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## 15. STATUTORY AND GENERAL INFORMATION

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### 15.1 Share Capital

- (a) No ordinary shares will 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.
- (c) 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.
- (d) Save for the 1,200,000 ordinary shares of RM1.00 each reserved for the eligible employees, suppliers and customers of the Company, pursuant to this Prospectus, there are at present no other schemes involving the employees in the share capital of the Company.
- (e) As at the date of this Prospectus, none of the capital of the Company is under any option or agreement conditionally or unconditionally to be put under any option.
- (f) Save for the 18,000,000 ordinary shares that are under moratorium as disclosed in Section 7.2, there are no restrictions on the transfer of the ordinary shares of the Company, except as otherwise required by the law.
- (g) Save as disclosed in this Prospectus, no shares, stocks or debentures in the Company have been issued or are proposed to be issued as partly or fully paid-up for cash or otherwise than in cash within the two (2) years preceding the date of this Prospectus.

### 15.2 Articles Of Association

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

#### 15.2.1 Remuneration of Directors

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

##### **Article 93**

The Directors shall be paid by way of remuneration for their services such fixed sum (if any) as shall from time to time be determined by the Company in General Meeting, and such remuneration shall be divided among the Directors in such proportions and manner as the Directors may determine, Provided Always that:-

- (a) the fees payable to the Directors shall from time to time be determined by a resolution of the Company in General Meeting Provided Always that such fees shall not be increased except pursuant to a resolution passed at a General Meeting, where notice of the proposed increase has been given in the notice convening the General Meeting;
- (b) save as provided in Article 93(a) hereof, an executive Director shall, subject to the terms of any agreement (if any) entered into in any particular case, receive such remuneration (whether by way of salary, commission or participation in profits, or partly in one way and partly in another) as the Directors may determine. All remuneration, other than the fees provided for in Article 93(a) hereof, payable to the non-executive Directors shall be determined by a resolution of the Company in General Meeting;

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

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- (c) fees payable to non-executive Directors shall be a fixed sum, and not by a commission on or percentage of profits or turnover;
- (d) salaries payable to executive Directors may not include a commission on or percentage of turnover; and
- (e) any fee paid to an alternate Director shall be such as shall be agreed between himself and the Director nominating him and shall be paid out of the remuneration of the latter.

**Article 94**

- (1) The Directors shall be paid all their travelling and other expenses properly and necessarily expended by them in and about the business of the Company including their travelling and other expenses incurred in attending board of Directors' meetings or General Meetings of the Company.
- (2) If any Director being willing shall be called upon to perform extra services or to make any special exertions in going or residing away from his usual place of business or residence for any of the purposes of the Company or in giving special attention to the business of the Company as a Member of a committee of Directors, the Company may remunerate the Director so doing either by a fixed sum or otherwise (other than by a sum to include a commission on or percentage of turnover) as may be determined by the Company in General Meeting and such remuneration may be either in addition to or in substitution for his or their share in the remuneration from time to time provided for the Directors. Extra remuneration payable to non-executive Director(s) shall not include a commission or percentage of turnover or profits.

**Article 99**

The Directors may establish or arrange any contributory or non-contributory pension super-annuation scheme for the benefit of, or pay a gratuity, pension or emolument to any person who is or has been employed by or in the service of the Company or any subsidiary of the Company, or to any person who is or has been a Director or other officer of and holds or has held salaried employment in the Company or any such subsidiary, and the widow, family or dependants of any such person. The Directors may also subscribe to any association or fund which they consider to be for the benefit of the Company or any such subsidiary or any such persons as aforesaid and make payments for or towards any hospital or scholastic expenses, and make payments for or towards any hospital or any Director holding such salaried employment shall be entitled to retain any benefit received by him hereunder subject only, where the provisions of the Act requires, to proper disclosure to the Members and the approval of the Company in General Meeting.

**Article 120**

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

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

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**15.2.2 Voting and Borrowing Powers of Directors**

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

**Article 98**

- (1) The Directors may exercise all the powers of the Company to borrow and to mortgage or charge its undertaking, property and uncalled capital, or 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 subsidiaries.
- (2) 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.

**Article 105**

Subject always to sections 131 and 132E of the Act a Director may hold any other office or place of profit under the Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine and no Director or intending Director shall be disqualified by his office from contracting with the Company either with regard to his tenure of any such other office or place of profit or as vendor, purchaser or otherwise nor shall any such contract, or any contract or arrangement entered into by or on behalf of the Company in which any Director is in any way interested, be liable to be avoided, nor shall any Director so contracting or being so interested be liable to account to the Company for any profit realised by any such contract or arrangement by reason of such Director holding that office or of the fiduciary relationship thereby established but the nature of his interest must be disclosed by him at the meeting of the Directors at which the contract or arrangement is determined, if the interest then exists or in any other case at the first meeting of the Directors after the acquisition of the interest.

**Article 115**

In amplification of and not in derogation of Articles 103 and 104, a Director shall not vote in respect of any contract or proposed contract or arrangement in which he has directly or indirectly, an interest (and if he shall do so his vote shall not be counted), nor shall he be counted for the purpose of any resolution regarding the same, in the quorum present at the meeting.

**Article 116**

Subject to Article 115, a Director may vote in respect of:-

- (a) any arrangement for giving the Director himself or any other Director any security or indemnity in respect of money lent by him to or obligations undertaken by him for the benefit of the Company; or
- (b) any arrangement for the giving by the Company of any security to a third party in respect of a debt or obligation of the Company for which the Director himself or any other Director has assumed responsibility in whole or in part under a guarantee or indemnity or by the deposit of a security.

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

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**15.2.3 Changes in the Capital and Variation of Class Rights**

The provisions in the Company's Articles of Association in respect of changes in capital and variation of class rights are as follows:-

**Article 4**

No shares may be issued by the Directors without the prior approval of the Company by Ordinary Resolution in General Meeting but subject thereto and to the Act and to these Articles 51 and 52, the Directors may issue shares in the Company at such times as they may think fit and any such shares may be issued either at a premium or at par or (subject to the provisions of the Act) at a discount and with such preferred, deferred, or to other special rights or such restrictions, whether in regard to dividend, voting, return of capital, or otherwise as the Directors may determine and may give by agreement to any person the right or option of requiring at a future date that an allotment shall be made to him of any shares at par or at such premium as may be agreed.

