

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

Date of Allotment	No. of Ordinary Shares Allotted	Par Value RM	Consideration	Total Issued Share Capital RM
06.11.82	2	1.00	Subscribers' shares	2
31.12.84	100,000	1.00	Cash	100,002
08.10.97	400,000	1.00	Cash	500,002

(iii) Subsidiary and Associated Company

RESB does not have any subsidiary or associated companies.

(iv) Directors and Major Shareholders

The Directors of RESB and their respective shareholdings are set out below:

Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Rameli bin Musa	-	-	255,001*	51.0
Izham bin Hashim	-	-	-	-
Mohd Shaari bin Omar	75,000	15.0	-	-
Mohd Nor bin Manap	120,001	24.0	-	-
Mohd Zaki bin Ibrahim	50,000	10.0	-	-

* Deemed interested by virtue of his substantial shareholding in Ingress

The major shareholders of RESB and their shareholdings are set out below:

Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
MDSB	255,001	51.0	-	-
Mohd Nor bin Manap	120,001	24.0	-	-
Mohd Shaari bin Omar	75,000	15.0	-	-
Mohd Zaki bin Ibrahim	50,000	10.0	-	-

(v) Employees

As at 15 January 2001 (being the latest practicable date prior to the printing of this Prospectus), RESB has 29 employees.

4.3 MPSSB

(i) History and Business

MPSSB was incorporated in Malaysia under the Companies Act, 1965 on 5 December 1994 under the name of Matrix Nominees (M) Sdn Bhd, which was subsequently changed to its present name on 11 April 1997.

MPSSB is principally engaged in the manufacture and supply of panel-based electrical equipment.

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

(ii) Share Capital

The present authorised share capital of MPSSB is RM500,000 comprising 500,000 ordinary shares of RM1.00 each, all of which are issued and fully paid-up. The changes in the issued and paid-up share capital of MPSSB since its incorporation are as follows

Date of Allotment	No. of Ordinary Shares Allotted	Par Value RM	Consideration	Total Issued Share Capital RM
05.12.94	2	1.00	Subscribers' shares	2
17.07.95	99,998	1.00	Cash	100,000
01.10.97	400,000	1.00	Cash	500,000

(iii) Subsidiary and Associated Company

MPSSB does not have any subsidiary or associated companies.

(iv) Directors and Major Shareholders

The Directors of MPSSB and their respective shareholdings are set out below:

Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Izham bin Hashim	-	-	-	-
Mohd Haizad bin Hussain	100,000	20.0	-	-
Mohd Shaari bin Omar	-	-	-	-

The major shareholders of MPSSB and their shareholdings are set out below:

Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
MDSB	400,000	80.0	-	-
Mohd Haizad bin Hussain	200,000	20.0	-	-

(v) Employees

As at 15 January 2001 (being the latest practicable date prior to the printing of this Prospectus), MPSSB has 18 employees.

4.4 IESB

(i) History and Business

IESB was incorporated in Malaysia under the Companies Act, 1965 on 7 May 1991 under the name Ingress Engineering Sdn Bhd. It was then converted into a public company on 6 June 1997 under the name of Ingress Engineering Berhad. However, on 13 September 1998, it reverted to a private limited company under its initial and current name.

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

The principal activities of IESB are the manufacture and supply of roll-formed plastic mouldings and weatherstrips for the automotive industry and provides management services for its group of companies.

(ii) Share Capital

The present authorised and paid-up share capital of IESB are as follows:

	No. of Shares	Par Value RM	Amount RM
Ordinary Shares			
Authorised	50,000,000	1.00	50,000,000
Issued and Paid-Up	46,876,000	1.00	46,876,000
Preference Shares			
Authorised	4,000,000	0.10	400,000
Issued and Paid-Up	-	0.10	-

The changes in the issued and paid-up share capital of IESB since its incorporation are as follows:

Date of Allotment	No. of Shares Allotted	Par Value RM	Consideration	Total Issued Share Capital RM
Ordinary Shares				
07.05.91	2	1.00	Subscribers' shares	2
04.05.92	999,998	1.00	Cash	1,000,000
25.02.93	50,000	1.00	Cash	1,050,000
01.03.93	450,000	1.00	Cash	1,500,000
15.03.93	500,000	1.00	Cash	2,000,000
02.07.93	2,000,000	1.00	Cash	4,000,000
17.08.94	3,000,000	1.00	Cash	7,000,000
30.07.96	7,000,000	1.00	Bonus Issue	14,000,000
27.01.97	7,000,000	1.00	Bonus Issue	21,000,000
05.11.98	15,000,000	1.00	Cash	36,000,000
09.07.99	9,000,000	1.00	Acquisition of MDSB	45,000,000
19.10.00	1,876,000	1.00	Conversion of Preference Shares	46,876,000
Preference Shares				
05.10.95	4,000,000	0.10	Cash	400,000
18.06.96	(1,000,000)	0.10	Redemption	300,000
19.10.00	(3,000,000)	0.10	Conversion into ordinary shares	-

(iii) Subsidiary and Associated Company

IESB has five (5) subsidiary companies, namely IAV, IRSB, TSSB, MSB and TSB as well as SIV as an associated company.

