
15.0 ADDITIONAL INFORMATION

15.1 Share Capital

- a) No ordinary share shall be allotted or sold on the basis of this Prospectus later than twelve (12) months after the date of issue of this Prospectus.
- b) There are no founder, management or deferred shares in the Company. 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.
- c) Save for the 1,411,000 ordinary shares of RM1.00 each reserved for the eligible Directors, employees and business associates of the SKB Shutters Group, there is no other scheme for or involving the employees of the Group in the capital of the Company or its subsidiaries.
- d) Save as disclosed in Section 3.5 of this Prospectus, no person has been or is entitled to be given an option to subscribe for any shares, stocks or debentures in the Company or its subsidiaries. There is no share option scheme for the employees of the Company and its subsidiaries.
- e) Save as disclosed under Section 5.0 of this Prospectus, no shares or debentures of SKB Shutters and its subsidiaries have been issued or proposed to be issued as fully or partly paid-up for cash or otherwise than for cash within the two (2) years preceding the date hereof.

15.2 Articles of Association

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

i) Changes in Capital and Variation of Class Rights

The provisions in the Company's Articles dealing with the changes in capital and variations of class rights, which are as stringent as those provided in the Companies Act, 1965 are as follows:

Authorised Share Capital**Article 10**

The authorised share capital of the Company at the date of the adoption of these Articles is RM50,000,000.00 divided into 50,000,000 ordinary shares of RM1.00 each.

Variation of Rights**Article 11**

If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may (subject to Sections 55 and 65 of the Act and whether or not the Company is being wound up) be varied or abrogated with:

- (1) The consent in writing of the holders of three-fourths of the issued shares of that class; or
- (2) The sanction of a special resolution passed at a separate general meeting of the holders of the shares of that class.

15.0 ADDITIONAL INFORMATION (Cont'd)

To every such separate general meeting, the provisions of these Articles relating to general meetings shall mutatis mutandis apply, except that the necessary quorum shall be 2 persons at least holding or representing by proxy one-third of the issued shares of the class (but so that if at any adjourned meeting of such holders, a quorum is not present, the holders present, shall form a quorum), and any holder of shares of the class present in person or by proxy may demand a poll.

Article 12

Subject to Section 65 of the Act, the rights attached to any class shall not (unless otherwise provided by the terms of issue of such shares) be deemed to be varied by the creation or issue of further shares ranking in any respect *pari passu* with that class.

Stock**Article 61**

The Company in general meeting may by ordinary resolution, convert any paid-up shares into stock, and reconvert any stock into paid-up shares of any denomination.

Article 62

The holders of any stock may transfer all or any part of their holdings in the same manner and subject to the same provisions as and subject to which the shares from which the stock arose might before conversion have been transferred, or as near to that manner and those provisions as circumstances admit, and the Directors may fix the minimum amount of stock transferable, but such minimum shall not exceed the nominal value of the shares from which the stock arose.

Article 63

The holders of stock shall, according to the amount of stock held by them, have the same rights as regards dividends, participation in assets on a winding up, voting at meetings and other matters as if they held the shares from which the stock arose, but no such right (except participation in distribution and in assets on a winding up or otherwise) shall be conferred by an amount of stock which would not, in the form of shares, have conferred that right.

Article 64

Such of these Articles as are applicable to paid-up shares shall apply to stock, and the words 'share' and 'shareholder' shall include 'stock' and 'stockholder'.

Alteration of Capital**Article 65**

The Company may by ordinary resolution:

- (1) Consolidate and divide all or any of its share capital into shares of larger amount;
- (2) (Subject to Section 58(1) of the Act) subdivide its existing shares or any of them into shares of smaller amount;

15.0 ADDITIONAL INFORMATION (Cont'd)

- (3) Cancel any shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled.

Article 68

The Company may by special resolution reduce its share capital and any capital redemption reserve or share premium account in any manner authorised by law.

Increase of Capital**Article 69**

Without prejudice to the rights attached to any existing shares or class of shares, the Company in general meeting may by ordinary resolution increase its capital by the creation of shares of such nominal amounts, and carrying such rights and restrictions, as the resolution specifies.

Article 70

All new shares shall be subject to the same provisions as to the payment of calls, lien, transfer, transmission, forfeiture and otherwise as the shares in the existing share capital.

ii) **Transfer of securities**

The provision in the Company's Articles, the Second Board Listing Requirements of the KLSE, the Companies Act, 1965 and the Rules of the MCD, in respect of the arrangements for transfer of the securities and restriction on their free transferability are as follows:

Transfer**Article 41**

Subject to these Articles, the Central Depositories Act and the Rules (with respect to transfer of deposited security), shares in the Company which have been deposited with the Central Depository shall be transferable but every transfer 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 of the Companies Act, 1965, but subject to sub-section 107C(2) of the Companies Act, 1965 and any exemption that may be made from compliance with sub-section 107C(1) of the Companies Act, 1965, the Company shall be precluded from registering and effecting any transfer of securities.

Article 42

Subject to these Articles, the Act, the Central Depositories Act and the Rules (with respect to transfer of deposited security), the instrument of transfer shall be executed by or on behalf of the transferor and the transferee and the transferor shall be deemed to remain the holder of the share until the transferee's name is entered in the Register as the holder of that share and/or the Record of Depositors as the case may be, in respect thereof. All transfer of deposited securities shall be effected in accordance with the Act, the Central Depositories Act and the Rules.

15.0 ADDITIONAL INFORMATION (Cont'd)

Article 43

At least 12 clear Market Days' notice of intention to close the register shall be published in a daily newspaper circulating in Malaysia and shall also be given to KLSE. In relation to such closure, the Company shall give notice in accordance with the Rules, to the Central Depository to prepare the appropriate record of depositors.

Article 44

No share shall be transferred to any partnership or unincorporated association or body, minor, bankrupt or person of unsound mind.

Article 45

The Register shall be closed for such periods as the Directors may from time to time determine but such registers shall not be closed for more than 30 days in any year. The Company shall before it closes such registers:

- (1) Give notice of such intended closure (in the case of the Register) in accordance with Section 160 of the Act;
- (2) Publish in a daily newspaper circulating in Malaysia, a notice of such intended closure including the information to be included in the notice referred to in Article 43.

At least three (3) market days prior notice shall be given to the Central Depository to enable the Central Depository to prepare the appropriate Record of Depositors provided that where the Record of Depositors is required in respect of corporate actions at least seven (7) market days prior notice shall be given to the Central Depository.

iii) Remuneration of Directors

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

Directors**Article 109**

The fees of the Directors shall from time to time be determined by the Company in General Meeting but the remuneration of the executive Directors shall from time to time be determined by the Board of Directors. The fees payable to the Directors shall not be increased except pursuant to a resolution passed at the General Meeting when notice of the proposed increase has been given in the notice convening the meeting. The fees payable to non-executive Directors shall be a fixed sum and not by a commission on or percentage of profits or turnover and the remuneration payable to executive Directors may not include a commission on or percentage of turnover. Any fee paid to an alternate Director shall be agreed between him and his Appointor and shall be deducted from his appointor's remuneration.

15.0 ADDITIONAL INFORMATION (Cont'd)

Article 110

The Directors may be paid all travelling hotel and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of Directors or general or other meetings of the Company or in connection with the business of the Company.

Article 111

The Directors may grant special remuneration to any Director who (on request by the Directors) is willing to:

- (1) Render any special or extra services to the Company; or
- (2) To go or reside outside his country of domicile or residence in connection with the conduct of any of the Company's affairs.