**Article 5**

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

- (a) no shares shall be issued at a discount except in compliance with the provisions of section 59 of the Act;
- (b) in the case of shares offered to the public for subscription the amount payable on application on each share shall not be less than five per cent (5%) of the nominal amount of the shares;
- (c) in the case of shares, other than ordinary shares, no special rights shall be attached until the same have been expressed in these Articles and in the resolution creating the same;
- (d) the Company must not cause or authorise its registrars to cause the Securities Accounts of the allottees to be credited with the additional shares until after the Company has filed with the Exchange an application for listing of such additional shares and been notified by the Exchange that they have been authorised for listing;
- (e) every issue of shares or options to employees and/or Directors of the Company shall be approved by the Members in general meeting and no Director shall participate in such issues of shares or options unless:-
  - (i) the Members in General Meeting have approved of the specific allotment to be made to such Director; and
  - (ii) he holds office in the Company in an executive capacity Provided Always that a Director not holding office in an executive capacity may so participate, in an issue of shares pursuant to a public issue or public offer.

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

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**Article 10**

If at any time the share capital is divided into different classes of shares, the rights attached to any class shall be expressed herein or in the resolution creating the same and may subject to the provisions of the Act whether or not the Company is being wound up, be varied or abrogated with the consent in writing of the Holders of three-fourths ( $\frac{3}{4}$ ) of the issued shares of that class, or with the sanction of a Special Resolution passed at a separate General Meeting of the Holders of the shares of that class. To every such separate General Meetings the quorum shall be two (2) persons at least holding or representing by proxy one-tenth ( $\frac{1}{10}$ ) of the issued shares of the class and that any Holder of shares of the class present in person or by proxy may demand a poll. To every such Special Resolution the provisions of section 152 of the Act shall with such adaptations as are necessary apply. A resolution in writing signed by all the Holders of a class or if all the shares in a class are held by one sole Holder a resolution in writing signed by such sole Holder shall have the same effect and validity as a Special Resolution of the Holders of the class passed at a separate General Meeting of the Holders of that class duly convened or held and constituted and may consist of several documents in the like form each signed by one or more of such Holders and if a Holder is a corporation, then such resolution shall be signed by its representatives.

**Article 11**

The rights conferred upon the Holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking as regards participation in the profits or assets of the Company in some or in all respects *pari passu* therewith

**15.2.4 Transfer of Securities and Transmission of Securities**

The provisions in the Company's Articles of Association in respect of transferability of securities and any restrictions on their free transferability is as follows:-

**Article 27**

The transfer of any Listed Securities or class of Listed Securities of the Company shall be by way of book entry by the Central Depository in accordance with the Rules and notwithstanding sections 103 and 104 of the Act, but subject to section 107C(2) of the Act and any exemption that may be made from compliance with section 107C(1) of the Act, the Company shall be precluded from registering and effecting any transfer of such Listed Securities.

**Article 28**

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

**Article 29**

The Central Depository may refuse to register any transfer of Listed Securities that does not comply with the Central Depositories Act and the Rules. Subject to the provisions of the Act, the Central Depositories Act and the Rules, no Listed Securities shall in any circumstances be transferred to any infant, bankrupt or person of unsound mind or any partnership or unincorporated association or body.

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

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**Article 30**

The registration of transfers may be suspended at such times and for such periods as the Directors may from time to time determine not exceeding in the whole thirty (30) days in any year. At least twelve (12) clear Market Days' notice of intention to close the said register shall be published in a daily newspaper circulating in Malaysia and shall also be given to the Exchange. The said notice shall state the purpose or purposes for which the register is being closed. At least three (3) Market Days prior notice shall be given to 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 or such other notice period in accordance with the Rules to enable the Central Depository to issue the appropriate Record of Depositors.

**Article 32**

Subject to the provisions of these Articles the Directors may recognise a renunciation of any Listed Securities by the allottee thereof in favour of some other person.

**Article 33**

(1) Where-

- (a) the securities of the Company are listed on an Approved Market Place; and
- (b) the Company is exempted from compliance with section 14 of the Central Depositories Act or section 29 of the Securities Industry (Central Depositories) (Amendment) Act, 1998, as the case may be, under the Rules in respect of such securities,

the Company shall, upon request of such securities Holder, permit a transmission of securities held by such securities Holder from the register of holders maintained by the registrar of the Company in the jurisdiction of the Approved Market Place (hereinafter referred to as "the Foreign Register"), to the register of holders maintained by the registrar of the Company in Malaysia (hereinafter referred to as "the Malaysian Register") subject to the following conditions:-

- (i) there shall be no change in the ownership of such securities; and
  - (ii) the transmission shall be executed by causing such securities to be credited directly into the Securities Account of such securities Holder.
- (2) Where the requirements of subparagraphs (1)(a) and (b) above are fulfilled the Company shall not allow any transmission of securities from the Malaysian Register into the Foreign Register.

**Article 34**

In the case of the death of a Member, the executor(s) or administrator(s) of the deceased shall be the only person(s) recognised by the Company as having any title to his interest in the shares but nothing herein contained shall release the estate of a deceased Member from any liability in respect of any share which had been held by the deceased Member.

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

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**Article 35**

Any person becoming entitled to a share in consequence of the death or bankruptcy of a Member may, upon such evidence being produced as may from time to time properly be required by the Directors but subject to the Central Depositories Act and the Rules, elect either to be registered himself as a member in respect of the share or to have some person nominated by him registered as the transferee thereof, but the Directors shall, in either case, have the same right to decline or suspend registration as they would have had in the case of a transfer of the share by that Member before his death or bankruptcy Provided Always that where the share is a Deposited Security, subject to the provisions of the Act, the Central Depositories Act, the Rules and the Listing Requirements, a transfer or withdrawal of the share may be carried out by the person becoming so entitled.

**Article 36**

If the person so becoming entitled elects to be registered himself, he shall deliver or send to the Company a notice in writing signed by him stating that he so elects Provided that where the share is a Deposited Security and the person becoming entitled elects to have the share transferred to him, the aforesaid notice must be served by him on the Central Depository. If he elects to have another person registered he shall testify his election by executing to that person a transfer of the share or such other instrument as the Central Depository may require. All the limitations, restrictions and provisions of these Articles relating to the rights to transfer and the registration of transfers of shares, the Central Depositories Act and the Rules shall be applicable to any such notice or transfer as aforesaid as if the death or bankruptcy of the Member had not occurred and the notice or transfer were a transfer signed by that Member.

