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### XIII. STATUTORY AND GENERAL INFORMATION

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#### 1. SHARE CAPITAL

- (i) No shares will be allocated on the basis of this Prospectus later than six months after the date of issue of this Prospectus.
- (ii) There are no founder, management or deferred shares in the Company. As at the date of this Prospectus, there is only one class of shares in the Company, namely ordinary shares of RM1.00 each, all of which rank pari passu with one another.
- (iii) Save for the Jotech Shares reserved for eligible Directors, employees and business associates of the Group as disclosed in Section VI(2) of this Prospectus, no person has been or is entitled to be given an option to subscribe for any shares, stocks or debentures of the Company or its subsidiaries.
- (iv) Save as disclosed in Section IX(4) and Section IX(5) of this Prospectus, no shares, stocks or debentures of the Company and its subsidiaries have been or are proposed to be issued as partly or fully paid-up in cash or otherwise than in cash within the two years preceding the date hereof.
- (v) Save for the Jotech Shares reserved for eligible Directors and employees of the Group as disclosed in Section VI(2) of this Prospectus, there is currently no other scheme for or involving the employees in the capital of the Company or its subsidiaries.
- (vi) No Directors have been given any option to subscribe for any shares, stocks or debentures of the Company or its subsidiaries during the last financial year.

#### 2. ARTICLES OF ASSOCIATION

The following provisions are reproduced from the Company's Articles of Association which have been approved by the KLSE.

##### (i) Transfer of Securities

The following provisions are reproduced from Company's Articles of Association, the Second Board Listing Requirements of the KLSE, the Companies Act, 1965 and the Rules of the MCD:-

##### (a) *Articles of Association*

The provisions in the Articles of Association of the Company in respect of the arrangements for the transfer of securities of the Company and restrictions on their free transferability is as follows:-

##### **Transfer**

##### *Article 27*

The instrument of transfer of a share shall be signed by or on behalf of the transferor and transferee. Such persons may be required by the Exchange (subject to the Central Depositories Act and the Rules), to sign an instrument of transfer in respect of which the transferee is the Central Depository, to which the transfer shall be effective although not signed by or on behalf of the Central Depository so long as it has been certified by an authorised depository agent pursuant to Section 18 of the Central Depositories Act. Subject to the Act, the Central Depositories Act and the Rules the transferor shall be deemed to remain the Holder of the share until the name of the transferee is entered in the Register of Members and/or the Record of Depositors as the case may be in respect thereof.

**Transfer by book entry**

**Article 28**

The transfer of any shares or class of shares of the Company which have been deposited with the Central Depository, shall be by way of book entry by the Central Depository in accordance with the Rules of the Central Depository and, notwithstanding Section 103 and 104 of the Act, but subject to subsection 107C of the Act and any exemption that may be made from compliance with subsection 107C of the Act, the Company shall be precluded from registering and effecting any transfer of such shares.

**Instrument of Transfer**

**Article 29**

Every instrument of transfer shall be in writing and in the form approved in the Rules and shall be presented to the Central Depository with such evidence (if any) as the Central Depository may require to prove the title of the intending transferor and that the intended transferee is a qualified person.

**Refusal of Transfer**

**Article 30**

The Central Depository may refuse to register any transfer of deposited security that does not comply with the Central Depositories Act and the Rules. Subject to the Act, the Central Depositories Act and the Rules, no share shall in any circumstances be transferred to any infant, bankrupt or person of unsound mind.

**Closing of Register**

**Article 31**

The registration of transfer may be suspended at such times and for such periods as the Directors may from time to time determine, provided always that such registration shall not be suspended for more than thirty (30) days in any year. The Company shall give the Exchange prior written notice and publication in a daily newspaper circulating in Malaysia of the period of the intended suspension or closure and the purposes thereof, which notice shall be eighteen (18) market days or such number of days as may be prescribed by the Exchange. In relation to the closure, the Company shall give written notice in accordance with the Rules to the Central Depository to prepare the appropriate Record of Depositors.

**Suspension or closing of registration of instrument**

**Article 32**

The Company may pursuant to Section 34 of the Central Depository Act and the Rules request for the Record of Depositors and in this connection, may request for the Record of Depositors as at a specified date. The Company shall give notice to the Central Depository in accordance to the Rules to enable the Central Depository to prepare the appropriate Record of Depositors.

**Record of Depositors**

**Article 33**

A Record of Depositors requested by the Company as at any specified date and/or for any specified purpose when made available to the Company may be treated as the final Record of Depositors as at the specified date and/or for the specified purpose. If there shall be more than one Record of Depositors made available to the Company as at the specified date and/or for the specified purpose then the later or last of the Record of Depositors prepared by the Central Depository and confirmed by the Central Depository as a correct Record of Depositors shall be the final Record of Depositors as at the specified date and/or for the specified purpose. If such confirmation from the Central Depository shall not be available, then the later or last of the Record of Depositors received by the Company shall be deemed to be the final Record of Depositors as at the specified date and/or for the specified purpose.

**(b) Second Board Listing Requirements of KLSE**

The provisions of the Second Board Listing Requirements of the KLSE on the transferability of securities are as follows:-

**Section 9.5A – Transfer of Securities**

The transfer of any securities or class of securities of the company, shall be by way of book entry by Central Depository in accordance with the Rules of the Central Depository and notwithstanding Section 103 and 104 of the Companies Act, 1965, but subject to subsection 107C(2) of the Companies Act, 1965 and any exemption that may be made from compliance with subsection 107C(1) of the Companies Act, 1965, the company shall be precluded from registering and effecting any transfer of securities.

**Section 9.5B – Transmission of securities from Foreign Register**

(1) Where:-

- (a) the securities of a company are listed on an Approved Market Place; and
- (b) such company is exempted from compliance with Section 14 of the Securities Industry (Central Depositories) Act, 1991 or Section 29 of the Securities Industry (Central Depositories) (Amendment) Act, 1998, as the case may be, under the Rules of the Central Depository in respect of such securities; such company shall, upon request of a securities holder, permit a transmission of securities held by such securities holder from the register of holders maintained by the registrar of the company in the jurisdiction of the Approved Market Place (hereinafter referred to as "the Foreign Register"), to the register of holders maintained by the registrar of the company in Malaysia (hereinafter referred to as "the Malaysian Register") subject to the following conditions:-
  - (i) there shall be no change in the ownership of such securities; and
  - (ii) the transmission shall be executed by causing such securities to be credited directly into the securities account of such securities holder.

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**XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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(2) For the avoidance of doubt, no company which fulfils the requirements of paragraphs (a) and (b) of clause 9.5B(1) shall allow any transmission of securities from the Malaysian Register into the Foreign Register.

**(c) Companies Act, 1965**

The provisions within the Companies Act, 1965, on the transferability of securities are as follows:-

***Section 103(1)***

Notwithstanding anything in its articles a company shall not register a transfer of shares or debentures unless a proper instrument of transfer in the prescribed form has been delivered to the company, but this subsection shall not prejudice any power to register as a shareholder or debenture holder any person to whom the right to any shares in or debentures in the company has been transmitted by operation of law.

***Section 103(1A)***

Nothing in this section shall be construed as affecting the validity of any instrument which would be effective to transfer shares or debentures apart from this section; and any instrument purporting to be made in any form which was common or usual in use, or in any form authorised or required for that purpose apart from this section before the commencement of this Act, shall be sufficient, whether or not it is completed in accordance with the prescribed form, if it complies with the requirements as to execution and contents which apply to a transfer.

Provided that a company shall be precluded from registering a transfer of shares or debentures, the title of which is evidenced by a certificate that is issued on or after the date of coming into operation of this subsection unless a proper instrument of transfer in the prescribed form has been delivered to the company.

***Section 107C(1)***

On or after the coming into operation of this section, the transfer of any securities or class of securities of a company whose securities or any class of whose securities have been deposited with a central depository shall be by way of book entry by the central depository in accordance with the rules of the central depository and, notwithstanding sections 103 and 104, such company shall be precluded from registering and affecting any transfer of securities.

***Section 107C(2)***

Subsection (1) shall not apply to a transfer of securities to a central depository or its nominee company.

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### XIII. STATUTORY AND GENERAL INFORMATION *(Cont'd)*

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*(d) Rules of MCD*

The rules of MCD on the transferability of securities are as follows:-

**Rule 8.01(2)**

The Central Depository may, in its absolute discretion, reject a transfer request made by a depositor thereunder, where the reason for the said transfer does not fall within any of the approved reason stipulated under Rule 8.03(1)(c).

**Rule 8.05A**

Transfers made by the authorised depository agent from the agent's principal or nominee account shall be subject to the Rules of this Chapter.

**Rule 9.03(2)**

It shall be the responsibility of the authorised depository agent, in processing the transfer between the two securities accounts belonging to different depositors (hereinafter the transfer is referred to as "**the inter-account transfer**"), to check and ensure the completeness, accuracy and/or genuineness of the document lodged as follows:-

- (a) the prescribed Form FTF010 (request for ordinary transfer of securities form) or Form FTF015 (request for express transfer of securities form) fully and properly completed in triplicate;
- (b) the Transferring Depositor has executed the Transferor portion of the said form duly witnessed by another person (other than the depositor's spouse);
- (c) the Transferring Depositor has stated his reason for the transfer and that the reason is or are amongst any of the approved reasons as stated herein below:-
  - (i) transmission of securities arising from the provision of any written law or an order of the court of competent jurisdiction;
  - (ii) rectification of errors;
  - (iii) pledge, charge or mortgage;
  - (iv) mandatory offer pursuant to the provision of the Malaysian Code on Takeovers and Mergers 1998;
  - (v) any other circumstances as deemed fit by the Central Depository after consultation with the SC.
- (d) documents to support the reason for the transfer; and
- (e) such other accompanying documents duly processed in such manner as the MCD may from time to time determine in its Procedures Manual.

**(ii) Remuneration of Directors**

The provisions in the Company's Articles of Association dealing with remuneration of the Directors are as follows:-

**Directors' remuneration**

**Article 86**

- (a) The fees payable to the Directors shall from time to time be determined by a resolution of the Company in General Meeting provided that such fees shall not be increased except pursuant to a resolution passed at a General Meeting, where notice of the proposed increase has been given in the notice convening the meeting.
- (b) Save as provided in Article 86(a) hereof, an executive Director shall, subject to the terms of any agreement (if any) entered into in any particular case, receive such remuneration (whether by way of salary, commission or participation in profits, or partly in one way and partly in another) as the Directors may determine provided that salaries payable to executive Directors may not include a commission on or percentage of turnover.
- (c) Fees payable to non-executive Directors shall be a fixed sum, and not by a commission on or a percentage of profits or turnover.
- (d) Salaries payable to executive Directors may not include a commission on or a percentage of turnover.
- (e) Any fee paid to an alternate Director shall be such as shall be agreed between himself and the Director nominating him and shall be paid out of the remuneration of the latter.