Such special remuneration may be paid to such Director in addition to or in substitution for his ordinary remuneration as a Director, and may be paid in a lump sum or by way of salary, or by a percentage of profits, or by all or any of such methods but shall not include (where such special remuneration is paid by way of salary) a commission on or a percentage of turnover. Additional remuneration paid to non-executive directors shall not include a commission or percentage of turnover or profits.

Managing Directors**Article 139**

A managing director shall, subject to the terms of any agreement 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 but he shall not under any circumstances be remunerated by a commission on or a percentage of turnover.

iv) Voting and Borrowing Powers of Directors

The provisions in the Company's Articles in respect of voting powers of 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 of the Directors**Article 117**

Subject to the Act, the Memorandum of the Company and these Articles, the business of the Company shall be managed by the Directors who may exercise all the powers of the Company. No alteration of the Memorandum or these Articles shall invalidate any prior act of the Directors which would have been valid if that alteration had not been made. The powers given by this Article shall not be limited by any special power given to the Directors by these Articles and a meeting of Directors at which a quorum is present may exercise all powers exercisable by the Directors.

15.0 ADDITIONAL INFORMATION (Cont'd)

Article 118

The Directors may by power of attorney or otherwise, appoint any corporation, firm, individual, or any fluctuating body of persons, to be the attorney or attorneys or agent of the Company for such purposes and with such powers, authorities and discretion (not exceeding those exercisable by the Directors) and for such period and on such terms as to remuneration and otherwise as they may think fit, with or without power to sub-delegate.

Article 119

The Directors may delegate any of their powers to any committee consisting of one or more Directors and (if the Directors think fit) 1 or more other persons co-opted. Such other persons may be given voting rights by the Directors as members of the committee. A committee may consist of a majority of persons who are not Directors. Notwithstanding that a committee may include persons (whether a majority or otherwise) who are not Directors, references in these Articles to a 'committee of Directors' or words to similar effect include a committee which includes members who are not Directors. The Directors may also delegate to any managing director, any Director holding any other executive office, any other Director or such other person as the Directors may think fit such of their powers as they consider desirable to be exercised by him. Any such delegation may be with or without the power to sub-delegate as the Directors may think fit and may be subject to any conditions the Directors may impose, and either collaterally with or to the exclusion of their own powers and may be revoked or altered. Subject to any such conditions, the proceedings of a committee with 2 or more members shall be governed by these Articles regulating the proceedings of Directors so far as they are capable of applying.

Borrowing Powers of Directors**Article 122**

The Directors may exercise all the powers of the Company to borrow any sum or sums of money from any person, bank, firm or company and to mortgage or charge its undertaking, property and uncalled capital, and any part thereof, and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the Company, or its wholly owned subsidiaries or of any related corporation. The Directors may guarantee the whole or any part of the loans or debts raised or incurred by or on behalf of the Company or any interest payable thereon with power to the Directors to indemnify the guarantors from or against liability under their guarantees by means of a mortgage or hypothecation of or charge upon any property and asset of the Company or otherwise. The Directors may exercise all the powers of the Company to guarantee and give guarantees or indemnities for the payment of money, the performance of contracts or obligations or for the benefit or interest of the Company or of any subsidiary corporation.

Article 123

The Directors shall not borrow any money or mortgage or charge any of the Company's or its 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.

15.0 ADDITIONAL INFORMATION (Cont'd)**15.3 Directors and Substantial Shareholders**

- a) The names, addresses and occupations of the Directors are set out in Section 1.0 of this Prospectus.
- b) A Director is not required to hold any qualification share in the Company.
- c) No Director, senior executive officer or person nominated to become a Director or senior executive officer is or was involved in the following events:
- i) 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;
 - ii) Convicted in a criminal proceeding or is a named subject of a pending criminal proceeding; or
 - iii) The subject of any order, judgement or ruling of any court of competent jurisdiction 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.

According to the Register of Directors' shareholdings in the Company as at the date hereof, the Directors' beneficial interests in the shares of the Company before and after the Issue are as follows:

Directors	<-----Before the Issue----->				<-----After the Issue----->			
	<----Direct---->		<----Indirect---->		<----Direct---->		<----Indirect---->	
	No. of ordinary shares	%	No. of ordinary shares	%	No. of ordinary shares	%	No. of ordinary shares	%
Dato' Moehamad Izat bin Achmad Habechi Emir	7,076,197	20.90	-	-	7,086,197 ⁴	17.72	-	-
Sin Kheng Lee	-	-	21,847,605 ²	64.54	10,000 ⁴	0.03	21,857,605 ¹	54.64
Sin Kheng Hong	-	-	21,847,605 ²	64.54	10,000 ⁴	0.03	21,847,605 ²	54.62
Sin Ching San	-	-	21,847,605 ²	64.54	10,000 ⁴	0.03	21,847,605 ²	54.62
Chou Lee Sin	-	-	21,847,605 ³	64.54	10,000 ⁴	0.03	21,857,605 ⁵	54.64
Lee Lam Keiong	-	-	-	-	10,000 ⁴	0.03	-	-
Lai Lan Man @ Lai Shuk Mee	-	-	-	-	10,000 ⁴	0.03	-	-
You Tong Lioung @ Yew Tong Leong	-	-	-	-	10,000 ⁴	0.03	-	-

Notes:

- (1) *By virtue of his shareholding in SKBG of more than 15% and by virtue of the shares held by his wife, Chou Lee Sin.*
- (2) *By virtue of his shareholding in SKBG of more than 15%.*
- (3) *By virtue of the interest deemed held by her husband, Sin Kheng Lee.*
- (4) *All eligible directors are entitled to 10,000 new ordinary shares of RM1.00 each in SKB Shutters under the share allocation to eligible Directors, employees and business associates of the SKB Shutters Group under the Restructuring Scheme.*
- (5) *By virtue of the interest, direct and deemed held by her husband, Sin Kheng Lee.*

15.0 ADDITIONAL INFORMATION (Cont'd)

As at the date hereof, the substantial shareholders with more than 2% shareholding, direct and indirect, in the issued and paid-up share capital of the Company before and after the Issue are set out below:

Substantial Shareholders	<-----Before the Issue----->				<-----After the Issue----->			
	<-----Direct----->		<-----Indirect----->		<-----Direct----->		<-----Indirect----->	
	No. of ordinary shares	%	No. of ordinary shares	%	No. of ordinary shares	%	No. of ordinary shares	%
SKBG	21,847,605	64.54	-	-	21,847,605	54.62	-	-
Dato' Moehamad Izat bin Achmad Habechi Emir	7,076,197	20.90	-	-	7,086,197 ⁴	17.72	-	-
Abbas bin Mehad	1,642,065	4.85	-	-	1,642,065	4.11	-	-
Abdul Rahim bin Abdul Rahman	1,313,653	3.88	-	-	1,313,653	3.28	-	-
Daud bin Daros	985,239	2.91	-	-	985,239	2.46	-	-
Mohd Hafiz bin Hashim	985,239	2.91	-	-	985,239	2.46	-	-
Sin Kheng Lee	-	-	21,847,605 ²	64.54	10,000 ⁴	0.03	21,857,605 ¹	54.64
Sin Kheng Hong	-	-	21,847,605 ²	64.54	10,000 ⁴	0.03	21,847,605 ²	54.62
Sin Ching San	-	-	21,847,605 ²	64.54	10,000 ⁴	0.03	21,847,605 ²	54.62
Chou Lee Sin	-	-	21,847,605 ³	64.54	10,000 ⁴	0.03	21,857,605 ⁵	54.64

Notes:

- (1) *By virtue of his shareholding in SKBG of more than 15% and by virtue of the shares held by his wife, Chou Lee Sin.*
 - (2) *By virtue of his shareholding in SKBG of more than 15%.*
 - (3) *By virtue of the interest deemed held by her husband, Sin Kheng Lee.*
 - (4) *All eligible directors are entitled to 10,000 new ordinary shares of RM1.00 each in SKB Shutters under the share allocation to eligible Directors, employees and business associates of the SKB Shutters Group under the Restructuring Scheme.*
 - (5) *By virtue of the interest, direct and deemed held by her husband, Sin Kheng Lee.*
- d) No existing or proposed service contract has been entered into between the Directors or proposed Directors of the SKB Shutters Group with the Company or its subsidiaries which are not determinable without payments or compensation other than the statutory compensation.
 - e) The aggregate fees, remuneration and emoluments paid to the Directors of the Company for services rendered in all capacities to the Company and its subsidiary companies was RM0.612 million for the financial year ended 30 June 2000. For the financial year ending 30 June 2001, the amount payable to the Directors of the Company for services rendered in all capacities to the Company and its subsidiary companies is forecast to be approximately RM0.800 million.
 - f) No Director was granted or had exercised any options to subscribe for securities of the Company or its subsidiary companies during the last financial year ended 30 June 2000.
 - g) None of the Directors has any interest in any contract or arrangement subsisting at the date of this Prospectus which is significant in relation to the business of the Company and its subsidiaries.

15.0 ADDITIONAL INFORMATION (Cont'd)

- h) Save as disclosed below, no Director or substantial shareholder of the Company was or is interested, directly or indirectly, in the promotion of or in any assets acquired or proposed to be acquired or assets disposed of or proposed to be disposed of by or leased to or proposed to be leased to the Company or any of the subsidiaries within the two (2) years preceding the date of this Prospectus.

The Directors and substantial shareholders of SKB Shutters who are deemed interested in the Acquisitions as disclosed in Section 5.3 are as follows:

Name	Nature of Interest
Dato' Moehamad Izat bin Achmad Hachechi Emir	Director and substantial shareholder of SKBM
Abbas bin Mehad	Substantial shareholder of SKBM
Abdul Rahim bin Abdul Rahman	Substantial shareholder of SKBM
Daud bin Daros	Substantial shareholder of SKBM
Mohd Hafiz bin Hashim	Substantial shareholder of SKBM
Sin Kheng Lee	Director and substantial shareholder ¹ of SKBM
Sin Kheng Hong	Director and substantial shareholder ¹ of SKBM
Sin Ching San	Director and substantial shareholder ¹ of SKBM
Chou Lee Sin	Director and substantial shareholder ² of SKBM
SKBG	Substantial shareholder of SKBM, SKBT and Rigida

(1) Deemed substantial shareholders by virtue of their shareholding of more than 15% in SKBG.

(2) Deemed substantial shareholder by virtue her spouse, Sin Kheng Lee's shareholding of more than 15% in SKBG.

- i) 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.

15.4 General

- a) The nature of the Company's business is described in Section 5.0 of this Prospectus and the names of all 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 5.0 of this Prospectus.
- b) The last day and time of the opening of the Application List is set out in Section 3.1 of this Prospectus.
- c) The amount payable in full on application to the Company is RM1.50 per Issue Share.
- d) Underwriting and brokerage commission
- i) Underwriting commission is payable to the Joint Managing Underwriters by the Company at the rate of 1.75% of the Issue price of RM1.50 per share on the Issue shares being underwritten.
 - ii) Brokerage at the rate of 1.0% of the Issue price of RM1.50 per ordinary share will be paid by the Company to brokers and banks and MIH in the circumstances specified in Section 3.9 of this Prospectus.
 - iii) The estimated expenses of the listing amounting to RM1,200,000 will be borne by the Company.

15.0 ADDITIONAL INFORMATION (Cont'd)

- e) Save as disclosed in paragraphs (d)(i) and (d)(ii) above, no commission, discount, brokerage or other special terms has been paid or is payable by the Company and its subsidiaries within the two preceding years of the date of this Prospectus for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares in or debentures of the Company or its subsidiaries, in connection with the issue or sale of any capital of the Company or its subsidiaries, and no Director or proposed Director or promoter or expert is or are entitled to receive any such payment.
- f) Save as disclosed in the audited accounts of SKBM, no amount or benefit has been paid or given within the two (2) years preceding the date hereof, nor is it intended to be so paid or given, to any promoter.
- g) The Company has not established a place of business outside Malaysia.
- h) 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 Company and its subsidiaries.
- i) There is no present intention on the part of the Directors of the Company to issue any part of the authorised but unissued share capital of the Company except for the Public Issue.
- j) Save as disclosed in this Prospectus, the financial conditions and operations of the Group are not affected by any of the following:
 - i) 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;
 - ii) Material commitments for capital expenditure;
 - iii) Unusual or infrequent events or transactions or any significant economic changes that materially affect the amount of reported income from operations; and
 - iv) Known trends or uncertainties that have had or that the Group reasonably expects will have a material favourable or unfavourable impact on revenue or operating income.
- k) During the last financial year and the current financial year, there were 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.
- l) Save for the 1,411,000 ordinary shares reserved for Directors, employees and business associates of the Group pursuant to this Prospectus, there are at present no schemes involving the staff in the capital of the Company or its subsidiaries.
- m) As at the date of this Prospectus, the Company and its subsidiaries do not have any convertible debt securities or any debt securities created but unissued.
- n) The manner in which copies of this Prospectus together with the Application Forms and envelopes may be obtained is set out in Section 16.2 of this Prospectus.
- o) The name and address of the Auditors of the Company are set out in Section 1.0 of this Prospectus.

15.0 ADDITIONAL INFORMATION (Cont'd)

15.5 Material Litigation

Save as disclosed below, neither the Company nor its subsidiaries is engaged in any litigation, either as plaintiff or defendant which has a material effect on the financial position of the Company 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 the Company and its subsidiaries:

- a) Shah Alam High Court Civil Action MT2-CS22-75-98: Otefal SUD SPA as the Plaintiff v. SKB Shutters Manufacturing Sdn Bhd as the Defendant. The Plaintiff is claiming USD 105,150.00 together with interest at the rate of 8% per annum until full settlement for the supply and installation of a power coating line. The Defendant has counter-claimed from the Plaintiff for USD105,150.00 on the basis that the power coating line supplied was not in accordance to the specifications as well as loss and damage suffered by the Defendant (to be assessed by the Court). The Defendant is currently waiting for Plaintiff's list of documents to be served on them. Hearing date has yet to be fixed for this suit. The Defendant's solicitors (Messrs KH Tan & Chua) is of opinion the Defendant has a good defence against the Plaintiff's claim.
- b) Kuala Lumpur Sessions Court Summons No. 4-52-8894-99: SKB Shutters Manufacturing Sdn Bhd as Plaintiff v. Jepsun Aluminium Sdn Bhd as the Defendant. The Plaintiff is claiming RM106,445.00 in respect of contract works rendered by the Defendant pertaining to the "Kuantan Parade Project". The Defendant has filed a counter-claim against the Plaintiff for loss and damages which is to be assessed by the Court. According to the Plaintiff's solicitors (Messrs. KH Tan & Chua), both parties have agreed to stay the counter-claim pending the outcome of the hearing of the Summary Application which was fixed on 23 March 2000. On the aforesaid hearing date the Plaintiff had obtained Judgement in Default against the Defendant for the sum of RM96,253.00 which in the opinion of the Plaintiff's solicitors is a sum which is quantified and therefore indisputable. However on 9 February 2001, due to objections raised by the Defendant on one payment certificate, the Plaintiff had applied to amend and reduce the judgement sum to RM86,253.00 which was allowed by the Court. The Defendant's application to set aside the judgement in default which was also heard by the Court on the same day was dismissed with cost. The outstanding balance of the Plaintiff's claim to the sum of RM20,192.00 which has yet to be proven by the Plaintiff and the Defendant's counter-claim will be determined at the full hearing of this suit, a date of which has yet to be fixed by the court.
- c) Kuala Lumpur High Court Writ No. D4-22-2336-99: SKB Shutters Manufacturing Sdn Bhd as the Plaintiff v. Jepsun Aluminium Sdn Bhd as the Defendant. The Plaintiff is claiming RM409,326.41 for contracts work rendered pertaining to the "Megamall Project". The Defendant has in turn counter-claimed against the Plaintiff on the basis that the Plaintiff had inter-alia failed to carry out the rectification works and had delayed the completion of the works, a sum to be assessed by the Court. The Plaintiff's solicitor, Messrs KH Tan & Chua, opines that the Plaintiff has performed its obligations under the contract. Therefore the allegations raised by the Defendant in its counter-claim will have to be proven by the Defendant. To date there has been no hearing fixed for this suit.