**Article 37**

Where the Holder of any shares dies or becomes bankrupt his personal representative or the assignee of his estate, as the case may be, shall, until he transfers or is registered as a member in respect of such shares, be entitled to the same dividends and other advantages and to the same rights as the Holder would have been entitled to if he had not died or become bankrupt except that he shall not without being registered as a member in respect of such share be entitled to exercise any right of membership in relation to meetings of the Company.

**15.3 Directors and Substantial Shareholders**

- (a) The names, addresses and occupations of the Directors of the Company are set out in Section 1 of this Prospectus.
- (b) Directors are not required to hold any qualification shares in the Company.
- (c) Save as disclosed in Section 6.7 of this Prospectus, none of the existing Directors of the Company has any existing or proposed service contract with the Company.
- (d) For the financial year ended 30 June 2001, remuneration and fees amounting to RM282,559 were paid to the Directors for services to the Company. For the financial year ending 30 June 2002, the amount payable to the Directors for services to the Company is estimated to be approximately RM477,000.

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

- (e) No other 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 a Director or senior executive officer;
- (ii) a conviction in a criminal proceeding or is named subject of a pending criminal proceeding; or
- (iii) the subject of any order, judgement or ruling of any court of competent jurisdiction, tribunal or government body permanently or temporarily enjoining him from acting as an investment adviser, dealer in securities, director or employee of a financial institution and engaging in any type of business practice or activity.
- (f) None of the Directors has any interest, directly or indirectly in the promotion of or in any assets acquired or proposed to be acquired or disposed of or proposed to be disposed of by or leased or proposed to be leased to the Company within the two (2) years preceding the date of this Prospectus.
- (g) According to the Register of Directors' shareholdings as at 15 November 2001 (being the latest practicable date prior to the printing of this Prospectus), the Directors' shareholdings in the Company before and after the Public Issue and Placement are as follows:

Name	<-----Before Public Issue and Placement ----->				<-----After Public Issue and Placement ---->			
	Direct		Indirect		Direct		Indirect	
	No. Of Shares	%	No. Of Shares	%	No. Of Shares	%	No. Of Shares	%
Dato' Liew Kuek Hin	711,510	2.41	21,234,842 <sup>(1)</sup>	71.98	711,510	1.78	21,234,842 <sup>(1)</sup>	53.09
Datin Lim Yook Lan	219,591	0.74	21,726,761 <sup>(2)</sup>	73.65	219,591	0.55	21,726,761 <sup>(2)</sup>	54.32
Liew Yew Chung	219,591	0.74	21,726,761 <sup>(3)</sup>	73.65	219,591	0.55	21,726,761 <sup>(3)</sup>	54.32
Liew Yew Cheng	152,186	0.52	21,794,166 <sup>(3)</sup>	73.87	152,186	0.38	21,794,166 <sup>(3)</sup>	54.49
Liew Yet Mei	71,737	0.24	21,874,615 <sup>(3)</sup>	74.15	71,737	0.18	21,874,615 <sup>(3)</sup>	54.69
Liew Yet Lee	71,737	0.24	21,874,615 <sup>(3)</sup>	74.15	71,737	0.18	21,874,615 <sup>(3)</sup>	54.69
Dato' Mohamed Salleh Bin Bajuri	4,848,248	16.43	-	-	4,848,248	12.12	-	-
Dato' Cheong Siew Kai	-	-	-	-	-	-	-	-
Huang Yan Teo	-	-	-	-	-	-	-	-
Tan Poay Teik	-	-	-	-	-	-	-	-

*Notes :*

- (1) Deemed interested by virtue of his substantial shareholding in MSB and by virtue of his spouse, Datin Lim Yook Lan's and his children, Liew Yew Chung, Liew Yew Cheng, Liew Yet Mei and Liew Yet Lee's direct shareholdings in LBB.
- (2) Deemed interested by virtue of her substantial shareholding in MSB and by virtue of her spouse, Dato' Liew Kuek Hin's and her children, Liew Yew Chung, Liew Yew Cheng, Liew Yet Mei and Liew Yet Lee's direct shareholdings in LBB.
- (3) Deemed interested by virtue of his/her substantial shareholding in MSB, by virtue of his/her parents, Dato' Liew Kuek Hin and Datin Lim Yook Lan's and his/her siblings' direct shareholdings in LBB.



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

- (h) Based on the Register of Substantial Shareholders' shareholdings as at 15 November 2001 (being the latest practicable date prior to the printing of this Prospectus), the substantial shareholders (with 5% or more shareholding, directly and indirectly) of the Company before and after the Public Issue and Placement are as follows:

Name	<-----Before Public Issue and Placement ----->				<-----After Public Issue and Placement ---->			
	Direct		Indirect		Direct		Indirect	
	No. Of Shares	%	No. Of Shares	%	No. Of Shares	%	No. Of Shares	%
MSB	20,500,000	69.49	-	-	20,500,000	51.25	-	-
Dato' Liew Kuek Hin	711,510	2.41	21,234,842 <sup>(1)</sup>	71.98	711,510	1.78	21,234,842 <sup>(1)</sup>	53.09
Datin Lim Yook Lan	219,591	0.74	21,726,761 <sup>(2)</sup>	73.65	219,591	0.55	21,726,761 <sup>(2)</sup>	54.32
Liew Yew Chung	219,591	0.74	21,726,761 <sup>(3)</sup>	73.65	219,591	0.55	21,726,761 <sup>(3)</sup>	54.32
Liew Yew Cheng	152,186	0.52	21,794,166 <sup>(3)</sup>	73.87	152,186	0.38	21,794,166 <sup>(3)</sup>	54.49
Liew Yet Mei	71,737	0.24	21,874,615 <sup>(3)</sup>	74.15	71,737	0.18	21,874,615 <sup>(3)</sup>	54.69
Liew Yet Lee	71,737	0.24	21,874,615 <sup>(3)</sup>	74.15	71,737	0.18	21,874,615 <sup>(3)</sup>	54.69
Dato' Mohamed Salleh Bin Bajuri	4,848,248	16.43	-	-	4,848,248	12.12	-	-

Notes :

- (1) Deemed interested by virtue of his substantial shareholding in MSB and by virtue of his spouse, Datin Lim Yook Lan's and his children, Liew Yew Chung, Liew Yew Cheng, Liew Yet Mei and Liew Yet Lee's direct shareholdings in LBB.
- (2) Deemed interested by virtue of her substantial shareholding in MSB and by virtue of her spouse, Dato' Liew Kuek Hin's and her children, Liew Yew Chung, Liew Yew Cheng, Liew Yet Mei and Liew Yet Lee's direct shareholdings in LBB.
- (3) Deemed interested by virtue of his/her substantial shareholding in MSB, by virtue of his/her parents, Dato' Liew Kuek Hin and Datin Lim Yook Lan's and his/her siblings' direct shareholdings in LBB.
- (i) Save as disclosed below, none of the other Directors or the major shareholders are materially interested in any contract or arrangement which is significant in relation to the business of the Company.