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

(iv) Directors and Major Shareholders

The Directors of IESB and their respective shareholdings are set out below:

Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Rameli bin Musa	-	-	46,876,000*	100.0
Ungku Farid bin Ungku Abd. Rahman	-	-	-	-
Ramli bin Napiah	-	-	-	-
Izham bin Hashim	-	-	-	-
Ab Rahim bin Husain	-	-	-	-
Wan Ab. Halim bin Wan Ismail	-	-	-	-
Hassan bin Abd Rahman	-	-	-	-

* Deemed interested by virtue of his substantial shareholding in Ingress

The major shareholder of IESB and its shareholding is set out below:

Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Ingress	46,876,000	100.0	-	-

(v) Employees

As at 15 January 2001 (being the latest practicable date prior to the printing of this Prospectus), IESB has 136 employees.

4.5 IPSB

(i) History and Business

IPSB was incorporated in Malaysia under the Companies Act, 1965 on the 5 January 1994.

The principal activities of IPSB are the manufacture and supply of roll-formed metal automotive door sash (door-frame) and related components

(ii) Share Capital

The present authorised share capital of IPSB is RM10,000,000 comprising 10,000,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital of IPSB is RM7,000,000 comprising 7,000,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of IPSB since its incorporation are as follows

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

Date of Allotment	No. of Ordinary Shares Allotted	Par Value RM	Consideration	Total Issued Share Capital RM
05.01.94	2	1.00	Subscribers' shares	2
15.08.94	1,999,998	1.00	Cash	2,000,000
31.01.95	5,000,000	1.00	Cash	7,000,000

(iii) Subsidiary and Associated Company

IPSB has one (1) associated company, namely IAV, but does not have any subsidiary companies.

(iv) Directors and Major Shareholders

The Directors of IPSB and their respective shareholdings are set out below:

Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Rameli bin Musa	-	-	6,300,000	90.0*
Dr Ab Wahab bin Ismail	-	-	6,300,000	90.0*
Ungku Farid bin Ungku Abd. Rahman	-	-	-	-
Nabeshima Hideyuki	-	-	-	-
Ramli bin Napiah	-	-	-	-
Motonori Tanimoto	-	-	-	-

* Deemed interested by virtue of their substantial shareholdings in Ingress

The major shareholders of IPSB and their shareholdings are set out below:

Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Ingress	6,300,000	90.0	-	-
Katayama	700,000	10.0	-	-

(v) Employees

As at 15 January 2001 (being the latest practicable date prior to the printing of this Prospectus), IPSB has 217 employees.

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

4.6 IRSB

(i) History and Business

IRSB was incorporated in Malaysia under the Companies Act, 1965 on the 16 May 1996.

The principal activities of IRSB are the provision of engineering services in the field of computer-aided design and manufacture (CAD/CAM) of tools, jigs and dies and undertake comprehensive product development work for roll-formed plastic mouldings, weatherstrips and metal automotive door sash and related components.

(ii) Share Capital

The present authorised share capital of IRSB is RM1,000,000 comprising 1,000,000 ordinary shares of RM1.00 each. The present issued and paid-up share capital of IRSB is RM500,000 comprising 500,000 ordinary shares of RM1.00 each. The changes in the issued and paid-up share capital of IRSB since its incorporation are as follows

Date of Allotment	No. of Ordinary Shares Allotted	Par Value RM	Consideration	Total Issued Share Capital RM
16.05.96	3	1.00	Subscribers' shares	3
15.07.96	250,000	1.00	Cash	250,003
22.10.96	249,997	1.00	Cash	500,000

(iii) Subsidiary and Associated Company

IRSB does not have any subsidiary or associated companies.