15.0 ADDITIONAL INFORMATION (Cont'd)

- d) Kuala Lumpur High Court Civil Action D1-22-711-99: SKB Shutters Manufacturing Sdn Bhd, the Plaintiff v. Pembinaan Mukim Sdn Bhd, the Defendant. The Plaintiff's claim is in respect of contract works carried out by the Plaintiff for a project known as Bangunan Perusahaan (Phase 1 and 2) on Lot 2093-2097 in the Mukim of Petaling, Selangor. The Plaintiff is claiming RM362,244.00 with interest and cost for works done but not paid on the aforesaid project. The Defendant has in turn counter-claimed the Plaintiff for the sum of RM1,227,480.00 with interest and cost. Summons for the Directions has been filed into court and the Plaintiff's solicitors are currently waiting for the Defendant's list of documents to be served on them. It is the opinion of the Plaintiff's solicitor, Messrs KH Tan & Chua that the Plaintiff has a good chance of succeeding in this suit.
- e) Kuala Lumpur Sessions Court Civil Action 7-52-3627-99: SKB Shutters Manufacturing Sdn Bhd as Plaintiff v. OCB Builders Sdn Bhd as Defendant. The Plaintiff suit is based on contract works carried out by them in respect of a project known as "Worldwide Business Park" in Shah Alam. Plaintiff has filed and served the summons against Defendant for RM226,278.95 with interest and costs. The suit is fixed for hearing on 30 March 2000. On the aforesaid hearing date the Defendant's solicitor's had obtained an order to discharge themselves as solicitors for the Defendant which the court had granted and had subsequently fixed a further mention date on 13 June 2000, for the Defendant's solicitor to serve the Order on their clients. On the aforementioned date, the Defendant had failed to appear before the Court and Judgement in Default of Appearance was entered against the Defendant. On 15 January 2001, the Plaintiff via its solicitors, Messrs KH Tan & Chua filed a Winding-Up petition against the Defendant under the Kuala Lumpur High Court Suit No. D3-28-46-2001. Hearing of the Winding-Up Petition is fixed for 18 April 2001.
- f) Kuala Lumpur High Court Companies Winding Up No. D3-28-772-98: SKB Shutters Manufacturing Sdn Bhd as Plaintiff v. Kong Hing Rolling Shutters Sdn Bhd as Defendant. Plaintiff is petitioning for winding-up of Defendant based on unpaid sum of RM161,025.65 as at 30th June 1996 for supply of steel roller shutter and components thereof. As the Defendant has in its statement of accounts disputed the Plaintiff's claim, it is the opinion of the Plaintiff's solicitors M/s Lai, Yoong & Rita that the Court may disallow the petition. However, the Plaintiff may still proceed to recover money owed by way of a writ of summons. Thus on 4 December 2000, the Winding-Up Petition was withdrawn against the Defendant and a Summon was filed in the Kuala Lumpur Sessions Court under Summon No 3-52-548-01. The suit is now fixed for mention on 21 March 2001.

15.6 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 the Company and its subsidiaries within the two years preceding the date of this Prospectus:

- a) Sale & Purchase Agreement dated 30 June 1999 between SKB Shutters Manufacturing Sdn Bhd as Purchaser and Soon Teik Development Sdn Bhd (Company No. 31014-K) as the Vendor and Alpha-Lab Sdn Bhd (Company No. 68345-P) as the Proprietor wherein SKB Manufacturing Sdn Bhd agreed to purchase a property identified as Parcel No. 0109, at Storey No. 1 measuring 1,385 square feet known as Sapphire Tower for the purchase price of RM225,075.00.
- b) Sale & Purchase Agreement dated 30 June 1999 between SKB Shutters Manufacturing Sdn Bhd as the Purchaser and Soon Teik Development Sdn Bhd (Company No. 31014-K) as the Vendor and Alpha-Lab Sdn Bhd (Company No. 68345-P) as the Proprietor wherein SKB Shutters Manufacturing Sdn Bhd agreed to purchase a property identified as Parcel No. 0209, at Storey No. 2 measuring 1,385 square feet known as Sapphire Tower for the purchase price of RM226,894.00.

15.0 ADDITIONAL INFORMATION (Cont'd)

- c) Sale & Purchase Agreement dated 18 June 1999 between SKB Shutters Manufacturing Sdn Bhd (the Purchaser), Winatec Sdn Bhd (Company No. 234247-A) (the Vendor) and Sunshine Construction Sdn Bhd (Company No. 144233-X) (the Third Party) wherein SKB Shutters Manufacturing Sdn Bhd agreed to purchase a property identified as Parcel No. 000C14, at Storey No. 14 together with accessory parcel No. P5-49 measuring 1,495 square feet known as Robson Heights Condominium for the purchase price of RM237,500.00. Payment of the aforesaid is by way of set-off against monies owed by the Vendor and the Third Party to the Purchaser.
- d) Sale & Purchase Agreement dated 23 May 2000 between SKB Shutters Corporation Berhad and the shareholders of SKB Shutters Manufacturing Sdn Bhd for the acquisition of the entire issued and paid-up ordinary share capital of SKB Shutters Manufacturing Sdn Bhd for a purchase price of RM24,914,804 to be satisfied by the issue of 17,422,940 new ordinary shares of RM1.00 at RM1.43 per share in SKB Shutters Corporation Berhad subject however to the satisfaction of conditions precedent which include inter alia the approval of the approval of the relevant authorities for the sale and purchase aforesaid and the listing of and quotation for the entire issued share capital of SKB Shutters Corporation Berhad.
- e) Sale & Purchase Agreement dated 23 May 2000 between SKB Shutters Corporation Berhad and the shareholders of SKB Electric Motor Sdn Bhd for the acquisition of the entire issued and paid-up share capital of SKB Electric Motor Sdn Bhd for a purchase price of RM2 to be satisfied by cash subject however to the satisfaction of conditions precedent which include inter alia the approval of the relevant authorities for the sale and purchase aforesaid and the listing of and quotation for the entire issued share capital of SKB Shutters Corporation Berhad.
- f) Sale & Purchase Agreement dated 23 May 2000 between SKB Shutters Corporation Berhad and the shareholders of SKB Trading Sdn Bhd for the acquisition of the entire issued and paid-up share capital of SKB Trading Sdn Bhd for a purchase price of RM417,276 to be satisfied by the issue of 291,801 new ordinary shares of RM1.00 at RM1.43 per share in SKB Shutters Corporation Berhad subject however to the satisfaction of conditions precedent which include inter alia the approval of the relevant authorities for the sale and purchase aforesaid and the listing of and quotation for the entire issued share capital of SKB Shutters Corporation Berhad.
- g) Sale & Purchase Agreement dated 23 May 2000 between SKB Shutters Corporation Berhad and SKB Glory Sdn Bhd for the acquisition of 20% of the issued and paid-up share capital of Rigida (Malaysia) Sdn Bhd for a purchase price of RM347,962 to be satisfied by the issue of 243,330 new ordinary shares of RM1.00 at RM1.43 per share in SKB Shutters Corporation Berhad subject however to the satisfaction of conditions precedent which include inter alia the approval of the relevant authorities for the sale and purchase aforesaid and the listing of and quotation for the entire issued share capital of SKB Shutters Corporation Berhad.
- h) Underwriting Agreement dated 12 February 2001 between SKB Shutters and the Joint Managing Underwriters, Perdana Merchant Bankers Berhad and Hwang-DBS Securities Berhad for the underwriting of 4,739,000 ordinary shares of RM1.00 each which are available for application by the Malaysian public and 1,411,000 ordinary shares of RM1.00 each which are not taken up by the eligible Directors, employees and business associates of SKB Shutters, for an underwriting commission of one point seven five per centum (1.75%) of the value of the shares underwritten at an issue price of RM1.50 per share.