Dato' Liew Kuek Hin, a Director and major shareholder (indirectly) of LBB has provided securities to lenders for the benefit of LBB in respect of certain credit facilities granted by financial institutions to LBB. The facilities secured by, inter alia, the said third party securities are as follows:-

- (a) Tradelines and Overdraft (limit of RM4,000,000) and Term Loan (limit of RM2,500,000) granted by Malayan Banking Berhad to be secured by, inter alia, land and building held under HS(D) 3719 Lot TLO 3779;
- (b) Overdraft (limit of RM700,000), Term Loan (limit of RM400,000) and Tradelines (limit of RM2,050,000) granted by OCBC Bank (Malaysia) Berhad to be secured by, inter alia, a single storey detached house held under Geran 21889 Lot 8658, Bandaran Johor Bahru; and
- (c) Overdraft (limit of RM200,000), Trade Lines (limit of RM400,000), Export Bills (limit of RM600,000) and Equipment Term Loan (limit of RM70,000) granted by Citibank Berhad to be secured by, inter alia, a Time Deposit of RM500,000 in the name of Dato' Liew Kuek Hin.

Mr. Liew Yew Chung, a Director and major shareholder (indirectly) of LBB, has pledged his time deposit of RM1 million with HSBC Bank Malaysia Berhad as security for credit facilities of an aggregate principal sum of RM5.5 million only granted by the said financial institution to LBB.

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

These facilities are for the purposes of, inter alia, the working capital of LBB. It is intended that LBB shall take such steps as may be necessary to replace these third party securities with securities in the form of its own assets.

In relation to certain credit facilities taken out by LBB, some of the directors and/or major shareholders of LBB have stood as guarantors.

- (j) Save as disclosed below, none of the other Directors or the major shareholders are interested, directly or indirectly, in any business or corporation carrying on a similar trade as the Company :-

		<-----Direct----->		<-----Indirect----->	
		No. of shares held	%	No. of shares held	%
Dato' Liew Kuek Hin	Apollo Food Holdings Berhad	262,500	0.66	-	-
	Khee San Berhad	20,000	0.05	-	-

The above shareholdings are personal investments.

- (k) No option to subscribe for securities of the Company was granted to or exercised by any Directors during the last financial year.
- (l) Save as disclosed in Section 15.3(g) and 15.3(h) of this Prospectus, the Directors are not aware of any persons who are able, directly or indirectly, jointly or severally, to exercise control over the Company.
- (m) No commission, discounts, brokerages or other special terms has been paid or is payable by the Company within the two (2) preceding years in connection with the issue or sale of any capital of the Company and no Director or promoter or expert is entitled to receive any such payment.

**15.4 General Information**

- (a) The nature of LBB's business is set out in Section 5 of this Prospectus. There is no corporation which is deemed to be related to the Company by virtue of Section 6 of the Companies Act, 1965 as at the date of this prospectus.
- (b) The time of the opening of the Application Lists is set out in Section 16.1 of this Prospectus.
- (c) The amount payable in full on application of the Issue and Placement Shares is RM1.50 per new ordinary share.
- (d) As at the date of this Prospectus, the Company does not have any convertible debt securities.
- (e) 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.
- (f) The name and address of the Auditors and Reporting Accountants of the Company are set out in Section 1 of this Prospectus.
- (g) Save and except as disclosed in the audited accounts, no amount or benefit has been paid or given within the two (2) preceding years of the date hereof nor is it intended to be so paid or given, to any promoter.
- (h) The Company has not established a place of business outside Malaysia.

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


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- (i) Other than as disclosed in Section 4 of this Prospectus, 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.
- (j) The financial conditions and operations of the Company is not affected by any of the following:
  - (i) known trends or known demands, commitments, events or uncertainties that have had or that LBB reasonably expects to have, a material favourable and unfavourable impact on financial performance, position and operations of LBB;
  - (ii) material commitments for capital expenditure;
  - (iii) unusual or infrequent events or transaction or any significant economic changes that materially affected the amount of reported income from the operations; and
  - (iv) known trends or uncertainties that have had or the Company reasonably expects to have a material favourable or unfavourable impact on revenues or operating income.
- (k) Save as disclosed in Section 3.7 on the utilisation of proceeds for the Rights Issue, Restricted Issue, Public Issue and Placement, no property has been acquired or is proposed to be acquired by the Company in contemplation of the public offering.
- (l) Save as disclosed in Section 5.5, 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.

**15.5 Material Contracts**

Save as disclosed below, there are no contracts which are or may be material (not being contracts entered in the ordinary course of business) which have been entered into by the Company within the two (2) years preceding the date of this Prospectus:

- (i) Underwriting Agreement dated 29 October 2001 between LBB and the Underwriters for the underwriting of 4,620,000 new ordinary shares of RM1.00 each under the Public Issue to the Malaysian public and the eligible employees, suppliers and customers of LBB for an underwriting commission of 2.0% of the issue price/placement price of RM1.50 per new ordinary share;
- (ii) Sale and Purchase Agreement dated 18 December 1999 entered into between Crescendo Development Sdn Bhd (Vendor) and LBB (Purchaser) for the purchase of a semi-detached factory situated on land held under HS(D) 237254 PTD 115210 Mukim Plentong, Johor Bahru with an area of approximately 1,337.80 sq. metres at a purchase price of RM1,390,000, payable by way of cash at staggered interim periods in accordance with the completion of the semi-detached factory certified by the Vendor's Architect or Engineer;
- (iii) Sale and Purchase Agreement dated 18 December 1999 entered into between Crescendo Development Sdn Bhd (Vendor) and LBB (Purchaser) for the purchase of a semi-detached factory situated on land held under HS(D) 237255 PTD 115211 Mukim Plentong, Johor Bahru with an area of approximately 1,337.80 sq. metres at a purchase price of RM1,390,000, payable by way of cash at staggered interim periods in accordance with the completion of the semi-detached factory certified by the Vendor's Architect or Engineer;

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

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- (iv) Sale and Purchase Agreement dated 17 May 2000 entered into between Crescendo Development Sdn. Bhd. (“Vendor”) and LBB (“Purchaser”) for the purchase of a semi-detached factory situated on land held under HS(D) 237253 PTD 115209 Mukim Plentong, Johor Bahru with an area of approximately 14,400 sq. ft. at a cash purchase price of RM1,390,000; and
- (v) Tenancy Agreement dated 1 August 2000 entered into between LBB (as Landlord) and Discovery Overland Holidays Sdn. Bhd. (as Tenant) for the rental of the premises known as Unit B10-6, Block B, Phileo Avenue, Jalan Yap Kwan Seng, Kuala Lumpur. The duration of the tenancy is for three (3) years with an option to renew for a further two (2) years. The rental per month is RM3,110.90 cash inclusive of service charges.

