling, Selangor Darul Ehsan ^g	Freehold / -	Residential Bungalow & Semi-D Project under Development	712,907 / -	Damansara Idaman / Residential	Nil / Nil	19,169	103,000 / Discounted Cash Flow Approach to Value
5.	- / Lot 3319, In The Mukim Of Teras, District Of Raub, Pahang Darul Makmur (A 6,725-Square Metre Parcel Of Residential Land Located Along Jalan Lady Guillemard, Fraser's Hill) ^g	Lease with 33 years remaining	Land Held for Development	72,387 / -	N/A	** / @	240	760 / Comparison Method of Valuation

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8. PROPERTY, PLANT AND EQUIPMENT

No.	Property Address / Title Identification	Tenure of Property / Approximate Age of Building (years)	Description and Existing Use	Land area / Built up Area (Sq feet)	Name of Project / type of development	Restriction in Interest / Major Encumbrances	Audited Net Book Value as at 30 April 2009 (RM'000)	Market Value / valuation method (RM'000)
6.	- / Lot 25 & 26, In Section 58 City Of Kuala Lumpur Wilayah Persekutuan Kuala Lumpur (Four Contiguous Parcels Of Development Land Along Jalan P. Ramlee, Kuala Lumpur)	Freehold / -	Land Held for Development	43,721 ^(a) / -	TA3 & TA4 / Mixed Development of Hotel, retail podium and service apartment	Nil / Nil	20,731	217,500 / Comparison Approach to Valuation
7.	- / Lot 77, In Section 58 City Of Kuala Lumpur Wilayah Persekutuan Kuala Lumpur (Four Contiguous Parcels Of Development Land Along Jalan P. Ramlee, Kuala Lumpur)	Freehold / -	Land Held for Development	18,727 ^(b) / -	TA3 & TA4 / Mixed Development of Hotel, retail podium and service apartment	Nil / Nil	7,521	
8.	- / Lot 174, In Section 57, City Of Kuala Lumpur Wilayah Persekutuan Kuala Lumpur (Four Contiguous Parcels Of Development Land Along Jalan P. Ramlee, Kuala Lumpur)	Freehold / -	Land Held for Development	45,246 ^(c) / -	TA3 & TA4 / Mixed Development of Hotel, retail podium and service apartment	Nil / Nil	37,256	
9.	- / The 34-Storey Condominium Project To Be Known As Idaman Residence Located Off Jalan P. Ramlee, Along Jalan Law Yew Swee, Lot 228, Section 58, In The City Of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur	Freehold / -	Residential Condominium Project under Development	52,313 / -	Idaman Residence / Residential Condominium	Nil / Nil	14,643	167,900 / Discounted Cash Flow Approach to Value
10.	- / Lots PT 7346 To PT 7349 (Inclusive), In The Mukim Of Serendah, District Of Ulu Selangor, Selangor Darul Ehsan (A 35,865.76-Square Metre Parcel Of Vacant Industrial Land Located Within Section BB10, Bandar Bukit Beruntung) ^o	Freehold / -	Land Held for Resale	386,056 / -	N/A	Nil / #	3,401	5,800 / Comparison Approach
11.	- / Lot PT 7137, In The Mukim Of Serendah, District Of Ulu Selangor, Selangor Darul Ehsan (An 8,082.56-Square Metre Parcel Of Vacant Industrial Land Located Along Jalan Kenanga 8, Within Section BB10 Bandar Bukit Beruntung) ^o	Freehold / -	Land Held for Resale	87,000 / -	N/A	Nil / #	767	1,310 / Comparison Approach

8. PROPERTY, PLANT AND EQUIPMENT

No.	Property Address / Title Identification	Tenure of Property / Approximate Age of Building (years)	Description and Existing Use	Land area / Built up Area (Sq feet)	Name of Project / type of development	Restriction in Interest / Major Encumbrances	Audited Net Book Value as at 30 April 2009 (RM'000)	Market Value / valuation method (RM'000)
12.	- / Lots PT 7135, PT 7138 And PT 7139, In The Mukim Of Serendah, District Of Ulu Selangor, Selangor Darul Ehsan (A 23,184.67-Square Metre Parcel Of Vacant Industrial Land Located Within Section BB10, Bandar Bukit Beruntung)	Freehold / -	Land Held for Resale	249,538 / -	N/A	Nil / Nil	2,111	3,740 / Comparison Approach
13.	- / Lot 421, In The Mukim Of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur (An 11,128.491-Square Metre Parcel Of Land With Residential Development Potential Located Off Jalan Cheras, Cheras)	Freehold / -	Land Held for Development	119,786 / -	N/A	Nil / Nil	3,623	6,600 / Comparison Method of Valuation
14.	- / Lots 595 To 599, 604 To 606, 612 To 614, 616, 617, 684, 1276 To 1280 And PT 106, Section 67, City Of Kuala Lumpur Wilayah Persekutuan Kuala Lumpur (Twenty Contiguous Parcels Of Development Land Located At The Intersection Of Jalan Bukit Bintang And Jalan Imbi)	Freehold / -	Land Held for Development	129,888 / -	Nova Square / Mixed development of Service apartment and commercial units	Nil / Nil	85,398	234,000 / Comparison Approach
15.	- / Lots PT 34081 And PT 34082, In The Mukim Of Sungai Buloh, District Of Petaling, Selangor Darul Ehsan (A 48.08-Acre Parcel Of Commercial Land Located Along Lebuhraya Damansara/Puchong Bandar Sri Damansara, Petaling Jaya)	Freehold / -	Land Held for Development	937,149 / -	Seri Suria / Mixed development of Residential and commercial	Nil / Nil	85,587	335,100 / Comparison Approach
16.	- / Lots PT 34072 To PT 34079, In The Mukim Of Sungai Buloh, District Of Petaling, Selangor Darul Ehsan (A 48.08-Acre Parcel Of Commercial Land Located Along Lebuhraya Damansara/Puchong Bandar Sri Damansara, Petaling Jaya)	Freehold / -	Land Held for Development	1,156,713 / -	Seri Suria / Mixed development of Residential and commercial	Nil / Nil	113,417	