15.0 ADDITIONAL INFORMATION (Cont'd)

15.7 Material Agreements

- (a) Fire Insurance with Multi-Purpose Insurans Bhd by SKBM for the period 3 March 2000 to 2 March 2001. The coverage is against losses or damages arising from fire on building, office equipments, furniture and fittings, plant, machinery, utilities, tools, utensils and construction. The total amount insured is RM10,300,000.
- (b) Insurance on consequential losses with Multi-Purposed Insurans Bhd by SKBM for the period 3 March 2000 to 2 March 2001. This insurance is issued in conjunction with the Fire Insurance described in (a) above and the total amount insured is RM5,200,000.

15.8 Consents

- (a) The written consents of the Adviser and Joint Managing Underwriter, Joint Managing Underwriter, Principal Bankers, Issuing House, Registrar, Auditors and Reporting Accountants and Solicitors to the inclusion in this Prospectus of their names in the manner and form in which their names appear have been given before the issue of this Prospectus and have not subsequently been withdrawn.
- (b) The written consent of the Auditors and 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 30 June 2001 and proforma consolidated balance sheets as at 31 August 2000 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.
- (c) The written consent of the Valuers to the inclusion in this Prospectus of their name and their letter relating to the valuations of the landed properties 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.
- (d) The written consent of the Independent Market Researcher to the inclusion in this Prospectus of their name and their letter relating to the Independent Market Research Report 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.

15.9 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 (6) months from the date of this Prospectus:

- a) Memorandum and Articles of Association of the Company and its subsidiary companies;
- b) Directors' Report and Accountants' Report as included herein;
- c) Reporting Accountants' letters relating to the consolidated profit forecast for the financial year ending 30 June 2001 and the proforma consolidated balance sheets as at 31 August 2000 as included herein;
- d) Audited accounts of SKBM for the six (6) month ended 30 June 1996, four (4) financial years ended 30 June 2000 and two (2) months ended 31 August 2000;
- e) Audited accounts of SKBT for the six (6) month ended 30 June 1996, four (4) financial years ended 30 June 2000 and two (2) months ended 31 August 2000;
- f) Audited accounts of SKBE for the nine (9) month period ended 30 June 1996, four (4) financial years ended 30 June 2000 and two (2) months ended 31 August 2000;

15.0 ADDITIONAL INFORMATION (Cont'd)

- g) Audited accounts of Rigida for the past five (5) financial years ended 31 December 2000;
- h) Material contracts referred to under Section 15.6 of this Prospectus;
- i) Material agreements referred to under Section 15.7 of this Prospectus;
- j) Writs of the material litigation referred to under Section 15.5 of this Prospectus;
- k) Letters of consent referred to under Section 15.8 of this Prospectus;
- l) Valuation Reports mentioned in Section 12.0 of this Prospectus; and
- m) Independent Market Research Report prepared by AC Nielsen (Malaysia) Sdn Bhd.

15.10 Responsibility

- a) Perdana Bankers acknowledges that, to the best of its knowledge and belief, the Prospectus constitutes a full and true disclosure of all material facts about the Issue and the SKB Shutters Group and is satisfied that the consolidated profit forecast of the Group for the financial year ending 30 June 2001, for which the Directors are solely responsible, has been stated by the Directors of the Company after due and careful enquiry.
- b) This Prospectus has been seen and approved by the Directors of the Company 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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16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE

16.1 Opening and Closing of Application Lists

The Application Lists will open at 10.00 am on 8 March 2001 and will remain open until 8.00 p.m. on the same day or for such further period or periods as the Directors of SKB Shutters and in their absolute discretion may decide.

16.2 Procedure for Application

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

(i) Application by eligible directors, employees and business associates of SKB Shutters Group

Applications for the 1,411,000 Shares reserved for eligible directors, employees and business associates of the SKB Shutters Group must be made only on the special **Pink** Application Forms provided and **NOT** on any other Application form or by way of Electronic Share Application through a Participating Financial Institution's ATM.

(ii) Application by the Malaysian Public

Applications for the 4,739,000 Shares made available for applications by the Malaysian investing public must be made on the **White** Application Forms provided or by way of Electronic Share Application through a Participating Financial Institution's ATM.

Directors and employees of MIH and their immediate families are strictly prohibited from applying for the Public Issue Shares.

Application for the Public Issue Shares must be made on the respective Application Forms 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 or by way of Electronic Share Application through a Participating Financial Institution's ATM. 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.

Only one (1) Application can be made by each applicant. Multiple applications will not be accepted. Each Application must be for 1,000 shares or multiples thereof. The amount payable in full on application is RM1.50 per share. Persons submitting applications by way of Application Forms may not submit applications by way of Electronic Share Applications and vice versa. A corporation or institution cannot apply for shares by way of Electronic Share Application.

Each completed Application Form must be despatched by **ORDINARY POST** in the official envelopes provided, to the Issuing House at the following address:

Malaysian Issuing House Sdn Bhd
27th Floor, Menara Multi-Purpose
Capital Square
No. 8, Jalan Munshi Abdullah
50100 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 PM on 8 March 2001**.

Applications may also be delivered in a drive-in manner at Stadium Hoki Tun Razak, Jalan Duta, Kuala Lumpur on 8 March 2001, between 8.30 am to 8.00 pm only.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

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:

- (a) (i) THE APPLICANT'S IDENTITY CARD;
 - (ii) CHANGE OF ADDRESS CARD OR "RESIT PENUKARAN KAD PENGENALAN (JPN 1/22)"; OR
 - (iii) THE APPLICANT'S RESIT PENGENALAN SEMENTARA (JPN 1/9) ISSUED PURSUANT TO PERATURAN 5(5). PERATURAN-PERATURAN PENDAFTARAN NEGARA 1990; AND
- (b) THE RECORDS OF THE MALAYSIAN CENTRAL DEPOSITORY SDN BHD.