**15.6 Material Litigation**

Save as disclosed below, LBB is not engaged whether as plaintiff or defendant in any legal action, proceeding, arbitration (other than those legal actions engaged as plaintiff or defendant arising in the ordinary course of its business) or prosecution for any criminal offence, which has a material effect on the financial position of the LBB 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 LBB.

LBB is currently engaged in a legal proceeding (Summons No. 52-1139-1997, Sessions Court Johor Bahru) as defendant whereby the plaintiff, Flexipek Sdn. Bhd. is suing the defendant for an alleged debt of RM217,193.66 being the outstanding payment in respect of goods sold and delivered. The solicitors representing the defendant have confirmed that the defendant has a good defence and counter-claim against the plaintiff as follows:-

- (a) storage claim of RM4,000 per month effective from July, 1995 up to the judgement date;
- (b) compensation for the delay of shipment due to the delivery of material which could not be used which amounts to RM300,000 per month;
- (c) detention charges on 30 containers which would amount to RM108,000; and
- (d) return to the plaintiff of defective items of RM217,193.66.

The plaintiff company has however been wound up vide Company Winding-Up No. D –28-398-1977 and an official assignee has been appointed as liquidator. Further since an order from Sessions Court Shah Alam to transfer the case to the Sessions Court Johor Bahru, the case has been pending and there has been no further action from the plaintiff ever since.

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**15. STATUTORY AND GENERAL INFORMATION (Cont'd)****15.7 Material Agreements**

Save as disclosed below, there is no material agreement outside the ordinary course of business entered into between by the Company within two (2) years preceding the date of this Prospectus:-

**15.7.1 Insurance Policy**

	<b>Insurance Company</b>	<b>Policy Number</b>	<b>Coverage/ Period Of Insurance</b>	<b>Annual Premium RM</b>	<b>Total Amount Of Cover RM</b>	<b>The Assets Covered</b>
1.	Mayban General Assurance Berhad	F0322530	Fire 6-8-2001 to 5-8-2002	16,513.50	4,050,000.00	Building, Plant and machinery, and Stock in trade at No.91 & 93 Jalan Cemerlang, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
2.	Mayban General Assurance Berhad	F0322515	Fire 6-8-2001 to 5-8-2002	17,827.00	4,100,000.00	Plant and machinery, Stock in trade and furniture at No. 31 & 33 Jalan Canggih 9, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
3.	Mayban General Assurance Berhad	G0007802	Equipment all risks 24-4-2001 to 23-4-2002	6,810.00	1,135,000.00	Plant and machinery at No.91 & 93 Jalan Cemerlang, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
4.	Mayban General Assurance Berhad	G0007812	Equipment all risks 24-4-2001 to 23-04-2002	5,928.00	988,000.00	Plant and machinery at No.91 & 93 Jalan Cemerlang, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
5.	Mayban General Assurance Berhad	L0022825 L0021042 L0021458 L0021334 L0021335	Foreign Workers Compensation Varying periods between 14-6-2001 to 2-9-2002	2,304.00	20,000.00 per worker (32 pax)	-
6.	Mayban General Assurance Berhad	G0008469	Equipment all risk 16-8-2001 to 15-8-2002	1,482.14	296,428.00	On plant and machinery at No.3, Jalan Istimewa 2, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim

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

	<b>Insurance Company</b>	<b>Policy Number</b>	<b>Coverage/ Period Of Insurance</b>	<b>Annual Premium RM</b>	<b>Total Amount Of Cover RM</b>	<b>The Assets Covered</b>
7.	Mayban General Assurance Berhad	G0008812	Burglary 6-8-2001 to 5-8-2002	450.00	100,000.00	On business plant and appliance, trade utensils, fixtures and fitting consisting of office equipment and the like at No 91&93 (Lot 91908 & 91909), Jalan Cemerlang, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
8.	Mayban General Assurance Berhad	F0323563	Fire Consequential Loss 6-8-2001 to 5-8-2002	11,334.06	3,020,000.00	On Gross Profit (including wages @ RM150,000) and Professional Accountants charges at No 3,5,7 & 9 Jalan Istimewa 2, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
9.	Mayban General Assurance Berhad	L0012792	Public Liability 6-8-2001 to 5-8-2002	500.00	1,000,000.00	No. 3,5,7 & 9, Jalan Istimewa 2, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim  No.91 & 93, Jalan Cemerlang, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim  No.31 & 33, Jalan Canggih 9, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
10.	Mayban General Assurance Berhad	G0008815	Burglary 6-8-2001 to 5-8-2002	900.00	200,000.00	Stock-in-trade or goods held on trust at No 31 & 33 (Lot 191403 & 191404) Jalan Canggih 9, Taman Perindustrian Cemerlang 81800 Ulu Tiram Johor Darul Takzim

