

MALTON

MALTON BERHAD

(Formerly known as Gadek Capital Berhad)

(Company No. 320888-T)

(Incorporated in Malaysia under the Companies Act, 1965)

OFFER FOR SALE

Of 122,280,000 Ordinary Shares Of RM1.00 Each With 61,140,000 Free Detachable Warrants On The Basis Of One (1) Free Warrant For Every Two (2) Existing Ordinary Shares Of RM1.00 Each Offered Comprising:-

- (1) 5,000,000 Ordinary Shares Of RM1.00 Each Available For Application By The Malaysian Investing Public At An Offer Price Of RM1.60 Per Ordinary Share Payable In Full On Application With 2,500,000 Free Detachable Warrants;
- (2) 1,746,000 Ordinary Shares Of RM1.00 Each Available For Application By The Directors And Employees Of Malton Berhad And Its Subsidiaries At An Offer Price Of RM1.60 Per Ordinary Share Payable In Full On Application with 873,000 Free Detachable Warrants;
- (3) 7,865,000 Ordinary Shares Of RM1.00 Each Available For Application By The VO Minorities (Defined Herein) Of Malton Berhad At An Offer Price Of RM1.60 Per Ordinary Share Payable In Full On Application With 3,932,500 Free Detachable Warrants;
- (4) 69,671,000 Ordinary Shares Of RM1.00 Each Available For Placement To Bumiputera Investors Approved By The Ministry Of International Trade And Industry At An Offer Price Of RM1.60 Per Ordinary Share Payable In Full On Application With 34,835,500 Free Detachable Warrants; And
- (5) 37,998,000 Ordinary Shares Of RM1.00 Each Available For Placement To Identified Public Places (Defined Herein) At An Offer Price Of RM1.60 Per Ordinary Share Payable In Full On Application With 18,999,000 Free Detachable Warrants

Pursuant To The Re-Quotation Of Malton Berhad (Formerly Known As Gadek Capital Berhad) On The Main Board Of The Kuala Lumpur Stock Exchange

Adviser, Managing Underwriter and Placement Agent

Arab-Malaysian Merchant Bank Berhad

(23742-V) (Licensed Merchant Bank)

(A Member of the Arab-Malaysian Banking Group)

"FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE "RISK FACTORS" AS SET OUT IN SECTION 4 HEREOF"

THIS PROSPECTUS IS DATED 8 MARCH 2002

MALTON

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