WHERE THE APPLICANT IS A MEMBER OF THE ARMED FORCES OR POLICE, THE NAME, AND THE ARMED FORCES OR POLICE PERSONNEL NUMBER, AS THE CASE MAY BE, OF THE APPLICANT MUST BE EXACTLY THE SAME AS 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 THE APPLICANT'S CERTIFICATE OF INCORPORATION AND THE ADDRESS MUST BE EXACTLY THE SAME AS THE REGISTERED ADDRESS.

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

16.3 Applications and Acceptances

The Directors of SKB Shutters reserve the right not to accept any application which do not strictly comply with the instructions or to accept any application in part only without assigning any reason thereof.

THE SUBMISSION OF AN APPLICATION DOES NOT NECESSARILY MEAN THAT THE APPLICATION WILL BE SUCCESSFUL.

In the event of over-subscription, acceptance of applications will be subject to ballot to be conducted in the manner as approved by the Directors. Due consideration will be given to the desirability of distributing the Public Issue Shares to a reasonable number of applicants with a view to broadening the shareholding base of the Company and to establish an adequate market in the Shares of the Company. Acceptance of application will be made in a manner so as to comply with the SC's shareholding spread requirements that at least 25% of the issued and paid-up capital is in the hands of public shareholders and a minimum number of 750 public shareholders of which 500 shareholders are not employees of the Company holding not less than 1,000 shares each. Applicants will be selected in a manner to be determined by the Directors of SKB Shutters. In the event the shareholding spread is not met, the Company may not be allowed to proceed with its listing.

In the event of an under-subscription by the Malaysian public, the Public Issue Shares not applied for will be made available for subscription by the Underwriters in proportions stipulated in the Underwriting Agreement dated 12 February 2001. Any shares not subscribed by the eligible employees and Directors of the SKB Shutters Group will be made available for application by the Malaysian public.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

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 RETURNED WITHOUT INTEREST AND SHALL BE DESPATCHED BY ORDINARY POST OR REGISTERED POST RESPECTIVELY TO THE APPLICANT, 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.

THE ISSUING HOUSE RESERVES THE RIGHT TO BANK IN ALL MONIES FROM UNSUCCESSFUL BUMIPUTERA APPLICANTS AND FROM PARTIALLY SUCCESSFUL APPLICATIONS. REFUND MONIES IN RESPECT OF UNSUCCESSFUL BUMIPUTERA APPLICANTS AND PARTIALLY SUCCESSFUL APPLICANTS 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 REMITTANCES BEING PRESENTED FOR PAYMENT.

16.4 CDS Accounts

Pursuant to Section 29 of the Securities Industry (Central Depositories) Act, 1991, all dealings in the IPO 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 an Application Form, an applicant should state his CDS Account number in the space provided on the Application Form if he presently has such an account. Where an applicant does not presently have a CDS Account, he should state in the Application Form his preferred ADA Code in the space provided. Where an applicant already has a CDS Account he should not complete the preferred ADA Code.

If a successful applicant fails to state either his CDS Account number or his preferred ADA code, the Company may, in the exercise of its absolute discretion, instruct the Issuing House to insert a preferred ADA Code on the Application Form and further instruct MCD to open a CDS Account on the applicant's behalf at the specified ADA and credit the shares allotted to the successful applicant into the successful applicant's 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 or 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 the preferred ADA Code may result in the application being rejected. The Directors of the Company reserve the right to reject any incomplete or inaccurate application. Applications may also be rejected if the applicant's 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.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

16.5 Notice of Allotment

Shares allotted to all successful applicants will be credited to their respective CDS Account. A notice of successful allotment will be despatched to the successful applicant at his/her addresses shown in the Application Form at the applicant's own risk within thirty (30) days after the final ballot of the application. For Electronic Share Applications, the notice of allocation will be despatched to the successful or partially successful applicant at his/her address last maintained with the 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.

16.6 Formalising of CDS Accounts

Successful applicants whose CDS Accounts have been opened by MCD at their preferred ADA or the ADA caused to be inserted by the MIH at the instruction of the Company in case where the successful applicants fail to state either their CDS account numbers or the preferred ADA Codes are required to formally open their accounts by submitting to the ADA the necessary documents and the account opening fees. No transaction of shares credited to the accounts can be effected until the accounts have been formally opened.

16.7 List of ADA

A list of the ADA (Broker) Codes is as follows:

Name	Address and Telephone Number	Broker Code
<u>Kuala Lumpur</u>		
AFFIN-UOB SECURITIES SDN BHD	Level 3, Menara Keck Seng 203, Jalan Bukit Bintang 55100 Kuala Lumpur Tel No: 03-2438668	028-001
ARAB-MALAYSIAN SECURITIES SDN BHD	15th Floor, Bangunan Arab-Malaysian 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-2382788	086-001
BBMB SECURITIES SDN BHD	Level 2 & 3, 4, 15 Menara Olympia No 8 Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-2019900	099-001
BIMB SECURITIES SDN BHD	1st & 2nd Floor, Podium Block Bangunan AMDB No 1, Jalan Lumut 50350 Kuala Lumpur Tel No: 03-40433533	024-001
FIMA SECURITIES SDN BHD	No. 45-14 Plaza Level & Level 1 Plaza Damansara Jalan Medan Setia Satu Damansara Heights 50490 Kuala Lumpur Tel No: 03-2549966	018-001
CIMB SECURITIES SDN BHD	9th Floor, Commerce Square Jalan Semantan, Damansara Heights 50490 Kuala Lumpur Tel No: 03-2532288	065-001

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

Name	Address and Telephone Number	Broker Code
HLG SECURITIES SDN BHD	Level 5, Wisma Kia Peng No 3 Jalan Kia Peng 50450 Kuala Lumpur Tel No: 03-21681168	066-001
INTER-PACIFIC SECURITIES SDN BHD	Level 7, Menara Shahzan Insas 30, Jalan Sultan Ismail 50250 Kuala Lumpur Tel No: 03-2441888	054-001
JUPITER SECURITIES SDN BHD	7th-9th Floor, Menara Olympia 8 Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-2041888	055-001
K & N KENANGA BERHAD	8th Floor, Pemas International Building 801, Jalan Sultan Ismail 50250 Kuala Lumpur Tel No: 03-21649080	073-001
KUALA LUMPUR CITY SECURITIES SDN BHD	3.07, Level 3, Bangunan Angkasaraya Jalan Ampang 50450 Kuala Lumpur Tel No: 03-2449322	076-001
LEONG & COMPANY SDN BHD	Level 18, Wisma Cyclecarri 288, Jalan Raja Laut 50350 Kuala Lumpur P O Box 10943 50730 Kuala Lumpur Tel No: 03-26928888	061-001
MAYBAN SECURITIES SENDIRIAN BERHAD	30 th Floor, Menara Maybank 100, Jalan Tun Perak 50050 Kuala Lumpur Tel No: 03-2323822	098-001
MGI SECURITIES SDN BHD	1st & 2nd Floor, Wisma MGIC 38, Jalan Dang Wangi 50100 Kuala Lumpur Tel No: 03-26911889	052-001
MIDF SISMA SECURITIES SDN BHD	17 & 18 Floor, Empire Tower 182, Jalan Tun Razak 50400 Kuala Lumpur Tel No: 03-21668888	026-001
OSK SECURITIES BERHAD	10th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel No: 03-21624388	056-001
PB SECURITIES SDN BHD	27th Floor, Bangunan Public Bank No. 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No: 03-2013011	051-001
PM SECURITIES SDN BHD	Ground Mezzanine & 1st Floor Menara Pengkalen (formerly known as Wisma Pekerti) No. 2, Jalan Changkat Ceylon 50200 Kuala Lumpur Tel No: 03-2448055	064-001