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

	<b>Insurance Company</b>	<b>Policy Number</b>	<b>Coverage/ Period Of Insurance</b>	<b>Annual Premium RM</b>	<b>Total Amount Of Cover RM</b>	<b>The Assets Covered</b>
11.	Mayban General Assurance Berhad	G0008818	Money 6-8-2001 to 5-8-2002	1,050.00	100,000.00	50,000.00 for money-in-transit and 50,000.00 for money in locked safe at No. 91 & 93 (Lot 91908 & 91909) Jalan Cemerlang, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
12.	Mayban General Assurance Berhad	G0010348	Equipment All Risks 16-2-2001 to 15-2-2002	9,180.00	1,836,000.00	Machinery at No.31 & 33 Jalan Canggih 9 Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
13.	Overseas Assurance Corporation (Malaysia) Berhad	F0048493	Fire 13-11-2001 to 12-11-2002	2,321.00	1,100,000.00	Building at 33 Jalan Canggih 9 Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim
14.	Overseas Assurance Corporation (Malaysia) Berhad	F0051673	Fire 12-3-2001 to 11-3-2002	3,587.00	1,700,000.00	On 2 units of building at No. 5 & 7, Jalan Istimewa 2 Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim  Policy also cover Lightning, Riot, Strike and Malicious Damage.
15.	Overseas Assurance Corporation (Malaysia) Berhad	F0048494	Fire 13-11-2001 to 12-11-2002	836.00	400,000.00	Building including renovation at 31, Jalan Canggih 9 Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim  Policy also cover Lightning, Riot, Strike and Malicious Damage.
16.	Overseas Assurance Corporation (Malaysia) Berhad	F0057271	Fire 2-8-2001 to 1-8-2002	3,942.00	1,800,000.00	Stock-in-trade or goods held on trust at No. 7 & 9, Jalan Istimewa 2, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim  Policy also cover Lightning, Riot, Strike and Malicious Damage.

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

	<b>Insurance Company</b>	<b>Policy Number</b>	<b>Coverage/ Period Of Insurance</b>	<b>Annual Premium RM</b>	<b>Total Amount Of Cover RM</b>	<b>The Assets Covered</b>
17.	Overseas Assurance Corporation (Malaysia) Berhad	C0013164	Burglary 02-08-2001 to 01-08-2002	1,700.00	200,000.00	No. 7 & 9, Jalan Istimewa 2, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim  33, Jalan Canggih 9, Taman Perindustrian Desa Cemerlang 81800 Ulu Tiram Johor Darul Takzim

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

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**15.7.2 Agreements With Major Customers and Suppliers**

There is no formal contract entered into between LBB and any of its major customer and supplier.

In relation to its other customers, the normal of course of dealings between LBB and the customers are that the respective customer will issue a purchase order to LBB and LBB will confirm the same by issuing a sales order and subsequently deliver the goods within the time stipulated in the respective invoice and payment terms are "cash on delivery" or within agreed credit periods. LBB has however three contracts with London Trading (S) Pte Ltd for a period effective between July 1999 and December 2002 to take up definite quantities of LBB's products.

The normal course of dealings between LBB and its suppliers are such that LBB will issue a purchase order to its suppliers and the respective suppliers will deliver the goods within the time stipulated in the respective purchase order and payment terms are on 90 to 120 days credit.

**15.8 Expenses And Commission**

- (i) Underwriting commission is payable to the Joint Managing Underwriters and Underwriter at the rate of 2.0% of the issue price/placement price of RM1.50 per ordinary share on the ordinary shares being underwritten which form the subject of this Prospectus.
- (ii) Brokerage will be paid by the Company at the rate of 1.0% of the issue price/placement price of RM1.50 per ordinary share to the parties in the circumstances specified in Section 3.8 of this Prospectus.
- (iii) Expenses incidental to the listing of and quotation for the entire enlarged issued and paid-up capital of the Company on the Second Board of the KLSE amounting to approximately RM1,200,000 will be borne by the Company.

**15.9 Public Take-Overs**

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 company's shares.

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

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**15.10 Consents**

- (i) The written consents of the Adviser and Joint Managing Underwriters, Underwriter, Auditors and Reporting Accountants, Principal Bankers, Solicitors, Valuers, Independent Business and Industry Consultant and Registrars to the inclusion in this Prospectus of their names in the manner and form in which such names appear have been given before the issue of this Prospectus and have not subsequently been withdrawn.
- (ii) The written consent of the Company's Auditors and Reporting Accountants to the inclusion in this Prospectus of their Accountants' Report and their letters relating to the Profit Forecast and Proforma Balance Sheets in the manner and form in which they appear in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn.
- (iii) The written consent of the Valuers to the inclusion in this Prospectus of their Valuation Certificate 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.

**15.11 Documents For Inspection**

Copies of the following documents may be inspected at the registered office of the Company during normal business hours for a period of twelve (12) months from the date of this Prospectus:

- (i) Memorandum and Articles of Association of the Company;
- (ii) Directors' report and Accountants' Report as included herein;
- (iii) The Reporting Accountants' Letters relating to the profit forecast for the financial years ending 30 June 2002 and the proforma balance sheet of the Company as at 30 June 2001 as included herein;
- (iv) The letters of consent referred to under Section 15.10 above;
- (v) The material contracts referred to in Section 15.5 above;
- (vi) Valuation certificate on the properties of LBB provided by Messrs. Colliers, Jordan Lee & Jaafar (JH) Sdn Bhd; and
- (vii) The writs of litigation referred to in Section 15.6 above.

**15.12 Responsibility**

- (i) Aseambankers Malaysia Berhad, acknowledges that to the best of its knowledge and belief, this Prospectus constitutes full and true disclosure of all material facts about the Public Issue and Placement and LBB, and is satisfied that the profit forecast (for which the Directors of the Company are solely responsible) have been stated by the Directors of the Company after due and careful enquiry.
- (ii) This Prospectus has been seen and approved by the Directors of the Company and they individually and collectively 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 in this Prospectus misleading.

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## 16. PROCEDURE FOR APPLICATION AND ACCEPTANCE

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### 16.1 Opening and Closing of Application Lists

The Application Lists will open at 10.00 a.m. on 4 January 2002 and will remain open until 8.00 p.m. on the same day or for such further period or periods as the Directors of LBB in their absolute discretion may decide.

### 16.2 General Conditions for Application

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

#### (i) Application by Bumiputera Investors Allocated By MITI

Application for the 4,478,000 Issue Shares reserved for Bumiputera investors approved by the MITI must be made on the "**White**" Application Forms provided and **NOT** by way of Electronic Share Application through a Participating Financial Institution's ATM.

#### (ii) Application by Eligible Employees, Suppliers and Customers of the Company

Applications for the 1,200,000 Issues Shares reserved for the eligible employees, suppliers and customers of LBB must be made on the special "**Pink**" Application Forms provided and **NOT** by way of Electronic Share Application through a Participating Financial Institution's ATM.

#### (iii) Application by Nominated Places By LBB

Applications for the 800,000 ordinary shares reserved for the nominated places by LBB must be made on the "**White**" Application Forms provided and **NOT** by way of Electronic Share Application through a Participating Financial Institution's ATM.