**Travelling and other expenses**

**Article 87**

The Directors shall be paid such reasonable travelling, hotel and other expenses as he shall incur in attending meetings of the Directors or General Meetings or which he may otherwise incur on or about the business of the Company.

**Remuneration for extra services**

**Article 88**

Any Director who serves on any committee or who devotes special attention to the business of the Company or goes or resides abroad for such purpose, or who otherwise performs services which in the opinion of the Board of Directors are outside the scope of the ordinary duties of a Director, may be paid such extra remuneration by way of salary, percentage of profits or otherwise (other than by a sum to include a commission on or percentage of turnover) as the Board of Directors may determine. Such remuneration may be either in addition to or in substitution for his share in the remuneration provided by Article 86(a).

**Remuneration of Managing Director**

*Article 104*

The remuneration of a Managing Director or Managing Directors shall be fixed by the Directors and may be by way of salary or commission or participation in profits or otherwise or by any or all of these mode but shall not include a commission on or a percentage of turnover.

**(iii) Voting and Borrowing Powers of Directors**

The provisions in the Company's Articles of Association dealing with the voting powers of the Directors in proposals, arrangements or contracts in which they are interested and the borrowing powers exercisable by them and how such borrowing powers can be varied are as follows:-

**Powers and Duties of Directors**

*Article 95*

The management of the business of the Company shall be vested in the Directors who (in addition to the powers and authorities granted by these Articles or otherwise expressly conferred upon them) may exercise all such powers and do all such acts and things as may be exercised or done by the Company and are not hereby or by the Act expressly directed or required to be exercised or done by the Company in General Meeting but subject nevertheless to the provisions of the Act and of these Articles and to any regulation from time to time made by the Company in General Meeting provided that no regulation so made shall invalidate any prior act of the Directors which would have been valid if such regulation had not been made provided however that the Directors shall not carry into effect any proposals or execute any transaction for the disposal of a substantial portion of the Company's undertaking or property, unless the proposal or transaction has been approved or is subsequently ratified by the Company by Ordinary Resolution in General Meeting. The general powers given by this Article shall not be limited or restricted by any special authority or power given to the Directors by any other Article.

**Directors' borrowing powers**

*Article 96*

- (1) The Directors may exercise all the powers of the Company to borrow and to mortgage or charge its undertaking, property and uncalled capital as they think necessary, or any part thereof for the purposes of the Company or its subsidiaries, and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the Company, or its subsidiaries. But the Directors shall not borrow any money or mortgage or charge any of the Company's or subsidiaries' undertaking property, or any uncalled capital, or to issue debentures and other securities whether outright or as security for any debt, liability or obligation of an unrelated third party.
- (2) The Directors shall cause a proper register to be kept in accordance with Section 115 of the Act of all mortgages and charges specifically affecting the property of the Company and shall duly comply with the requirements of Section 108 of the Act in regard to the registration of mortgage and charges therein specified and otherwise.

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### XIII. STATUTORY AND GENERAL INFORMATION *(Cont'd)*

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- (3) If the Directors or any of them, or any other person, shall become personally liable for the payment of any sum primarily due from the Company, the Directors may execute or cause to be executed any mortgage, charge or security over or affecting the whole or any part of the assets of the Company by way of indemnity to secure the Directors or persons so becoming liable as aforesaid from any loss in respect of such liability.
- (iv) **Changes in the share capital and variation of rights**

#### **Issue of Shares and grant of options**

##### *Article 6*

No shares may be issued by the Directors without the prior approval of the Company by Ordinary Resolution in General Meeting but subject thereto and to the Act and to Article 52, the Directors may issue shares in the Company at such times as they may think fit and any such shares may be issued either at a premium or at par or (subject to the provisions of the Act) at a discount and with such preferred, deferred, or to other special rights or such restrictions, whether in regard to dividend, voting, return of capital, or otherwise as the Directors may determine and may give by agreement to any person the right or option of requiring at a future date that an allotment shall be made to him of any shares at part or at such premium as may be agreed.

#### **Allotment of Shares**

##### *Article 7*

Without prejudice to any special rights previously conferred on the Holders of any existing shares or class of shares, and subject to the provisions of these Articles and the Act and to the provisions of any Resolution of the Company, shares in the Company may be issued by the Directors, who may allot, or otherwise dispose of such shares to such persons, on such terms and conditions, with such preferred or other special rights, and subject to such restrictions and at such times as the Directors may determine but the Directors in making any issue of shares shall comply with the following conditions:-

- (a) no shares shall be issued at a discount except in compliance with the provisions of Section 59 of the Act;
- (b) in the case of shares offered to the public for subscription the amount payable on application on each share shall not be less than five per centum (5%) of the nominal amount of the share;
- (c) in the case of shares, other than ordinary shares, no special rights shall be attached until the same have been expressed in these Articles and in the resolution creating the same;
- (d) no issue of shares shall be made which will have the effect of transferring a controlling interest in the Company to any person, company or syndicate without the prior approval of the members of the Company in General meeting;
- (e) the Company must not cause or authorise its registrars to cause the securities accounts of the allottees to be credited with the additional shares until after the Company has filed with the Exchange an application for listing of such additional shares and been notified by the Exchange that they have been authorised for listing;



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### **XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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- (f) every issue of shares or options to employees and/or Directors of the Company and/or its related Companies shall be approved by the members in General Meeting and no Director shall participate in such issues of shares or option unless:-
  - (i) the members in General Meeting have approved of the specific allotment to be made to such Director; and
  - (ii) he holds office in the Company and/or its related companies in an executive capacity.

#### **Allotment and despatch of notices of allotment for an issue**

##### **Article 8**

- (1) Subject to the provisions of the Act, the Central Depositories Act, the Stock Exchange Listing Requirements and the Rules, the Company shall allot shares and despatch notices of allotment to the allottees, within 20 market days of the final applications closing date for an issue of shares or such other period as may be prescribed by the Exchange.
- (2) Every certificate shall be issued under the Seal and bear the signatures or the autographic signatures of one Director and the Secretary or a second Director or such other person as may be authorised by the Directors, and shall specify the shares to which it relates, and the amount paid up thereon provided that the Directors may by resolution determine that such signature, or either of them, shall be affixed by such other person as may be authorised by the Directors or some method or system of mechanical signature.

#### **Issue of Securities**

##### **Article 9**

Save and except where it is specifically exempted from compliance with Section 38 of the Securities Industry (Central Depositories) Act 1991, all new issues of shares or securities shall be made by way of crediting the securities accounts of the allottees with such shares or securities, and for this purpose, the Company shall notify the Central Depository of the names of the allottees and all such particulars required by the Central Depository, to enable the Central Depository to make the appropriate entries in the securities accounts of such allottees.

#### **Rights of Preference Shareholders**

##### **Article 10**

Without prejudice to any special rights previously conferred on the Holders of any shares or class of shares already issued, but subject to the Act and these Articles, any preference shares may with the sanction of an Ordinary Resolution, be issued on the terms that they are, or at the option of the Company are liable, to be redeemed but the total nominal value of the issued preference shares shall not exceed the total nominal value of the issued ordinary shares at any time and the Company may issue preference shares ranking equally with or in priority above preference shares already issued. Preference shareholders shall have the same rights as ordinary shareholders as regards receiving notices, reports and Balance Sheets, and attending General Meetings of the Company. Preference shareholders shall also have the right to vote at any meeting on any resolution involving reducing the capital, or winding up, or sanctioning a sale of the undertaking of the Company, or where the resolution directly affects their rights and privileges, or when the dividend on the preference shares is in arrears for more than six (6) months.

**Repayment of Preference Capital**

*Article 11*

Notwithstanding Article 12 hereof the repayment of preference share capital other than redeemable preference shares or any alteration of preference shareholder's rights may only be made pursuant to a special resolution of the preference shareholders concerned PROVIDED ALWAYS that where the necessary majority for such a special resolution is not obtained at the meeting, consent in writing obtained from the Holders of three-fourths of the preference shares concerned within two (2) months of the meeting shall be as valid and effectual as a special resolution carried at the meeting.

**Variation of rights**

*Article 12*

If any time the share capital is divided into different classes of shares, the rights attached to any class shall be expressed either herein or in the resolution creating the same and may subject to the provisions of the Act whether or not the Company is being wound up, be varied or abrogated with the consent in writing of the Holders of three-fourths of the issued shares of that class, or with the sanction of a Special Resolution passed at a separate General Meeting of the Holders of the shares of that class. To every such separate General Meetings the quorum shall be two (2) persons

at least holding or representing by proxy one-tenth of the issued shares of the class and that any Holder of shares of the class present in person or by proxy may demand a poll. To every such Special Resolution the provisions of Section 152 of the Act shall with such adaptations as are necessary apply. Provided always that were the

necessary majority for such a special Resolution is not obtained at the meeting, consent in writing if obtained from the Holders of three-fourths of the issued shares of the class concerned within two (2) months of the meeting shall be as valid and effectual as a Special Resolution, carried at the meeting. A resolution in writing signed by all the Holders of a class or if all the shares in a class are held by one sole Holder a resolution in writing signed by such sole Holder shall have the same effect and validity as a Special Resolution of the Holders of the class passed at a separate General Meeting of the Holders of that class duly convened held and constituted and may consist of several documents in the like form each signed by one or more of such Holders and if a Holder is a corporation, then such resolution shall be signed by its representatives.

**Variation of rights in certain cases**

*Article 13*

The rights conferred upon the Holders of the shares of any class issued with preferred or other rights shall not unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking equally therewith.

**Commission on issue of shares**

**Article 14**

The Company may exercise the powers of paying commissions conferred by the Act, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by the Act and the commission shall not exceed the rate of ten percent (10%) of the price at which the shares in respect whereof the same is paid are issued or an amount equal to ten per cent of that price (as the case may be). Such commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in one way and partly in the other. The Company may also on any issue of shares pay such brokerage as may be lawful.

**Information of Shareholding**

**Article 15**

The Company may by notice in writing, require any member of the Company, within such reasonable time as is specified in the notice:-

- (a) to inform the Company whether he holds any voting shares in the Company as beneficial owner, Authorised Nominee or as trustee; and
- (b) if he holds them as trustee or Authorised Nominee, to indicate so far as he can, the persons for whom he holds them by name and by other particulars sufficient to enable those persons to be identified and the nature of their interest.

**Share Buyback**

**Article 16**

The Company shall have the power, subject to and in accordance with the provisions of the Act and any rules, regulations and guidelines thereunder issued by the Exchange and/or any other relevant authorities in respect thereof for the time being in force to purchase its own shares and thereafter to deal with the shares purchased in accordance with the provisions of the Act and any rules, regulations and guidelines, thereunder issued by the Exchange and/or any other relevant authorities in respect thereof.