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

Name	Address and Telephone Number	Broker Code
RASHID HUSSAIN SECURITIES SDN BHD	Level 9, Tower One RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel No: 03-9852233	087-001
KAF SEAGROATT & CAMPBELL SECURITIES SDN BHD	26th -30th Floor, The Weld Tower 76, Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-2081600	053-001
SIME SECURITIES SDN BHD	21st Floor, Bangunan Sime Bank 4 Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No : 03-22749288	097-001
TA SECURITIES BERHAD	TA One Tower No. 22, Jalan P.Ramlee 50250 Kuala Lumpur Tel No: 03-2321277	074-001
<u>Selangor Darul Ehsan</u>		
AMSTEEL SECURITIES (M) SDN BHD	2 nd , 3 rd & 4 th Floors Wisma Amsteel Securities No 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No: 33439999	080-001
JF APEX SECURITIES BERHAD	3rd Floor, Wisma Apex 145A-C, Jalan Bukit P.O.Box 16 43007 Kajang Selangor Darul Ehsan Tel No: 03-87361118	079-001
MOHAIYANI SECURITIES SDN BHD	1st, 2nd & 3rd Floor, Plaza Damansara Utama No. 2 Jalan SS 21/60 47400 Petaling Jaya Selangor Darul Ehsan Tel No: 03-77297345	095-001
SJ SECURITIES SDN BHD	Level 3, Holiday Villa No. 9, Jalan SS 12/1, Subang Jaya 47500 Petaling Jaya Selangor Darul Ehsan Tel No: 03-7340202	096-001
JF APEX SECURITIES BERHAD	Suite 1501B Menara Choy Fock On No 1B, Jalan Yeng Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel No. 03-76201118	079-002
HWANG-DBS SECURITIES BERHAD	16 th , 18 th -20 th Floor, Plaza Masalam 2, Jalan Tengku Ampuan Zabedah E9/E, Section 9 41000 Shah Alam Selangor Darul Ehsan Tel No. 03-55133288	068-002

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

Name	Address and Telephone Number	Broker Code
<u>Melaka</u>		
MALACCA SECURITIES SDN BHD	No. 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
OSK SECURITIES (MELAKA) SDN BHD	579, 580-581 A&B Taman Melaka Raya 75000 Melaka Tel No: 06-2825211	072-001
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
<u>Perak Darul Ridzuan</u>		
BOTLY SECURITIES SDN BHD	1 st Floor, Plaza Teh Teng Seng 227, Jalan Kampar 30250 Ipoh Perak Darul Ridzuan Tel No: 05-2531313	058-001
KIN KHOON & CO SDN BHD	A23-A29 Wisma Kota Emas Jalan Dato' Tahwil Azhar P.O. Box 421 30300 Ipoh Tel No: 05-2543311	017-001
MBf NORTHERN SECURITIES SDN BHD	No. 71, Jalan Lim Bo Seng 30300 Ipoh Perak Darul Ridzuan Tel No: 05-2548999	067-001
M & A SECURITIES SDN BHD	M & A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel No: 05-2419800	057-001
PHILEO ALLIED SECURITIES SDN BHD	63, Persiaran Greenhill Wisma Phileo 30450 Ipoh Perak Darul Ridzuan Tel No: 05-2558233	071-001
SBB SECURITIES SDN BHD	51 - 53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No: 05-2530888	090-001
HWANG-DBS SECURITIES BERHAD	21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel No: 05-8089229	068-003
OSK SECURITIES BERHAD	21-25, Jalan Seenivasagam 30450 Ipoh Perak Darul Ridzuan Tel No: 05-2415100	056-002

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

Name	Address and Telephone Number	Broker Code
<u>Pulau Pinang</u>		
AA ANTHONY & COMPANY SDN BHD	No. 41-1-1 & 41-2-1 Jalan Cantonment 10250 Pulau Pinang Tel No: 04-2299318	014-001
HWANG-DBS SECURITIES BERHAD	Levels 2, 3, 4, 7 & 8, Wisma Sri Pinang 60, Green Hall 10200 Penang Tel No: 04-2636996	068-001
KE-ZAN SECURITIES SDN BHD	Wisma Ke-Zan 64, Bishop Street 10200 Pulau Pinang Tel No: 04-2634222	085-001
MERCURY SECURITIES SDN BHD	2nd Floor, Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Seberang Prai Pulau Pinang Tel No: 04-3322123	093-001
SMITH ZAIN SECURITIES SDN BHD	7th & 8th Floors, PSCI Tower 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No: 04-2283355	016-001
SOON THEAM SECURITIES SDN BHD	No. 111, Jalan Macalister 10400 Pulau Pinang Tel No: 04-2281868	060-001
THONG & KAY HIAN SECURITIES SDN BHD (formerly known as <i>Thong KHJC Sdn Bhd</i>)	Level 5 & 6, Wisma Sri Pinang 60 Green Hall 10200 Pulau Pinang Tel No: 04-2635481	070-001
UT SECURITIES SDN BHD	6 th , 10 th & 12 th Floors, Bangunan Mayban Trust 3, Penang Street 10200 Pulau Pinang Tel No: 04-2626644	059-001
<u>Kedah Darul Aman</u>		
ALOR SETAR SECURITIES SDN BHD	Lot T-30, 2nd Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Tel No: 04-7317088	094-001
<u>Perlis Darul Kayangan</u>		
UPEN SECURITIES SDN BHD	2nd Floor, Podium Block Bangunan KWSP 01000 Kangar Perlis Indra Kayangan Tel No: 04-9766315	023-001

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

Name	Address and Telephone Number	Broker Code
<u>Negeri Sembilan Darul Khusus</u>		
PAN MALAYSIA EQUITIES 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
MALPAC SECURITIES SDN BHD (<i>formerly known as Seremban Securities Sdn Bhd</i>)	1st, 2nd and 3rd Floors 19, 20 & 21 Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No: 06-7623131	063-001
<u>Johor Darul Khusus</u>		
ENG SECURITIES SDN BHD	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No : 07-2231211	081-001
JB SECURITIES SDN BHD	Level 6, 7 & 8, Menara Sarawak Enterprise No. 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel No: 07-3332000	078-001
KESTREL SECURITIES SDN BHD	No. 57, 59 & 61, Jalan Ali 84000 Muar Johor Darul Takzim Tel No: 06-9532222	088-001
PENINSULA SECURITIES SDN BHD	Level 2, Menara Pelangi, Jalan Kuning Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No: 07-3333600	077-001
HWANG-DBS SECURITIES (JOHOR BAHRU) SDN BHD	Podium 2A & 3, Menara Ansar 65 Jalan Trus 80000 Johor Bahru Johor Darul Takzim Tel No: 07-2222692	027-001
SOUTH JOHOR SECURITIES SDN BHD	3rd Floor, Penggaram Complex 1, Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No: 07-4317033	069-001
<u>Pahang Darul Makmur</u>		
KUALA LUMPUR CITY SECURITIES SDN BHD	A-397, A-399 & A-401 Taman Sri Kuantan III Jalan Berserah 25300 Kuantan Pahang Darul Makmur Tel No: 09-5660800	076-002