#### (iv) Application by Malaysian Public

Application for the 4,020,000 Issue Shares made available for application by the Malaysian public must be made on the "**White**" Applications Forms provided or by way of Electronic Share Application through a Participating Financial Institution's ATM.

Directors and employees of MIDF Consultancy and Corporate Services Sdn Bhd ("MIDFCCS") and their immediate family are strictly prohibited from applying for the Issue Shares and Placement Shares.

Application for the Issue Shares and Placement 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.

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

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Only one Application can be made by each applicant. Multiple applications or those appearing to be suspected of being multiple applications will be rejected at the discretion of the Directors of the Company. Each Application must be for 1,000 ordinary shares or multiple thereof. The amount payable in full on application is RM1.50 per ordinary 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.

Completed Application Forms must be despatched by **ORDINARY POST** or **DELIVERED BY HAND** in the official envelopes provided to the following address:

MIDF Consultancy and Corporate Services Sdn Bhd  
195A, Jalan Tun Razak  
P.O.Box 11122  
50736 Kuala Lumpur

so as to arrive not later than 8.00 p.m. on 4 January 2002 or delivered by hand to EON Bank Berhad branch in the following address:

Taman Pelangi Branch  
No.12, Jalan Serampang  
Taman Pelangi  
80050 Johor Bahru  
Johor Darul Takzim

**during banking hours (9.30 a.m. to 4.00 p.m. from Monday to Friday and 9.30 a.m. to 12.00 p.m. on Saturday).**

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 (NRIC);
  - (ii) CHANGE OF ADDRESS CARD (RESIT PENUKARAN KAD PENGENALAN JPN1/22); 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 MCD, IF ANY.

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

IN THE CASE OF A CORPORATE / INSTITUTIONAL APPLICANT, THE NAME AND THE CERTIFICATE OF INCORPORATION NUMBER OF THE APPLICANT MUST BE EXACTLY THE SAME AS THAT IN 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

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

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**16.3 Applications and Acceptances**

The Directors of LBB reserve the right to reject 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 FORM DOES NOT NECESSARILY MEAN THAT THE APPLICATION WILL BE SUCCESSFUL.**

**ALL APPLICATIONS MUST BE FOR 1,000 ORDINARY SHARES OR MULTIPLES THEREOF.**

In the event of an over-subscription, acceptance of applications may 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 ordinary shares of the Company. The final allocation of shares to any single applicant will be made to ensure that at least 25% of the issued and paid-up share capital of the Company is in the hands of a minimum of 500 public shareholders holding not less than 1,000 shares each. Applications will be selected in a manner to be determined by the Directors of LBB. However, in the event that the above requirement is not met pursuant to this Public Issue, the Company may not be allowed to proceed with its listing plan.

In the event of an under-subscription by the Malaysian public, all the Public Issue Shares not applied for will be made available for subscription proportionately by the underwriters. Any shares not subscribed by the eligible employees of the Company will be made available for application by the Malaysian public.

WHERE AN APPLICATION IS NOT ACCEPTED OR ACCEPTED IN PART ONLY, THE FULL AMOUNT OR THE BALANCE OF THE APPLICATION MONIES AS THE CASE MAY BE, WILL BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED TO THE APPLICANT WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF THE FINAL ALLOTMENT OF THE APPLICATION LISTS BY ORDINARY POST OR REGISTERED POST RESPECTIVELY AT THE ADDRESS SHOWN ON THE APPLICATION FORM AT THE APPLICANT'S OWN RISK.

MIDFCCS RESERVES THE RIGHT TO BANK IN ALL APPLICATION MONIES FROM UNSUCCESSFUL BUMIPUTERA APPLICANTS AND FROM PARTIALLY SUCCESSFUL BUMIPUTERA APPLICANTS WHICH WOULD SUBSEQUENTLY BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED TO THE APPLICANT WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF THE FINAL ALLOTMENT 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 Account**

Pursuant to Section 29 of the Securities Industry (Central Depositories) Act 1991, all dealings in these shares will be by book entry through CDS accounts. No share certificates will be issued to the successful applicants.

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

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In the case of an application by way of an Application Form, applicant should state his CDS account number in the space provided in the Application Form if he presently has such account. Where an applicant does not presently have a CDS account, he should state in the Application Form his preferred ADA Code. A list of the ADA Codes is given in Section 16.10. 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 the preferred ADA Code, the Company may, in the exercise of its absolute discretion, instruct MIDFCCS to insert a preferred ADA Code on the Application Form and further instruct MCD to open a CDS account on his behalf at the specified ADA and credit the shares allotted to him into his CDS account.

In the case of an application by way of Electronic Share Application, only applicant who has a CDS account can make an Electronic Share Application and he shall furnish his CDS account number to the Participating Financial Institutions 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 and inaccurate applications. Applications may also be rejected if the applicants' particulars provided in their Application Forms, or in the case of Electronic Share Applications, if the records of the Participating Financial Institutions at the time of making the Electronic Share Application differ from those in MCD's records, such as the identity card numbers, names and nationalities.

### 16.5 Notices of Allotment

Shares allotted to all successful applicants will be credited to their respective CDS accounts. Notices of successful allotment will be despatched by ordinary post to the successful applicants to their addresses shown in the Application Form at the applicant's own risk within thirty (30) days after the final allotment of the application. This is the only acknowledgement of acceptance of the application.

### 16.6 Formalising Of CDS Account

Successful applicants whose CDS accounts have been opened by MCD at their preferred ADA or the ADA caused to be inserted by MIDFCCS at the instruction of the Company in case where the successful applicant fails to state either his/her CDS account number or preferred ADA Code, are required to formally open their accounts in person by submitting to the ADA the necessary documents and the account opening fee. No transaction of shares credited to the CDS account can be effected until the account has been formally opened.

### 16.7 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 Issue Shares and Placement 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.