**Offer of unissued original shares**

**Article 52**

Subject to any direction to the contrary that may be given by the Company in General Meeting any shares for the time being unissued and not allotted and any new shares from time to time to be created shall before they are issued be offered to such persons as at the date of the offer are entitled to receive notices from the Company of General Meetings in proportion, as nearly as the circumstance admit, to the amount of the existing shares to which they are entitled. The offer shall be made by notice specifying the number of shares offered and limiting a time within which the offer, if not accepted, shall be deemed to be declined, and, after the expiration of the time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares offered, the Directors may dispose of those shares in such manner as they think most beneficial to the Company. The Directors may likewise so dispose of any shares which (by reason of the ratio which the new shares bear to shares held by persons entitled to an offer of new shares) cannot, in the opinion of the Directors, be conveniently offered under this Article.

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**XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**3. DIRECTORS AND SUBSTANTIAL SHAREHOLDERS**

- (i) The names, addresses and occupations of the Directors are set out in Section II of this Prospectus.
- (ii) A Director is not required to hold any qualification share in the Company.
- (iii) None of the Directors or proposed Directors of the Company have any existing or proposed service contracts with the Company and its subsidiaries which is not terminable by notice without payment of compensation (other than statutory compensation within one year).
- (iv) No Director, Senior Executive Officer or person nominated to become a Director or Senior Executive Officer is or was involved in the following events:-
  - (a) a petition under any bankruptcy laws filed against such person or any partnership in which he was a partner or any corporation of which he was an Executive Officer;
  - (b) conviction in criminal proceedings or is a named subject of pending criminal proceedings; and
  - (c) the subject of any order, judgement or ruling of any court of competent jurisdiction, tribunal or government body permanently or temporarily enjoining him from acting as an investment adviser, dealer in securities, director or employee of a financial institution and engaging in any type of business practice or activity.
- (v) None of the Directors or substantial shareholders of the Company have any interest, direct or indirect, in any business carrying on a similar trade as the Company or its subsidiaries which is not quoted on a recognised exchange. As a condition of the SC for the listing, the directors or promoters of the Company are not allowed to be involved in any new businesses which will be in conflict with the existing businesses of the Group.
- (vi) None of the Directors or substantial shareholders of the Company have any interest, direct or indirect, in the promotion of or in any assets acquired or proposed to be acquired or assets disposed of or proposed to be disposed of or leased to or proposed to be leased to the Company and its subsidiaries within the two years preceding the date of this Prospectus.
- (vii) None of the Directors have any interest in any contract or arrangement which is significant in relation to the business of the Company and its subsidiaries subsisting as at the date of this Prospectus. As a condition of the SC for the listing, all business transactions between the Jotech Group and companies related to the promoters or directors of the Company are required to be on an arms-length basis and on normal commercial terms. The Audit Committee of Jotech will monitor the related party transactions, if any and appropriate disclosures are to be made in the Annual Report of the Company.
- (viii) The aggregate remuneration paid to the Directors of the Company for services rendered to the Company and its subsidiaries in all capacities for the financial year ended 31 December 1999 amounted to RM961,388. For the financial year ending 31 December 2000, the estimated amount payable to the Directors of the Company in the aforesaid capacity is RM1,260,000.

### XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)

- (ix) The substantial shareholders and their respective beneficial interests in the shares of the Company, before and after the Public Issue and Offer, are as follows:-

Name	Before the Public Issue and Offer				After the Public Issue and Offer			
	Direct		Indirect		Direct		Indirect	
	No. of shares held	%	No. of shares held	%	No. of shares held	%	No. of shares held	%
AIC	13,599,994	40.00	-	-	13,599,994	34.00	-	-
Liew Cheng York	7,051,551	20.74	-	-	6,717,265 #	16.79	-	-
Ooi Boon Pin	3,400,001	10.00	-	-	3,186,001 #	7.97	-	-
Lim Siok Hui	3,148,456	9.26	-	-	2,942,742 #	7.36	-	-
Chew Siew Hong	2,719,999	8.00	-	-	2,528,399 #	6.32	-	-
Aishah binti Mohammed Saied	1,359,998	4.00	-	-	1,359,998	3.40	-	-
Goh Hong Lim	1,062,499	3.12	-	-	982,699	2.46	-	-
Ong Nai Pew	1,020,003	3.00	-	-	986,403	2.47	-	-
Datuk Haji Sarip bin Hamid	-	-	*13,599,994	40.00	10,000 #	0.03	*13,599,994	34.00
Asteria Sdn. Bhd.	-	-	**13,599,994	40.00	-	-	**13,599,994	34.00

**Notes:-**

\* Deemed interest by virtue of his direct and indirect substantial shareholdings in AIC.

\*\* Deemed interest by virtue of its direct substantial shareholding in AIC.

# Represent/include allocation of 10,000 Jotech Shares to Eligible Directors.

- (x) According to the Register of Directors' Shareholdings, the direct and indirect interests of the Directors in the shares of the Company, before and after the Public Issue and Offer, are as follows:-

Name	Before the Public Issue and Offer				After the Public Issue and Offer			
	Direct		Indirect		Direct		Indirect	
	No. of shares held	%	No. of shares held	%	No. of shares held	%	No. of shares held	%
Datuk Haji Sarip bin Hamid	-	-	*13,599,994	40.00	10,000 #	0.03	*13,599,994	34.00
Haji Mohd. Ali bin Bawal	-	-	-	-	10,000 #	0.03	-	-
Haji Rahim bin Kassim	-	-	-	-	10,000 #	0.03	-	-
Liew Cheng York	7,051,551	20.74	-	-	6,717,265 #	16.79	-	-
Ooi Boon Pin	3,400,001	10.00	-	-	3,186,001 #	7.97	-	-
Lim Siok Hui	3,148,456	9.26	-	-	2,942,742 #	7.36	-	-
Chew Siew Hong	2,719,999	8.00	-	-	2,528,399 #	6.32	-	-
Ashari bin Ayub	-	-	-	-	10,000 #	0.03	-	-
Lasa bin Mat Desa	-	-	-	-	10,000 #	0.03	-	-

**Notes:-**

\* Deemed interest by virtue of his respective direct and indirect substantial shareholdings in AIC.

# Represent/include allocation of 10,000 Jotech Shares to Eligible Directors.

### XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)

(xi) Relevant details of AIC are as follows:-

- Principal activities : The principal activity of AIC is investment holding whilst its subsidiaries are principally involved in the assembly and testing of Integrated Circuit Chips ("IC"), IC design and provision of system solution, plastic injection and moulding, information technology, distribution of electronic and semiconductor components.

The substantial shareholders of AIC and their respective shareholdings in AIC, according to the Register of Substantial shareholders as at 16 June 2000 are as follows:-

	← Direct →		← Indirect →	
	No. of ordinary shares held	%	No. of ordinary shares held	%
<b>Substantial Shareholder/Beneficial Owner</b>				
Asteria Sdn. Bhd.	8,016,083	23.50	-	-
Haji Mohd. Ali bin Bawal	1,470,000	4.31	-	-
Al-Meiiraj Bin Mohd. Ali	1,465,333	4.30	-	-
Amanah Raya Berhad - Skim Amanah Saham Bumiputera	1,833,667	5.38	-	-
Golden Prism Sdn. Bhd.	-	-	<sup>(1)</sup> 8,016,083	23.50
Nadi Mal Sdn. Bhd.	81,333	0.24	<sup>(1)</sup> 8,016,083	23.50
Hakikat Scri Sdn. Bhd.	-	-	<sup>(2)</sup> 8,097,416	23.74
Datuk Haji Sarip bin Hamid	19,000	0.06	<sup>(3)</sup> 8,016,083	23.50
Maznah bte Mohamad	23,000	0.07	<sup>(4)</sup> 8,097,416	23.74
Lembaga Tabung Haji	1,975,000	5.79	-	-
Syarikat Takaful Malaysia Berhad	977,000	2.86	-	-
Overseas Assurance Corporation (Malaysia) Berhad	840,250	2.46	-	-
Overseas Assurance Corporation (Holdings) Berhad	-	-	<sup>(5)</sup> 840,250	2.46
The Overseas Assurance Corporation Limited	-	-	<sup>(6)</sup> 840,250	2.46
Overseas-Chinese Banking Corporation Limited	-	-	<sup>(7)</sup> 840,250	2.46
Amanah Smallcap Fund Berhad (formerly known as Seacorp-Schroder SmallCap Fund Berhad)	741,000	2.17	-	-
Uma Devi a/p N. Nadarajah	762,476	2.23	-	-
Permodalan Nasional Berhad	1,833,667	5.38	-	-
Yayasan Pelaburan Bumiputra	-	-	<sup>(8)</sup> 1,833,667	5.38
Juay Cheng Piah	738,417	2.16	<sup>(9)</sup> 7,000	0.02

### XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)

	← Direct →		← Indirect →	
	No. of ordinary shares held	%	No. of ordinary shares held	%
<b>Bare trustee</b>				
Amsec Nominees (Tempatan) Sdn. Bhd.	<sup>(10)</sup> 1,514,334	4.44	-	-
CIMB Nominees (Tempatan) Sdn. Bhd.	<sup>(11)</sup> 1,146,987	3.36	-	-
Universal Trustee (Malaysia) Berhad	<sup>(12)</sup> 1,542,000	4.52	-	-
Al-Wakalah Nominees (Tempatan) Sdn. Bhd.	<sup>(13)</sup> 890,000	2.61	-	-
BIMSEC Nominees (Tempatan) Sdn. Bhd.	<sup>(14)</sup> 977,000	2.86	-	-
Malaysia Nominees (Tempatan) Sdn. Bhd.	<sup>(15)</sup> 741,000	2.17	-	-
Citicorp Nominees (Asing) Sdn. Bhd.	1,222,583	3.58	-	-
Cartaban Nominees (Asing) Sdn. Bhd.	904,000	2.65	-	-
HSBC Nominees (Asing) Sdn. Bhd.	774,600	2.27	-	-

**Notes:-**

- <sup>(1)</sup> Deemed interest by virtue of its substantial shareholding in Asteria Sdn. Bhd..
- <sup>(2)</sup> Deemed interest by virtue of its substantial shareholding in Nadi Mal Sdn. Bhd..
- <sup>(3)</sup> Deemed interest by virtue of his substantial shareholding in Golden Prism Sdn. Bhd..
- <sup>(4)</sup> Deemed interest by virtue of her substantial shareholding in Hakikat Seri Sdn. Bhd..
- <sup>(5)</sup> Deemed interest by virtue of being the holding company of Overseas Assurance Corporation (Malaysia) Berhad.
- <sup>(6)</sup> Deemed interest by virtue of its 100% interest in Overseas Assurance Corporation (Holdings) Berhad.
- <sup>(7)</sup> Deemed interest by virtue of its substantial shareholding in The Overseas Assurance Corporation Limited.
- <sup>(8)</sup> Indirect interest through its shareholding of 100% interest less one share of Permodalan Nasional Berhad by virtue of Section 6A of the Companies Act, 1965.
- <sup>(9)</sup> Indirect interest by virtue of his 75% shareholding and being Director of Sinur Lagenda Sdn. Bhd..
- <sup>(10)</sup> Beneficial owner who holds 2% and above under the bare trustee is Al-Meiraj bin Mohd. Ali.
- <sup>(11)</sup> Beneficial owner who holds 2% and above under the bare trustee is Asteria Sdn. Bhd..
- <sup>(12)</sup> Beneficial owners who hold 2% and above under the bare trustee is BHLB Pacific High Growth Fund.
- <sup>(13)</sup> Beneficial owners who hold 2% and above under the bare trustee are Bank Islam Malaysia Berhad.
- <sup>(14)</sup> Beneficial owner who holds 2% and above under the bare trustee is Syarikat Takaful Malaysia Berhad.
- <sup>(15)</sup> Beneficial owner who holds 2% and above under the bare trustee is Amanah SSCM Asset Management Berhad for Amanah Smallcap Fund Berhad.