(iv) Directors and Major Shareholders

The Directors of IRSB and their respective shareholdings are set out below:

Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Rameli bin Musa	-	-	500,000*	100.0
Dr Ab Wahab bin Ismail	-	-	500,000*	100.0
Ramli bin Napiah	-	-	-	-

* Deemed interested by virtue of their substantial shareholdings in Ingress

The major shareholder of IRSB and its shareholding is set out below:

Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
IESB	500,000	100.0	-	-

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

(v) Employees

As at 15 January 2001 (being the latest practicable date prior to the printing of this Prospectus), IRSB has 7 employees.

4.7 TSSB

(i) History and Business

TSSB was incorporated in Malaysia under the Companies Act, 1965 on 13 July 1995.

The principal activities of TSSB are the provision of engineering solutions in industrial automation through design, fabrication, manufacture and supply of sub-system or system for the applications in production and testing.

(ii) Share Capital

The present authorised share capital of TSSB is RM500,000 comprising 500,000 ordinary shares of RM1.00 each, all of which are issued and fully paid-up. The changes in the issued and paid-up share capital of TSSB since its incorporation are as follows:

Date of Allotment	No. of Ordinary Shares Allotted	Par Value RM	Consideration	Total Issued Share Capital RM
13.07.95	2	1.00	Subscribers' shares	2
22.09.95	100,000	1.00	Cash	100,002
27.01.97	399,998	1.00	Cash	500,000

(iii) Subsidiary and Associated Company

TSSB does not have any subsidiary or associated companies.

(iv) Directors and Major Shareholders

The Directors of TSSB and their respective shareholdings are set out below:

Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Rameli bin Musa	-	-	500,000*	100.0
Dr Ab Wahab bin Ismail	-	-	500,000*	100.0
Ramli bin Napiah	-	-	-	-
Ab Rahim bin Husain	-	-	-	-

* Deemed interested by virtue of their substantial shareholdings in Ingress

V. INFORMATION ON THE INGRESS GROUP (Cont'd)

The major shareholder of TSSB and its shareholding is set out below:

Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
IESB	500,000	100.0	-	-

(v) Employees

As at 15 January 2001 (being the latest practicable date prior to the printing of this Prospectus), TSSB has 12 employees.

4.8 IAV**(i) History and Business**

IAV was incorporated in Thailand on 17 September 1996.

The principal activities of IAV are the manufacturing and supply of roll-formed plastic mouldings and weatherstrips as well as roll-formed metal automotive door sash and related components in Thailand.

(ii) Share Capital

The present authorised share capital of IAV is Baht 100,000,000 comprising 1,000,000 common shares of Baht 100 each, all of which are issued and fully paid-up. The changes in the issued and paid-up share capital of IAV since its incorporation are as follows

Date of Allotment	No. of Common Shares Allotted	Par Value Baht	Consideration	Total Issued Share Capital Baht
17.09.96	250,000	100	Subscribers' shares	25,000,000
23.07.97	450,000	100	Cash	70,000,000
31.01.99	100,000	100	Cash	80,000,000
18.08.99	200,000	100	Cash	100,000,000

(iii) Subsidiary and Associated Company

IAV does not have any subsidiary or associated companies.

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V. INFORMATION ON THE INGRESS GROUP (Cont'd)

(iv) Directors and Major Shareholders

The Directors of IAV and their respective shareholdings are set out below:

Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Rameli bin Musa	-	-	768,995*	76.9
Dr. Ab Wahab bin Ismail	1	-	768,995*	76.9
Ramli bin Napiah	1	-	-	-
Ab Rahim bin Hitam	-	-	-	-
Zamzuary bin Ahamad Zaini	-	-	-	-
Naoto Kawai	-	-	-	-
Motonori Tanimoto	-	-	-	-

* Deemed interested by their substantial interests in IESB and IPSB

The major shareholders of IAV and their shareholdings are set out below:

Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
IESB	500,001	50.0	-	-
IPSB	268,994	26.9	-	-
Katayama	231,000	23.1	268,994*	26.9
Dr Ab Wahab bin Ismail	1	-	768,995**	76.9
Ramli bin Napiah	1	-	-	-

* Deemed interested by their substantial interests in IPSB

** Deemed interested by his indirect substantial interests in IESB and IPSB

(v) Employees

As at 15 January 2001 (being the latest practicable date prior to the printing of this Prospectus), IAV has 104 employees.

4.9 ITSB

(i) History and Business

ITSB was incorporated in Malaysia under the Companies Act, 1965 on the 6 March 1992 under the name of Layar Kiara Sdn Bhd, which was subsequently changed to its present name on 5 September 1997.

The principal activities of ITSB are the manufacture and supply of complete door assemblies (door-in-white) and manufactures and assembles medium to high tonnage pressed parts.