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

Name	Address and Telephone Number	Broker Code
<u>Kelantan Darul Ehsan</u>		
KOTA BHARU SECURITIES SDN BHD	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No: 09-7433388	075-001
<u>Terengganu Darul Iman</u>		
FA SECURITIES SDN BHD	3rd Floor, Wisma UMNO Jalan Masjid Abidin 20100 Kuala Terengganu Terengganu Darul Iman Tel No: 09-6238128	021-001
PTB SECURITIES SDN BHD	1 st , 2 nd & 3 rd Floors No. 61, Jalan Sultan Ismail Peti Surat 151 Pejabat Pos Besar 20700 Kuala Terengganu Terengganu Darul Iman Tel No: 09-6235767	025-001
<u>Sabah</u>		
INNOSABAH SECURITIES BHD	11, Equity House, Block K Sadong Jaya, Karamuning 88100 Kota Kinabalu Sabah Tel No: 088-234090	020-001
<u>Sarawak</u>		
SARAWAK SECURITIES SDN BHD	Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No: 082-338000	019-001
SARAWAK SECURITIES SDN BHD	Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel No: 085-435577	019-002
BORNEO SECURITIES SDN BHD	12G, Jalan Kampung Datuk 96000 Sibu Sarawak Tel: No. 084-319998	030-001

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

16.8 Terms and Conditions for Applications Using Application Forms

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

- (1) Application for the 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 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.
- (2) EACH COMPLETED APPLICATION FORM MUST BE ACCOMPANIED BY REMITTANCES IN RINGGIT MALAYSIA FOR THE FULL AMOUNT PAYABLE BY:
 - (A) 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
 - (B) CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES IN MALAYSIA AND DRAWN ON A BANK IN KUALA LUMPUR (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
 - (C) MONEY ORDER (FOR APPLICANTS FROM SABAH AND SARAWAK ONLY); OR
 - (D) GUARANTEED GIRO ORDER (GGO) FROM BANK SIMPANAN NASIONAL MALAYSIA BERHAD (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
 - (E) ATM STATEMENT OBTAINED FROM:
 - ALLIANCE BANK MALAYSIA BERHAD;
 - ARAB-MALAYSIAN BANK BERHAD;
 - ARAB-MALAYSIAN FINANCE BERHAD;
 - ASIA COMMERCIAL FINANCE (M) BERHAD;
 - BUMIPUTRA-COMMERCE BANK BERHAD;
 - BANK UTAMA (MALAYSIA) BERHAD;
 - EON BANK BERHAD;
 - EON FINANCE BERHAD;
 - HOCK HUA BANK BERHAD;
 - HONG LEONG FINANCE BERHAD;
 - HONG LEONG BANK BERHAD;
 - HOCK HUA FINANCE CORPORATION BERHAD;
 - MALAYAN BANKING BERHAD;
 - MAYBAN FINANCE BERHAD;
 - MBf FINANCE BERHAD;
 - PHILEO ALLIED BANK (MALAYSIA) BERHAD;
 - PUBLIC BANK BERHAD;
 - PUBLIC FINANCE BERHAD;
 - RHB BANK BERHAD;
 - SOUTHERN BANK BERHAD; OR
 - UNITED MERCHANT FINANCE BERHAD.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

AND MUST BE MADE OUT IN FAVOUR OF “**MIH SHARE ISSUE ACCOUNT NO. 194**” 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 WILL NOT BE ACCEPTED. DETAILS OF THE REMITTANCE MUST BE FILLED IN THE APPROPRIATE BOXES PROVIDED ON THE APPLICATION FORMS.

- (3) 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.
- (4) 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 GUARANTEED GIRO ORDER (GGO) FROM BANK SIMPANAN NASIONAL.
- (5) The Directors of the Company 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 the Company 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.
- (6) The Directors of the Company 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.
- (7) The Directors of the Company reserve the right not to accept any application or 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 establishing an adequate market for the shares.
- (8) Where an application is not accepted, the full amount of the application monies, without interest, will be returned 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.
- (9) 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.
- (10) PLEASE DIRECT ALL ENQUIRIES IN RESPECT OF THE FORM OF APPLICATION TO MIH.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

16.9 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 (the “**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 16.10 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 bank 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 the Company or the Issuing House. 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 Public Issue Shares on 8 March 2001 at 8.00 p.m. or such other date and time as the directors in their absolute discretion decide (“**Closing Date and Time**”), the Participating Financial Institution shall submit a magnetic tape containing its respective customers’ applications for the Public Issue Shares to MIH as soon as practicable but not later than 12.00 p.m. of the 2nd 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.

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 16.9 as well as the terms and conditions appearing below:-

- (a) The Electronic Share Application shall be made in connection with and subject to the terms of this Prospectus and the Memorandum and Articles of Association of the Company.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (b) 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 this application.
- This is the only application that I am submitting.
- 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 the Issuing House 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 the relevant Issuing House, or any relevant regulatory bodies.

- (c) 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 SAID SHARES, WHETHER AT THE ATMS OF ANY PARTICIPATING FINANCIAL INSTITUTION OR ON THE PRESCRIBED APPLICATION FORMS.
- (d) 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.
- (e) 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 the Company decides 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 the Company.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (f) The Company reserves 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.
- (g) 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 of the balloting date. The applicant may check their accounts on the fifth market day from the balloting date.

Where an Electronic Share Application is successful in part only, the relevant Participating Financial Institution will credit the balance 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 the Issuing House. 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 not later than 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.

- (h) The applicant requests and authorises the Company:
- (i) To credit the shares allotted or allocated to the applicant into the CDS account of the applicant; and
 - (ii) To issue share certificate(s) representing such shares allotted or allocated in the name of MCD Nominees Sdn Bhd and send the same to MCD.
- (i) 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 the Company, the Issuing House or the Participating Financial Institution, irrevocably agrees that if:
- (i) The Company or MIH does not receive the applicant's Electronic Share Application;
 - (ii) 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 the Company or MIH;

The applicant shall be deemed not to have made an Electronic Share Application and the applicant shall not claim whatsoever against the Company, MIH or the Participating Financial Institutions for the shares applied for or for any compensation, loss or damage.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (j) 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 the Company, MIH and the relevant Participating Financial Institution shall be entitled to rely on the accuracy thereof.
- (k) 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 or allocation will be sent to his registered address last maintained with MCD.
- (l) By making and completing an Electronic Share Application, the applicant agrees that:
 - (i) In consideration of the Company 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;
 - (ii) The Company, 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 the Company due to a breakdown or failure of transmission or communication facilities or to any cause beyond their control;
 - (iii) Notwithstanding the receipt of any payment by or on behalf of the Company, the acceptance of the offer made by the applicant to subscribe and purchase 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;
 - (iv) 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 allotted or allocated to the applicant; and
 - (v) The Company agree that, in relation to any legal action or proceedings arising out of or in connection with the contract between the parties and/or Electronic Share Application Scheme and/or 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.
- (m) The Directors of the Company 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 the Company 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.
- (n) The Directors of the Company reserve the right to reject applications which do not conform to these instructions.

16.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (o) Electronic Share Applications may be made through an ATM of the following Participating Financial Institutions and their branches:
- ARAB-MALAYSIAN BANK BERHAD;
 - ARAB-MALAYSIAN FINANCE BERHAD;
 - BUMIPUTRA-COMMERCE BANK BERHAD (at selected branches in Klang Valley only)
 - EON BANK BERHAD (at selected branches only)
 - HSBC BANK MALAYSIA BERHAD;
 - MALAYAN BANKING BERHAD;
 - MAYBAN FINANCE BERHAD;
 - OCBC BANK (MALAYSIA) BERHAD;
 - STANDARD CHARTERED BANK MALAYSIA BERHAD. (at selected branches only)
- (p) A surcharge of RM2.50 per Electronic Share Application will be charged by the respective Participating Financial Institution.

16.10 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 IPO Share 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 16.9 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).
 - Share Issue Number.
 - CDS Account Number.
 - Number of Shares applied for and/or the Ringgit amount to be debited from the account.
 - Confirmation of several mandatory statements.