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**XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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The Directors of AIC and their respective shareholdings in AIC as at 16 June 2000 are as follows:-

	← Direct →		← Indirect →	
	No. of ordinary shares held	%	No. of ordinary shares held	%
<b>Directors</b>				
Datuk Haji Sarip bin Hamid	19,000	0.06	<sup>(1)</sup> 8,016,083	23.51
Haji Mohd. Ali bin Bawal	1,470,000	4.31	-	-
Haji Rahim bin Kassim	1,000	-	-	-
Professor Madya Dato' Haji Mohd. Mokhtar bin Haji Shafii	10,000	0.03	-	-
Mamat @ Mohamed bin Hussain	-	-	-	-

**Note:-**

<sup>(1)</sup> Deemed interest by virtue of his substantial shareholding in Asteria Sdn. Bhd. through Golden Prism Sdn. Bhd.

**4. GENERAL**

- (i) The nature of the Company's business is described in Section IX of this Prospectus. The corporations which are deemed to be related to the Company by virtue of Section 6 of the Companies Act, 1965 have been disclosed in Section IX(5) of this Prospectus.
- (ii) The day and time of the opening and closing of the Application Lists of the Public Issue/Offer is set out in Section VI(3) of this Prospectus.
- (iii) The amount payable in full on application is RM2.10 per Issue/Offer Share.
- (iv) The manner in which copies of this Prospectus together with the Application Forms and envelopes may be obtained is set out in Section XIV of this Prospectus.
- (v) No amount or benefit has been paid or given within the two years preceding the date of this Prospectus, nor is it intended to be so paid or given, to any promoter.
- (vi) The Company has not established any other place of business outside Malaysia.
- (vii) Save as disclosed in this Prospectus, the financial conditions and operations of the Group are not affected by any of the following:-
  - (a) Known trends or known demands, commitments, events or uncertainties that will result in or are reasonably likely to result in the Group's liquidity increasing or decreasing in any material way;
  - (b) Material commitments for capital expenditure;
  - (c) Unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from operations; and



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### **XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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- (d) Known trends or uncertainties that have had or that the Group reasonably expects to have a materially favourable or unfavourable impact on revenues or operating income.

As far as the Directors are aware, the Group is not vulnerable to any specific factors or events of a particular nature other than those normal commercial risks experienced during the normal course of business.

- (viii) The Directors are not aware of any material information including trading factors or risks which are unlikely to be known or anticipated by the general public and which could materially affect the profits of the Group.
- (ix) Particulars relating to borrowings and contingent liabilities of the Jotech Group are set out in Section X(2) of this Prospectus.
- (x) As at the date of this Prospectus, neither Jotech nor its subsidiaries has any outstanding convertible debt securities.
- (xi) The name and address of the Auditors and Reporting Accountants are set out in Section II of this Prospectus.

#### **5. EXPENSES AND COMMISSION**

Except as disclosed below, no commission, discount, brokerage or other special terms have been paid or is payable by the Company within the 2 years immediately preceding the publication of this Prospectus in connection with the issue or sale of any capital or debenture of the Company or any of its subsidiaries or for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares in or debentures of the Company or any of its subsidiaries and no Director or proposed Director or promoter or expert is or are entitled to receive any such payment:-

- (i) Underwriting commission is payable by the Company in respect of the Issue Shares to the Underwriters at the rate of 1.25% of the Issue Price of RM2.10 for each Issue Share being underwritten.
- (ii) The estimated expenses and fees incidental to the listing of and quotation for the entire issued and paid-up share capital of Jotech on the Second Board of the KLSE amounting to RM1,100,000, will be borne by the Company.
- (iii) Brokerage of 1 % of the Issue Price of RM2.10 is payable by the Company on the Issue Shares and by the Offerors on the Offer Shares, in respect of successful applications bearing the stamps of CIMB, members companies of the KLSE, members of the Association of Banks in Malaysia, members of the Association of Merchant Banks in Malaysia or MIH and in respect of successful Electronic Share Applications made through ATM of Participating Financial Institutions and their branches as set out in Section XIV(5) of this Prospectus.

#### **6. PUBLIC TAKEOVERS**

During the last financial year and the current financial year todate, there has been no:-

- (i) public take-over offers by third parties in respect of the Company's shares; and
- (ii) public take-over offers by the Company in respect of other companies' shares.

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**XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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**7. MATERIAL LITIGATION**

Neither Jotech nor its subsidiaries is engaged in any litigation, either as plaintiff or defendant, which has a material effect on the financial position of Jotech or its subsidiaries and the Directors do not know of any proceedings pending or threatened or of any fact likely to give rise to any proceedings which might materially and adversely affect the position or business of Jotech or its subsidiaries.

**8. MATERIAL CONTRACTS**

Save as disclosed below, there are no contracts which are or may be material (not being contracts entered into in the ordinary course of business) which have been entered into by Jotech and its subsidiaries during the two years preceding the date of this Prospectus:-

Underwriting Agreement dated 12 June 2000 between Jotech, CIMB and the Underwriters for the underwriting of the 4,000,000 Issue Shares for an underwriting commission of 1.25% of the Issue Price of RM2.10 per share.

**9. LETTERS OF CONSENT**

The consents of the Adviser and Managing Underwriter, Auditors and Reporting Accountants, Underwriters, Principal Bankers, Solicitors, Registrars and Issuing House to the inclusion in this Prospectus of their names, letters, reports and all references thereon in the manner and form in which they appear have been given before the issue of this Prospectus and have not subsequently been withdrawn.

The consent of the Reporting Accountants to the inclusion in this Prospectus of their Accountants' Report and their letters relating to the consolidated profit forecast for the financial year ending 31 December 2000 and the proforma consolidated balance sheets as at 31 December 1999 in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn.

**10. DOCUMENTS FOR INSPECTION**

Copies of the following documents are available for inspection at the registered office of the Company during normal business hours for a period of six months from the date of this Prospectus:-

- (i) Memorandum and Articles of Association of Jotech;
- (ii) The Accountants' Report and Directors' Report as included in Section XI and Section XII of this Prospectus respectively;
- (iii) The Reporting Accountants' letter relating to the consolidated profit forecast for the year ending 31 December 2000 as included in Section X of this Prospectus;
- (iv) The Reporting Accountants' letter relating to the proforma consolidated balance sheets of the Jotech Group as at 31 December 1999 as included in Section X of this Prospectus;
- (v) The audited accounts of Jotech for the period from 24 February 1995 (date of incorporation) to 31 December 1995 and the four financial years ended 31 December 1999 and the unaudited accounts of Jotech for the three-month period ended 31 March 2000;
- (vi) The audited accounts of JoMetal for the fifteen-month period ended 31 December 1995 and the four financial years ended 31 December 1999;

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**XIII. STATUTORY AND GENERAL INFORMATION (Cont'd)**

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- (vii) The audited accounts of Prodelcon for the three financial years ended 31 March 1997, the nine-month period ended 31 December 1997 and the two financial years ended 31 December 1999;
- (viii) The audited accounts of MMS for the period from 5 September 1997 (being the date of incorporation) to 31 December 1998 and the financial year ended 31 December 1999;
- (ix) The material contract referred to in Section XIII(8) of this Prospectus; and
- (x) The letters of consent referred to in Section XIII(9) of this Prospectus.

**11. RESPONSIBILITY**

CIMB acknowledges that, to the best of its knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts about the Public Issue/Offer and the Group and is satisfied that the consolidated profit forecast of Jotech for the financial year ending 31 December 2000 (for which the Directors of Jotech are solely responsible) has been stated by the Directors of Jotech after due and careful inquiry.

This Prospectus has been seen and approved by the Directors of Jotech and the Offerors and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

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#### XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE

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##### 1. Opening and Closing of Application Lists

The Application Lists will open at 10:00 a.m. on 10 July 2000 and will remain open until 8:00 p.m. on the same day or for such further period or periods as the Directors of Jotech in their absolute discretion may decide.

##### 2. Methods of Applications

Applications for the Issue Shares may be made using either of the following ways:-

- (i) Application Forms; or
- (ii) Electronic Share Application.

##### 3. General Conditions for Applications

(i) *Applications by the eligible Directors, employees and business associates of the Jotech Group*

Applications for the 2,000,000 Issue Shares reserved for eligible Directors, employees and business associates of the Jotech Group must be made on the **Pink** Application Forms provided and NOT any other form or by way of Electronic Share Application.

(ii) *Applications by the Bumiputera Investors Approved by MITI*

Applications for 1,120,000 Offer Shares by Bumiputera investors approved by MITI must be made on the **White** Application Forms provided and NOT on any other Application form or by way of Electronic Share Application.

(iii) *Applications by the Malaysian Public*

Applications for 4,000,000 Issue Shares made available for application by the Malaysian public must be made on the **White** Application Forms provided or by way of Electronic Share Application. However, a corporation or institution cannot apply for the Issue Shares by way of Electronic Share Application.

The Applications shall be made in relation with and subject to the terms of this Prospectus and the Memorandum and Articles of Association of Jotech .

Only one Application Form from each applicant will be considered and applications must be for 1,000 ordinary shares or multiples thereof. **Multiple applications will not be accepted.** The amount payable in full on application is RM2.10 per ordinary share.

Persons submitting applications by way of Application Forms may not submit applications by way of Electronic Share Application and vice versa.

IN THE CASE OF AN INDIVIDUAL APPLICANT OTHER THAN A MEMBER OF THE ARMED FORCES OR POLICE, THE NAME, NATIONAL REGISTRATION IDENTITY CARD NUMBER AND ADDRESS OF THE APPLICANT MUST BE EXACTLY THE SAME AS STATED IN:-

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#### XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

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- (i) (a) THE APPLICANT'S IDENTITY CARD ("NRIC");
  - (b) CHANGE OF ADDRESS CARD ("RESIT PENUKARAN KAD PENGENALAN JPN1/22"); OR
  - (c) THE APPLICANT'S RESIT PENGENALAN SEMENTARA ("JPN 1/9") ISSUED PURSUANT TO PERATURAN 5(5), PERATURAN-PERATURAN PENDAFTARAN NEGARA 1990; AND
- (ii) THE RECORDS OF MCD, IF ANY.

WHERE THE APPLICANT IS A MEMBER OF THE ARMED FORCES OR POLICE, THE NAME AND THE ARMED FORCES OR POLICE PERSONNEL NUMBER OF THE APPLICANT, AS THE CASE MAY BE, MUST BE EXACTLY THE SAME AS THAT STATED IN HIS AUTHORITY CARD AND THE ADDRESS OF THE APPLICANT MUST BE THE ADDRESS OF THE APPLICANT'S RESPECTIVE CAMP/BASE/STATION.

IN THE CASE OF A CORPORATE/INSTITUTIONAL APPLICANT, THE NAME AND THE CERTIFICATE OF INCORPORATION NUMBER OF THE APPLICANT MUST BE EXACTLY THE SAME AS THAT STATED IN THE APPLICANT'S CERTIFICATE OF INCORPORATION AND THE ADDRESS MUST BE THE REGISTERED ADDRESS.

No acknowledgement of the receipt of Applications or application monies will be made by Jotech.

#### 4. Applications using Application Forms

##### (i) Application Forms

The following Application Forms issued with this Prospectus are deemed to form part hereof:-

- (a) **Pink** Application Forms for application by eligible Directors, employees and business associates of the Jotech Group; and
- (b) **White** Application Forms for application by Malaysian citizens, companies, societies, co-operatives and institutions.

**White** Application Forms together with copies of this Prospectus may be obtained, subject to availability, from CIMB, member companies of the KLSE, members of the Association of Banks in Malaysia, members of the Association of Merchant Banks in Malaysia and MIH.

##### (ii) Terms And Conditions Of Applications Using Application Forms

Applications by way of Application Forms shall be made on, and subject to, the terms and conditions appearing below:-

- (a) Application for the Issue Shares/Offer Shares must be made on the Application Form issued together with this Prospectus and must be completed in accordance with the notes and instructions printed on the reverse side of the Application Form and in this Prospectus. In accordance with Section 37(1) of the Companies Act, 1965, the Application Form together with the notes and instructions printed therein shall constitute an integral part of this Prospectus. Applications which do not STRICTLY conform to the terms of this Prospectus or Application Form or notes and instructions printed therein or which are illegible will not be accepted.

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**XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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(b) EACH COMPLETED APPLICATION FORM MUST BE ACCOMPANIED BY REMITTANCES IN RM FOR THE FULL AMOUNT PAYABLE EITHER BY:-

- BANKER'S DRAFT OR CASHIER'S ORDER PURCHASED WITHIN MALAYSIA ONLY AND DRAWN ON A BANK IN KUALA LUMPUR (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
- CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES IN MALAYSIA ONLY AND DRAWN ON A BANK IN KUALA LUMPUR (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
- MONEY ORDER (FOR APPLICANTS FROM SABAH AND SARAWAK ONLY); OR
- GUARANTEED GIRO ORDER ("GGO") FROM BANK SIMPANAN NASIONAL (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
- ATM STATEMENT OBTAINED ONLY FROM:-
  - ARAB-MALAYSIAN BANK BERHAD (295576-U);
  - ARAB-MALAYSIAN FINANCE BERHAD (5493-X);
  - ASIA COMMERCIAL FINANCE (M) BERHAD (6521-G);
  - BAN HIN LEE BANK BERHAD (1147-M);
  - BANK UTAMA (MALAYSIA) BERHAD (27714-A);
  - BSN COMMERCIAL BANK (MALAYSIA) BERHAD (23877-T);
  - BUMIPUTRA-COMMERCE BANK BERHAD (*formerly known as Bank of Commerce (M) Berhad*) (13491-P);
  - CREDIT CORPORATION MALAYSIA BERHAD (5023-H);
  - EON BANK BERHAD (92351-V);
  - EON FINANCE BERHAD (9296-K);
  - HOCK HUA BANK BERHAD (111501-D);
  - HOCK HUA FINANCE CORPORATION BERHAD (9010-H);
  - HONG LEONG BANK BERHAD (97141-X);
  - HONG LEONG FINANCE BERHAD (7797-V);
  - INTERNATIONAL BANK MALAYSIA BERHAD (22671-U);
  - MALAYAN BANKING BERHAD (3813-K);
  - MAYBAN FINANCE BERHAD (3905-T);
  - MBf FINANCE BERHAD; (8515-D);
  - MULTI-PURPOSE BANK BERHAD (88103-W);
  - ORIENTAL BANK BERHAD (845-W);
  - ORIENTAL FINANCE BERHAD (50555-A);
  - PHILEO ALLIED BANK (MALAYSIA) BERHAD (306350-K);
  - PUBLIC BANK BERHAD (6463-H);
  - PUBLIC FINANCE BERHAD (6471-U);
  - RHB BANK BERHAD (6171-M);
  - THE PACIFIC BANK BERHAD (5024-T); OR
  - UNITED MERCHANT FINANCE BERHAD (3838-T)

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**XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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AND MUST BE MADE OUT IN FAVOUR OF

**"MIH SHARE ISSUE ACCOUNT NO. 174"**

AND CROSSED "A/C PAYEE ONLY" (EXCLUDING ATM STATEMENTS) AND ENDORSED ON THE REVERSE SIDE WITH THE NAME AND ADDRESS OF THE APPLICANT (AS EXACTLY STATED ON THE APPLICATION FORM). APPLICATIONS ACCOMPANIED BY ANY MODE OF PAYMENT OTHER THAN THOSE STATED ABOVE OR WITH EXCESS OR INSUFFICIENT REMITTANCES OR INAPPROPRIATE BANKER'S DRAFT/CASHIER'S ORDER WILL NOT BE ACCEPTED. DETAILS OF THE REMITTANCE MUST BE COMPLETED IN THE APPROPRIATE BOXES PROVIDED ON THE APPLICATION FORMS.

- (c) AN APPLICANT SHOULD STATE HIS CDS ACCOUNT NUMBER IN THE SPACE PROVIDED IN THE APPLICATION FORM IF HE PRESENTLY HAS SUCH AN ACCOUNT. WHERE AN APPLICANT DOES NOT PRESENTLY HAVE A CDS ACCOUNT, HE SHOULD STATE IN HIS APPLICATION FORM HIS PREFERRED ADA CODE.
- (d) THE NAME AND ADDRESS OF THE APPLICANT (AS EXACTLY STATED ON THE APPLICATION FORM) MUST BE WRITTEN ON THE REVERSE SIDE OF THE BANKER'S DRAFT, CASHIER'S ORDER, ATM STATEMENT, MONEY ORDER, CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES OR GGO FROM BANK SIMPANAN NASIONAL.
- (e) The Directors of Jotech and/or Offerors reserve the right to require any successful applicant to appear in person at the registered office of MIH within fourteen (14) days of the date of the notice issued to him/her to ascertain the regularity or propriety of the application. The Directors of Jotech shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by the successful applicant for the purpose of complying with this provision.
- (f) The Directors of Jotech and/or Offerors reserve the right to reject applications which do not conform to these instructions or which are illegible or which are accompanied by remittances improperly drawn.
- (g) The Directors of Jotech and/or Offerors reserve the right not to accept any application or to accept any application in part only without assigning any reason therefor. Due consideration will be given to the desirability of allotting or allocating the shares to a reasonable number of applicants with a view to establish an adequate market for the shares.
- (h) Where an application is not accepted, the full amount of the application monies, without interest, will be returned and shall be dispatched to the applicant within twenty-one (21) days from the date of the final ballot of the Application Lists by ordinary post at the address shown on the Application Form at the applicant's own risk.

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#### XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

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- (i) MIH reserves the right to bank in all application monies from unsuccessful Bumiputera applicants and partially successful applicants, which would subsequently be refunded without interest by registered post.
- (j) Each completed Application Form, accompanied by the appropriate remittance and legible photocopy of the relevant documents, must be dispatched by **ORDINARY POST** in the official envelope provided, to the following address:-

Malaysian Issuing House Sdn. Bhd.  
27th Floor, Menara Multi-Purpose  
Capital Square  
No. 8, Jalan Munshi Abdullah  
50100 Kuala Lumpur  
P.O. Box 13269  
50804 Kuala Lumpur

or **DELIVERED BY HAND AND DEPOSITED** in the Drop-In-Boxes provided at the back portion of Menara Multi-Purpose, Capital Square, No. 8 Jalan Munshi Abdullah, 50100 Kuala Lumpur, so as to arrive not later than 8:00 p.m. on 10 July 2000. Applications may also be delivered in a drive-in manner at Stadium Hoki Tun Razak, Jalan Duta, Kuala Lumpur on 10 July 2000 between 8:30 a.m. to 8:00 p.m. only.

No acknowledgement of the receipt of Application Forms or application monies will be made by Jotech.

- (k) Directors and employees of MIH and their immediate families are strictly prohibited from applying for the Issue Shares.
- (l) PLEASE DIRECT ALL ENQUIRIES IN RESPECT OF THE APPLICATION FORM TO MIH.

#### 5. Applications via Electronic Share Applications

- (i) **Steps for Electronic Share Application through a Participating Financial Institution's ATM**
  - (a) Applicant must have an account with a Participating Financial Institution and an ATM card issued by that Participating Financial Institution to access the account.
  - (b) Applicant must have a CDS account.
  - (c) Applicant is to apply for the Issue Shares via the ATM of the Participating Financial Institution by choosing the Electronic Share Application option. Mandatory statements required in the application is set out on Section XIV(6) of the terms and conditions for Electronic Share Applications. Applicant is to enter at least the following information through the ATM where the instructions on the ATM screen at which he enters his Electronic Share Application requires him to do so:-
    - Personal Identification Number (PIN);
    - **MIH Share Issue Account Number 174;**
    - CDS account number;
    - Number of Shares applied for and/or the RM amount to be debited from the account;
    - Confirmation of several mandatory statements.



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#### **XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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##### **(ii) Participating Financial Institutions**

Electronic Share Applications may be made through an ATM of the following Participating Financial Institutions and their branches:-

- ARAB-MALAYSIAN BANK BERHAD (295576-U); OR
- ARAB-MALAYSIAN FINANCE BERHAD (295400-W); OR
- BUMIPUTRA-COMMERCE BANK BERHAD (13491-P) (*formerly known as Bank Of Commerce (M) Berhad*) (at selected branches in the Klang Valley only); OR
- HSBC BANK MALAYSIA BERHAD (127776-V); OR
- MALAYAN BANKING BERHAD (3813-K); OR
- MAYBAN FINANCE BERHAD (3905-T); OR
- OCBC BANK (MALAYSIA) BERHAD (5493-X); OR
- ORIENTAL BANK BERHAD (845-W); OR
- STANDARD CHARTERED BANK MALAYSIA BERHAD (115793-P) (at selected branches only).

##### **6. Terms and Conditions for Electronic Share Applications**

The procedures for Electronic Share Applications at ATMs of the Participating Financial Institutions are set out on the ATM screens of the relevant Participating Financial Institutions ("Steps"). For illustration purposes, the procedures for Electronic Share Applications at ATMs are set out in "Steps for Electronic Share Application through a Participating Financial Institution's ATM" in Section XIV(5) (i) of this Prospectus. The Steps set out the actions that the applicant must take at the ATM to complete an Electronic Share Application. Please read carefully the terms of this Prospectus, the Steps and the terms and conditions for Electronic Share Applications set out below before making an Electronic Share Application. Any reference to the "applicant" in the terms and conditions for Electronic Share Applications and the Steps shall mean the applicant who applies for shares through an ATM of any of the Participating Financial Institutions.

In the case of Electronic Share Applications, only an applicant who is an individual with a CDS account is eligible to utilise the facility.

The applicant must have an existing account with, and be an ATM cardholder of, one of the Participating Financial Institutions before he can make an Electronic Share Application at an ATM of the Participating Financial Institution. An ATM card issued by one of the Participating Financial Institutions cannot be used to apply for shares at an ATM belonging to other Participating Financial Institutions. Upon the completion of his Electronic Share Application transaction, the applicant will receive a computer-generated transaction slip ("Transaction Record"), confirming the details of his Electronic Share Application. The Transaction Record is only a record of the completed transaction at the ATM and not a record of the receipt of the Electronic Share Application or any data relating to such an Electronic Share Application by Jotech or MIH. The Transaction Record is for retention by the applicant and should not be submitted with any Application Form.

Upon the closing of the offer for the application for the Issue Shares/Offer Shares on 10 July 2000 at 8:00 p.m. ("Closing Date and Time"), the Participating Financial Institution shall submit a magnetic tape containing its customer's applications for the Issue Shares/Offer Shares to MIH as soon as practicable but not later than 12:00 p.m. of the second business day after the Closing Date and Time.

An applicant will be allowed to make an Electronic Share Application for shares via an ATM that accepts the ATM cards of the Participating Financial Institution with which he has an account and its branches, subject to the applicant making only one application.

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#### XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

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AN APPLICANT MUST ENSURE THAT HE USES HIS OWN CDS ACCOUNT NUMBER WHEN MAKING AN ELECTRONIC SHARE APPLICATION. AN APPLICANT OPERATING A JOINT ACCOUNT WITH ANY PARTICIPATING FINANCIAL INSTITUTION MUST ENSURE THAT HE ENTERS HIS OWN CDS ACCOUNT NUMBER WHEN USING AN ATM CARD ISSUED TO HIM IN HIS OWN NAME. HIS APPLICATION WILL BE REJECTED IF HE FAILS TO COMPLY WITH THE FOREGOING.

The Electronic Share Application shall be made on, and subject to, the terms and conditions contained in Section XIV(6) as well as the terms and conditions appearing below:-

- (i) The Electronic Share Application shall be made in relation with and subject to the terms of this Prospectus and the Memorandum and Articles of Association of Jotech.
- (ii) The applicant is required to confirm the following statements (by depressing predesignated keys (or buttons) on the ATM keyboard) and undertake that the following information given is true and correct:-
  - I have attained 18 years of age as at the closing date of the share application.
  - I am a Malaysian citizen residing in Malaysia;
  - I have read the relevant Prospectus and understood and agreed with the terms and conditions of the application;
  - This is the only application that I am submitting; and
  - I hereby give consent to the Participating Financial Institution and MCD to disclose information pertaining to myself and my account with the Participating Financial Institution and MCD to MIH and other relevant authorities.

The application will not be successfully completed and cannot be recorded as a completed transaction at the ATM unless the applicant completes all the steps required by the Participating Financial Institution. By doing so, the applicant shall be treated as signifying his confirmation of each of the above statements as well as giving consent in accordance with the relevant laws of Malaysia including Section 97 of the Banking and Financial Institutions Act 1989 and Section 45 of the Securities Industry (Central Depositories) Act 1991 to the disclosure by the relevant Participating Financial Institution or MCD, as the case may be, of any of the applicant's particulars to MIH, or any relevant regulatory bodies.

- (iii) THE APPLICANT CONFIRMS THAT HE IS NOT APPLYING FOR SHARES AS NOMINEE OF ANY OTHER PERSON AND THAT ANY ELECTRONIC SHARE APPLICATION THAT HE MAKES IS MADE BY HIM AS BENEFICIAL OWNER. THE APPLICANT SHALL ONLY MAKE ONE ELECTRONIC SHARE APPLICATION AND SHALL NOT MAKE ANY OTHER APPLICATION FOR THE ISSUE SHARES/OFFER SHARES, WHETHER AT THE ATMS OF ANY PARTICIPATING FINANCIAL INSTITUTION OR ON THE PRESCRIBED APPLICATION FORMS.

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#### XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

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- (iv) The applicant must have sufficient funds in his account with the relevant Participating Financial Institution at the time he makes his Electronic Share Application, failing which his Electronic Share Application will not be completed. Any Electronic Share Application which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Share Application is being made will be rejected.
- (v) The applicant agrees and undertakes to subscribe for or purchase and to accept the number of shares applied for as stated on the Transaction Record or any lesser number of shares that may be allotted or allocated to him in respect of his Electronic Share Application. In the event that Jotech decide to allot or allocate any lesser number of such shares or not to allot or allocate any shares to the applicants, the applicant agrees to accept any such decision as final. If the applicant's Electronic Share Application is successful, his confirmation (by his action of pressing the designated key on the ATM) of the number of shares applied for shall signify, and shall be treated as, his acceptance of the number of shares that may be allotted or allocated to him and to be bound by the Memorandum and Articles of Association of Jotech.
- (vi) The Directors of Jotech reserve the right to reject any Electronic Share Application or accept any Electronic Share Application in part only without assigning any reason therefor. Due consideration will be given to the desirability of allotting or allocating the shares to a reasonable number of applicants with a view to establishing an adequate market for the shares.
- (vii) Where an Electronic Share Application is not successful or successful in part only, the relevant Participating Financial Institution will be informed of the non- successful or partially successful applications. Where an Electronic Share Application is not successful, the relevant Participating Financial Institution will credit the full amount of the application monies without interest into the applicant's account with that Participating Financial Institution within two (2) market days after the receipt of confirmation from MIH. MIH shall inform the Participating Financial Institutions of the non- successful or partially successful applications within two (2) market days after the balloting date. The applicants may check their accounts on the fifth market day from the balloting day.

Where an Electronic Share Application is accepted in part only, the relevant Participating Financial Institution will credit the balance of the application monies without interest into the applicant's account with the Participating Financial Institution within two (2) market days after the receipt of confirmation from MIH. A number of applications will, however, be held in reserve to replace any successfully balloted applications which are subsequently rejected. For such applications which are subsequently rejected, the application monies without interest will be refunded to applicants by MIH by way of cheques issued by MIH. The cheques will be issued to the applicants not later than twenty-one (21) days from the day of the final ballot of the application list.

Should applicants encounter any problems in their applications, they may refer to the Participating Financial Institutions.

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**XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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- (viii) The applicant requests and authorises Jotech:-
- (a) to credit the shares allocated to the applicant into the CDS account of the applicant; and
  - (b) to issue share certificate(s) representing such shares allocated in the name of MCD Nominees Sdn. Bhd. and sends the same to MCD.
- (ix) The applicant, acknowledging that his Electronic Share Application is subject to the risks of electrical, electronic, technical and computer-related faults and breakdowns, fires and other events beyond the control of Jotech, MIH or the Participating Financial Institution, irrevocably agrees that if:-
- (a) Jotech or MIH does not receive the applicant's Electronic Share Application; and
  - (b) data relating to the applicant's Electronic Share Application is wholly or partially lost, corrupted or not otherwise accessible, or not transmitted or communicated to Jotech or MIH,
- the applicant shall be deemed not to have made an Electronic Share Application and the applicant shall not claim whatsoever against Jotech, MIH or the Participating Financial Institution for the shares applied for or for any compensation, loss or damage.
- (x) All particulars of the applicant in the records of the relevant Participating Financial Institution at the time he makes his Electronic Share Application shall be deemed to be true and correct and Jotech, MIH and the relevant Participating Financial Institution shall be entitled to rely on the accuracy thereof.
- (xi) The applicant shall ensure that his personal particulars as recorded by both MCD and the relevant Participating Financial Institution are correct and identical. Otherwise, his Electronic Share Application is liable to be rejected. The applicant must inform MCD promptly of any change in address, failing which the notification letter of successful allotment will be sent to his registered address last maintained with MCD.
- (xii) By making and completing an Electronic Share Application, the applicant agrees that:-
- (a) in consideration of Jotech agreeing to allow and accept the making of any application for shares via the Electronic Share Application facility established by the Participating Financial Institutions at their respective ATMs, his Electronic Share Application is irrevocable;
  - (b) Jotech, the Participating Financial Institutions, MCD and MIH shall not be liable for any delays, failures or inaccuracies in the processing of data relating to his Electronic Share Application to Jotech due to a breakdown or failure of transmission or communication facilities or to any cause beyond their control;
  - (c) notwithstanding the receipt of any payment by or on behalf of Jotech, the acceptance of the offer made by the applicant to subscribe for the shares for which the applicant's Electronic Share Application has been successfully completed shall be constituted by the issue of notices of successful allotment for prescribed securities, in respect of the said shares;

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#### XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE *(Cont'd)*

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- (d) the applicant irrevocably authorises MCD to complete and sign on his behalf as transferee or renounee any instrument of transfer and/or other documents required for the issue or transfer of the shares allocated to the applicant; and
  - (e) Jotech agrees that in relation to any legal action or proceedings arising out of or in relation with the contract between the parties and/or the Electronic Share Application scheme and/or any terms herein, all rights, obligations and liabilities shall be construed and determined in accordance with the laws of Malaysia and with all directives, rules, regulations and notices from regulatory bodies and that the Company irrevocably submits to the jurisdiction of the Courts of Malaysia.
- (xiii) The Directors of Jotech reserve the right to require any successful applicant to appear in person at the registered office of MIH within fourteen (14) days of the date of the notice issued to him/her to ascertain the regularity or propriety of the application. The Directors of Jotech shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by the successful applicant for the purpose of complying with this provision.
  - (xiv) The Directors of Jotech reserve the right to reject applications which do not conform to these instructions.
  - (xv) A surcharge of RM2.50 per Electronic Share Application will be charged by the respective Participating Financial Institution.

#### 7. Applications and Acceptances

The Directors of Jotech and/or Offerors reserve the right to reject any application, which does not strictly comply with the instructions, or to accept any application in part only without assigning any reason therefor. The submission of an application form does not necessarily mean the application will be successful.

In the event of over-subscription, acceptance of applications shall be subject to a ballot to be conducted in the manner approved by the Directors of Jotech. Due consideration will be given to the desirability of distributing the ordinary shares to a reasonable number of applicants with a view to broadening the shareholding base of Jotech and establishing an adequate market in the trading of the ordinary shares of the Company. Pursuant to the SC's Policies and Guidelines on Issue/Offer of Securities, at least 25% of the issued and paid-up share capital of Jotech must be held by a minimum number of 750 public shareholders holding not less than 1,000 shares each, of which at least 500 shareholders are members of the public who are not employees of Jotech, its subsidiaries and parent company, at the point of listing. In the event that the above requirement is not met, Jotech may not be allowed to proceed with its listing on the Second Board of the KLSE.

Applicants will be selected in a manner to be determined by the Directors of Jotech.

In the event of an under-subscription by the Malaysian public, all the Issue Shares not applied for will be made available for subscription by the Underwriters in the proportions specified in the Underwriting Agreement dated 12 June 2000.

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**XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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**EACH APPLICATION MUST BE FOR 1,000 ORDINARY SHARES OR MULTIPLES THEREOF.**

WHERE AN APPLICATION IS REJECTED OR ACCEPTED IN PART ONLY, THE FULL AMOUNT OR THE BALANCE OF THE APPLICATION MONIES, AS THE CASE MAY BE, WILL BE REFUNDED TO THE APPLICANT WITHOUT INTEREST WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF THE FINAL BALLOT OF THE APPLICATION LISTS AT THE ADDRESS SHOWN ON THE APPLICATION FORM AT THE APPLICANT'S OWN RISK.

MIH RESERVES THE RIGHT TO BANK IN ALL APPLICATION MONIES FROM UNSUCCESSFUL BUMIPUTERA APPLICANTS AND FROM PARTIALLY SUCCESSFUL APPLICANTS AND THESE WILL BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED TO THE APPLICANT WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF THE FINAL BALLOT OF THE APPLICATION LISTS BY REGISTERED POST AT THE ADDRESS SHOWN ON THE APPLICATION FORM AT THE APPLICANT'S OWN RISK.

NO APPLICATION SHALL BE DEEMED TO HAVE BEEN ACCEPTED BY REASON OF THE REMITTANCE HAVING BEEN PRESENTED FOR PAYMENT.

**8. CDS Accounts**

Pursuant to Section 5.29 of the Securities Industry (Central Depositories) Act, 1991, all dealings in Jotech shares will be by book entries through CDS accounts. No share certificates will be issued to successful applicants.

In the case of an application by way of Application Form, an applicant should state his CDS account number in the space provided in the Application Form if he presently has such an account. If he does not presently have such an account, he should state his preferred ADA Code in the space provided. If a successful applicant fails to state either his CDS account number or preferred ADA Code in his Application Form, the Company may, in the exercise of its absolute discretion, instruct MIH to insert a preferred ADA Code in the Application Form and further instruct MCD to open a CDS account on his behalf at the specified ADA and credit the shares allotted/allocated to him into his CDS account.

In the case of an application by way of Electronic Share Application, only an applicant who has a CDS account can make an Electronic Share Application and the applicant shall furnish his CDS account number to the Participating Financial Institution by way of keying in his CDS account number if the instructions on the ATM screen at which he enters his Electronic Share Application requires him to do so.

Failure to comply with these specific instructions as the Electronic Share Application requires or inaccuracy in the CDS account number or preferred ADA Code, may result in the application being rejected. The Directors of Jotech reserve the right to reject any incomplete and inaccurate Application. Applications may also be rejected if the applicants' particulars provided in their Application Forms, or in the case of Electronic Share Applications, if the records of the Participating Financial Institutions at the time of making the Electronic Share Applications differ from those in MCD's records, such as the identity card number, names and nationalities.

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**XIV. PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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**9. Notice of Allotment**

Shares allocated to all successful or partially successful applicants will be credited to their respective CDS accounts. A notice of allotment will be dispatched to the successful or partially successful applicant at his address shown in the Application Form at the applicant's own risk within thirty (30) days after the final ballot of the application list. For Electronic Share Applications, the notice of allotment will be dispatched to the successful or partially successful applicant at his address last maintained with MCD at the applicant's own risk within thirty (30) days after the final ballot of the application list. This is the only acknowledgement of acceptance of the application.

**10. Formalising CDS Accounts**

A successful applicant whose CDS account has been opened by MCD at his preferred ADA or the ADA caused to be inserted by MIH at the instruction of the Company in case where the successful applicant fails to state either his CDS account number or preferred ADA Code, is required to formally open his account by submitting to the ADA the necessary documents and the account opening fee. No transaction of shares credited to the account can be effected until the account has been formally opened.

## XV. LIST OF AUTHORISED DEPOSITORY AGENTS

The list of ADAs and their respective Broker codes are as follows:-

Name	Address and telephone number	Broker Code	Name	Address and telephone number	Broker Code
<b>KUALA LUMPUR</b>			<b>KUALA LUMPUR (Cont'd)</b>		
AFFIN-UOB SECURITIES SDN. BHD.	Level 3, Menara Kock Seng 203, Jalan Bukit Bintang 55100 Kuala Lumpur Tel No.: 03-2438668	028-001	MGI SECURITIES SDN. BHD.	1st & 2nd Floor, Wisma MGIC, 38, Jalan Dang Wangi, 50100 Kuala Lumpur Tel No.: 03-2911889	052-001
ARAB-MALAYSIAN SECURITIES SDN. BHD.	15th Floor, Bangunan Arab-Malaysian, 55, Jalan Raja Chulan, 50200 Kuala Lumpur, Tel. No.: 03-2382788	086-001	MIDF SISMA SECURITIES SDN. BHD.	17th & 18th Floor, Empire Tower, 182, Jalan Tun Razak, 50400 Kuala Lumpur Tel. No.: 03-2668888	026-001
BBMB SECURITIES SDN. BHD.	Level 2 & 3, 4 & 17, P.O. Box No.2, Menara Olympia, 8, Jalan Raja Chulan, 50200 Kuala Lumpur, Tel. No.: 03-2088800	099-001	OSK SECURITIES BERHAD	10th Floor, Plaza OSK, Jalan Ampang, 50450 Kuala Lumpur Tel. No.: 03-21624388	056-001
BIMB SECURITIES SDN. BHD.	1st & 2nd Floor, Podium Block, Bangunan AMDB, 1, Jalan Lumut, 50350 Kuala Lumpur Tel. No.: 03-40433533	024-001	PB SECURITIES SDN. BHD.	27th Floor, Bangunan Public Bank, 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel. No.: 03-2013011	051-001
CIMB SECURITIES SDN. BHD.	9th Floor, Commerce Square, Jalan Semantan, Damansara Heights, 50490 Kuala Lumpur Tel. No.: 03-2532288	065-001	PM SECURITIES SDN. BHD.	Ground, Mezzanine & 1st Floors, Menara Pengkalen (formerly known as Wisma Pekerti) 2, Jalan Changkat Ceylon, 50200 Kuala Lumpur Tel. No.: 03-2448055	064-001
FIMA SECURITIES SDN. BHD. (formerly known as Capitalcorp Securities Sdn. Bhd.)	No. 45-14, Plaza Level and Level One Plaza Damansara Jalan Medan Setia 1 Bukit Damansara 50490 Kuala Lumpur Tel. No.: 03-2549966	018-001	RASHID HUSSAIN SECURITIES SDN. BHD.	Level 1, 2, 3 and 5 Tower One, RHB Centre, Jalan Tun Razak, 50400 Kuala Lumpur Tel. No.: 03-9852233	087-001
HLG SECURITIES SDN. BHD.	21st Floor, Wisma HLA, Jalan Raja Chulan, 50200 Kuala Lumpur Tel. No.: 03-2452998	066-001	KAF-SEAGROATT & CAMPBELL SDN. BHD. (formerly known as Seagroatt & Campbell Sdn. Bhd.)	26th-30th Floor, The Weld Tower, 76, Jalan Raja Chulan, 50200 Kuala Lumpur Tel. No.: 03-2081600	053-001
INTER-PACIFIC SECURITIES SDN. BHD.	Level 7, Shahzan Insas Tower, 30, Jalan Sultan Ismail, 50250 Kuala Lumpur Tel. No.: 03-2441888	054-001	SIME SECURITIES SDN. BHD.	21st Floor, Bangunan Sime Bank, Jalan Sultan Sulaiman, 50000 Kuala Lumpur Tel. No.: 03-2749288	097-001
JUPITER SECURITIES SDN. BHD.	7th-9th Floor, Menara Olympia, 8, Jalan Raja Chulan, 50200 Kuala Lumpur, Tel. No.: 03-2041888	055-001	TA SECURITIES BERHAD	TA One Tower, 22, Jalan P. Ramlee, 50250 Kuala Lumpur Tel No.: 03-2321277	074-001
K&N KENANGA BERHAD	8th Floor, Pemas International Building, 801, Jalan Sultan Ismail, 50250 Kuala Lumpur Tel. No.: 03-21613066	073-001	<b>SELANGOR DARUL EHSAN</b>		
KUALA LUMPUR CITY SECURITIES SDN. BHD.	3.07, Level 3, Bangunan Angkasaraya, Jalan Ampang, 50450 Kuala Lumpur Tel. No.: 03-2449322	076-001	AMSTEEL SECURITIES (M) SDN. BHD. (formerly known as Klang Securities Sdn. Bhd.)	1, Lintang Pekan Baru, 2nd, 3rd and 4th Floors, Off Jalan Meru, 41050 Klang Selangor Darul Ehsan Tel. No.: 03-3439999	080-001
LEONG & COMPANY SDN. BHD.	Level 18, Wisma Cyclecarri, 288, Jalan Raja Laut, 50350 Kuala Lumpur P. O. Box 10943 50730 Kuala Lumpur Tel. No.: 03-2928888	061-001	HALIM SECURITIES SDN. BHD.	68, Jalan 52/6, New Town Centre, P. O. Box 561, 46770 Petaling Jaya Selangor Darul Ehsan Tel. No.: 03-7555777	091-001
MAYBAN SECURITIES SDN. BHD.	30th Floor, Menara Maybank, 100, Jalan Tun Perak, 50050 Kuala Lumpur Tel. No.: 03-2323822	098-001	HWANG-DBS SECURITIES BERHAD	18th-20th Floor, Plaza Masalam 2, Jalan Tengku Ampuan Zabedah E9/E, Section 9 41000 Shah Alam Selangor Darul Ehsan Tel. No.: 03-5533288	068-002



**XV. LIST OF AUTHORISED DEPOSITORY AGENTS (Cont'd)**

Name	Address and telephone number	Broker Code	Name	Address and telephone number	Broker Code
<b>SELANGOR DARUL EHSAN</b>			<b>PERAK DARUL RIDZUAN (Cont'd)</b>		
JF APEX SECURITIES BERHAD (formerly known as Apex Securities Sdn. Bhd.)	3rd Floor, Wisma Apex, 145A-C, Jalan Bukit, P. O. Box 16, 43007 Kajang Selangor Darul Ehsan Tel. No.: 03-87361118	079-001	TAIPING SECURITIES SDN. BHD.	21, Jalan Stesen, 34000 Taiping Perak Darul Ridzuan Tel. No.: 05-8060888	092-001
MOHAIYANI SECURITIES SDN. BHD.	2nd & 3rd Floor, Plaza Damansara Utama, 2, Jalan SS21/60, 47400 Petaling Jaya Selangor Darul Ehsan Tel. No.: 03-77297345	095-001	O.S.K. SECURITIES BERHAD (IPOH BRANCH)	Wisma Premier Capital 21-25, Jalan Seentivasagam, 30450 Ipoh Perak Darul Ridzuan Tel. No.: 05-2415100	056-002
SJ SECURITIES SDN. BHD.	Level 3, Holiday Villa 9, Jalan SS 12/1, Subang Jaya, 47500 Petaling Jaya Selangor Darul Ehsan Tel. No.: 03-7340202	096-001	<b>PULAU PINANG</b>		
<b>MELAKA</b>			A. A. ANTHONY & COMPANY SDN.BHD.	41-1-1 & 41-2-1, Jalan Cantonment, 10250 Pulau Pinang Tel. No.: 04-2299318	014-001
MALACCA SECURITIES SDN. BHD.	1, 3 & 5 Jalan PPM 9, Plaza Pandan Malim, (Business Park), Balai Panjang, P.O. Box 248, 75250 Melaka Tel. No.: 06-3371533	012-001	HWANG-DBS SECURITIES BERHAD	Levels 2, 3, 4, 7 & 8, Wisma Sri Pinang, 60, Green Hall, 10200 Pulau Pinang Tel. No.: 04-2636996	068-001
OCBC SECURITIES (MELAKA) SDN. BHD.	579,579A & 579B, Taman Melaka Raya, 75000 Melaka Tel. No.: 06-2825211	072-001	KE-ZAN SECURITIES SDN. BHD.	Wisma Ke-Zan, 64, Bishop Street, 10200 Pulau Pinang Tel. No.: 04-2634222	085-001
STRAITS SECURITIES SDN. BHD.	Lot 9 & 10, 1st Floor, Bangunan Tabong Haji, Jalan Bandar Kaba, P.O. Box 209, 75740 Melaka Tel. No.: 06-2833622	011-001	MERCURY SECURITIES SDN. BHD.	2nd Floor, Wisma UMNO, Lorong Bagan Luar Dua, 12000 Butterworth Seberang Prai, Pulau Pinang Tel. No.: 04-3322123	093-001
<b>PERAK DARUL RIDZUAN</b>			SMITH ZAIN SECURITIES SDN. BHD.	7th & 8th Floor, PSCI Tower, 39, Jalan Sultan Ahmad Shah, 10050 Pulau Pinang Tel. No.: 04-2283355	016-001
BOTLY SECURITIES SDN. BHD.	1st Floor, Plaza Teh Teng Seng, 227, Jalan Kampar, 30250 Ipoh Perak Darul Ridzuan Tel. No.: 05-2531313	058-001	SOON THEAM SECURITIES SDN. BHD.	111, Jalan Macalister 10400 Pulau Pinang Tel. No.: 04-2281868	060-001
KIN KHOON & CO. SDN. BHD.	23 & 25, Wisma Kota Emas, Jalan Dato' Tahwil Azhar P. O. Box No. 421, 30910 Ipoh Perak Darul Ridzuan Tel. No.: 05-2543311	017-001	THONG & KAY HIAN SECURITIES SDN. BHD. (formerly known as Thong KHJC Sdn. Bhd.)	Level 5 & 6, Wisma Sri Pinang, 60, Green Hall 10200 Pulau Pinang Tel. No.: 04-2635481	070-001
MBf NORTHERN SECURITIES SDN. BHD.	71, Jalan Lim Bo Seng, 30300 Ipoh Perak Darul Ridzuan Tel. No.: 05-2548999	067-001	UT SECURITIES SDN. BHD. (formerly known as United Traders Securities Sdn. Bhd.)	12th Floor, Bangunan Mayban Trust, 3, Penang Street, 10200 Pulau Pinang Tel. No.: 04-2626644	059-001
M&A SECURITIES SDN. BHD.	Bangunan Chinese Chamber of Commerce, 37, Jalan Tun Sambanthan 30000 Ipoh Perak Darul Ridzuan Tel. No.: 05-2419800	057-001	<b>KEDAH DARUL AMAN</b>		
PHILFO ALLIED SECURITIES SDN. BHD.	63, Persiaran Greenhill, 30450 Ipoh Perak Darul Ridzuan Tel. No.: 05-2558233	071-001	ALOR SETAR SECURITIES SDN. BHD.	Lot T-30, 2nd Floor, Wisma PKNK, Jalan Sultan Badlishah, 05000 Alor Setar Kedah Darul Aman Tel. No.: 04-7318205	094-001
SBB SECURITIES SDN. BHD.	51-53, Persiaran Greenhill, 30450 Ipoh Perak Darul Ridzuan Tel. No.: 05-2530888	090-001	<b>PERLIS INDR A KAYANGAN</b>		
			UPEN SECURITIES SDN. BHD.	2nd Floor, Podium Block Bangunan KWSP, 01000 Kangar Perlis Indra Kayangan Tel. No.: 04-9765200	023-001

**XV. LIST OF AUTHORISED DEPOSITORY AGENTS (Cont'd)**

Name	Address and telephone number	Broker Code	Name	Address and telephone number	Broker Code
<b>NEGERI SEMBILAN DARUL KHUSUS</b>			<b>PAHANG DARUL MAKMUR</b>		
PAN MALAYSIA SDN. BHD.	2nd, 9th & 10th Floor, Bangunan Yayasan Negeri Sembilan, Jalan Yam Tuan, 70000 Seremban Negeri Sembilan Darul Khusus Tel. No.: 06-7638999	084-001	WK SECURITIES SDN. BHD.	A-397, A-399 & A-401, Taman Sri Kuantan III, Jalan Borserah, 25300 Kuantan Pahang Darul Makmur Tel. No.: 09-5660800	083-001
MALPAC SECURITIES SDN. BHD. (formerly known as Seremban Securities Sdn. Bhd.)	1st, 2nd and 3rd Floors, 19, 20 & 21, Jalan Kong Sang, 70000 Seremban Negeri Sembilan Darul Khusus Tel. No.: 06-7623131	063-001	<b>KELANTAN DARUL NAIM</b>		
<b>JOHOR DARUL TAKZIM</b>			KOTA BHARU SECURITIES SDN. BHD. (formerly known as Lee & Kee Securities Sdn. Bhd.)	298, Jalan Tok Hakim, 15000 Kota Bharu Kelantan Darul Naim Tel. No.: 09-7433388	075-001
ENG SECURITIES SDN. BHD.	95, Jalan Tun Abdul Razak, 80000 Johor Bahru Johor Darul Takzim Tel. No.: 07-2231211	081-001	<b>TERENGGANU DARUL IMAN</b>		
JB SECURITIES SDN. BHD.	Level 6, 7 & 8 Menara Sarawak Enterprise 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel. No.: 07-3332000	078-001	FA SECURITIES SDN. BHD.	3rd Floor, Wisma UMNO, Jalan Masjid Abidin, 20100 Kuala Terengganu Terengganu Darul Iman Tel. No.: 09-6238128	021-001
KESTREL SECURITIES SDN. BHD.	57, 59 & 61, Jalan Ali, 84000 Muar Johor Darul Takzim Tel. No.: 06-9532222	088-001	PTB SECURITIES SDN. BHD.	1st, 2nd & 3rd Floors 61, Jalan Sultan Ismail P.O. Box 151 Pejabat Pos Besar 20700 Kuala Terengganu Terengganu Darul Iman Tel. No.: 09-6235767	025-001
PENINSULA SECURITIES SDN. BHD.	Level 2, Menara Pelangi, Jalan Kuning, Taman Pelangi, 80400 Johor Bahru Johor Darul Takzim Tel. No.: 07-3333600	077-001	<b>SABAH</b>		
PJB PACIFIC SECURITIES SDN. BHD.	Podium 2A & 3, Menara Ansar, 65, Jalan Trus, 80000 Johor Bahru Johor Darul Takzim Tel. No.: 07-2222692	027-001	INNOSABAH SECURITIES SDN. BHD.	11, Equity House, Block K, Sadong Jaya, Karamunsing, 88100 Kota Kinabalu Sabah Tel. No.: 6088-234099	020-001
SOUTH JOHOR SECURITIES SDN. BHD. (formerly known as Koh & Lee Securities Sdn. Bhd.)	3rd Floor, Penggaram Complex, 1 Jalan Abdul Rahman, 83000 Batu Pahat Johor Darul Takzim Tel. No.: 07-4317033	069-001	<b>SARAWAK</b>		
			SARAWAK SECURITIES SDN. BHD.	Wisma Mahmud, Jalan Sungai Sarawak, 93100 Kuching Sarawak Tel. No.: 082-338000	019-001
			SARAWAK SECURITIES SDN. BHD.	Lot 2485, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel. No.: 085-435577	019-002
			<b>WILAYAH PERSEKUTUAN LABUAN</b>		
			LABUAN SECURITIES SDN. BHD.	Level 2, Wisma Oceanic Jalan O K K Awang Besar, 87007 Wilayah Persekutuan Labuan Tel. No.: 087-410621	022-001