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

2. EACH COMPLETED APPLICATION FORM MUST BE ACCOMPANIED BY REMITTANCE FOR THE FULL AMOUNT IN RINGGIT MALAYSIA BY EITHER:

- (i) 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
- (ii) MONEY ORDER (FOR APPLICANTS FROM SABAH AND SARAWAK ONLY); OR
- (iii) GUARANTEED GIRO ORDER ("GGO") FROM BANK SIMPANAN NASIONAL MALAYSIA (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
- (iv) ATM STATEMENT OBTAINED ONLY FROM ANY OF THE FOLLOWING:
  - ALLIANCE BANK BERHAD (88103-W)(formerly known as Multi-Purpose Bank Berhad);
  - ARAB-MALAYSIAN BANK BERHAD (295576-U);
  - ARAB-MALAYSIAN FINANCE BERHAD (5493-X);
  - AFFIN-ACF FINANCE BERHAD (6521-U);
  - BUMIPUTRA-COMMERCE BANK BERHAD (13491-P) (formerly known as Bank of Commerce (M) Berhad);
  - BANK UTAMA (MALAYSIA) BERHAD (27714-A);
  - EON BANK BERHAD (92351-V);
  - EON FINANCE BERHAD (9296-K);
  - HONG LEONG BANK BERHAD (97141-X);
  - HONG LEONG FINANCE BERHAD (7797-V);
  - MALAYAN BANKING BERHAD (3813-K);
  - MAYBAN FINANCE BERHAD (3905-T);
  - MBf FINANCE BERHAD (8515-D);
  - PUBLIC BANK BERHAD (6463-H);
  - PUBLIC FINANCE BERHAD (6471-U);
  - RHB BANK BERHAD (6171-M);
  - SOUTHERN BANK BERHAD (5303-W) (ex-Ban Hin Lee Bank Berhad); OR
  - SOUTHERN FINANCE BERHAD (3838-T) (formerly known as United Merchant Finance Berhad).

AND MUST BE MADE OUT IN FAVOUR OF "MIDF SHARE ISSUE ACCOUNT NO. 517" 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 PAYMENTS OTHER THAN THOSE STATED ABOVE OR WITH EXCESS OR INSUFFICIENT REMITTANCES OR INCORPORATED BANKER'S DRAFT/CASHIER'S ORDER/MONEY ORDER/GGO/ATM STATEMENTS WILL NOT BE ACCEPTED. DETAILS OF THE REMITTANCE MUST BE COMPLETED IN THE APPROPRIATE BOXES PROVIDED IN THE APPLICATION FORM.

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.

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

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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 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 MIDFCCS 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 therefore. 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 allotment of the Application Lists by registered post at the address shown on the Application Form at the applicant's own risk.
9. MIDFCCS reserves the rights 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 MIDFCCS.

**16.8 Terms and Conditions for Electronic Share Applications**

The procedures for Electronic Share Applications at ATMs of Participating Financial Institutions are set out on the ATM screens of the relevant Participating Financial Institutions. 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 16.9 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.



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

The applicant must have an existing account with, and be an ATM cardholder of, one of the Participating Financial Institutions before he can make an Electronic Share Application at an ATM of the Participating Financial Institution. An ATM card issued by one of the Participating Financial Institutions cannot be used to apply for shares at an ATM belonging to other Participating Financial Institutions. Upon the completion of his Electronic Share Application transaction, the applicant will receive a computer-generated transaction slip ("**Transaction Record**"), confirming the details of his Electronic Share Application. The Transaction Record is only a record of the completed transaction at the ATM and not a record of the receipt of the Electronic Share Application or any data relating to such an Electronic Share Application by 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 offer for the application for the Issue Share on 4 January 2002 at 8.00 p.m. ("**Closing Date and Time**"), the Participating Financial Institution shall submit a magnetic tape containing its respective customers' applications for the Issue Shares to MIDFCCS as soon as practicable but not later than 12.00 p.m. of the 2<sup>nd</sup> 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 ISSUES 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 above terms and conditions as well as the terms and conditions appearing below:-

- (a) The Electronic Share Application shall be made in relation with and subject to the terms of this Prospectus and the Memorandum and Articles of Association of the Company.
- (b) The applicant is required to confirm the following statements (by depressing pre-designated keys or buttons on the ATM keyboard) and undertake that the following information given is true and correct:-
  - I have attained 18 years of age as at the closing date of the share application.
  - I am a Malaysian citizen residing in Malaysia.
  - I have read the relevant Prospectus and understood and agreed with the terms and conditions of the application.
  - This is the only application that I am submitting.
  - 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 MIDFCCS and other relevant authorities.

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

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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 Institutions. 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 MIDFCCS, 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 Institutions 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 decide to allot or allocate any lesser number of such shares or not to allot or allocate any shares to the applicants, the applicant agrees to accept any such decision as final. If the applicant's Electronic Share Application is successful, his confirmation (by his action of pressing the designated key on the ATM) of the number of shares applied for shall signify, and shall be treated as, his acceptance of the number of shares that may be allotted or allocated to him and to be bound by the Memorandum and Articles of Association of the Company.
- (f) The Company reserves the right not to accept any Electronic Share Application or accept any Electronic Share Application in part only without assigning any reason therefore. 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 Institutions 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 MIDFCCS. MIDFCCS shall inform the Participating Financial Institutions of the non-successful or partially successful applications within two (2) Market Days after the balloting date. The applicants may check their accounts on the fifth (5<sup>th</sup>) Market Day from the balloting day.

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

Where an Electronic Share Application is accepted in part only, the relevant Participating Financial Institution will credit the balance of the application monies without interest into the applicant's account with the Participating Financial Institution within two (2) Market Days after the receipt of confirmation from MIDFCCS. 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 MIDFCCS by way of cheques issued by MIDFCCS. The cheques will be issued to the applicants not later than twenty-one (21) days from the day of the final allotment 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 allocated to the applicant into the CDS account of the applicant; and
  - (ii) to issue share certificate(s) representing such share allocated in the name of MCD Nominees Sdn Bhd and sends 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, MIDFCCS or the Participating Financial Institution, irrevocably agrees that if:-
- (i) the Company or MIDFCCS does not receive the applicant's Electronic Share Application; and
  - (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 MIDFCCS,
- the applicant shall be deemed not to have made an Electronic Share Application and the applicant shall not claim whatsoever against the Company, MIDFCCS or the Participating Financial Institution for the shares applied for or for any compensation, loss or damage.
- (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, MIDFCCS and 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 relevant Participating Financial Institutions 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 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 Institution at their respective ATMs, his Electronic Share Application is irrevocable;

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

- (ii) The Company, the Participating Financial Institutions, MCD and MIDFCCS 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 for 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 allocation 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 allocated to the applicant; and
  - (v) The Company agrees that in relation to any legal action or proceedings arising out of or in relation with the contract between the parties and/or the Electronic Share Scheme and/or any terms herein, all rights, obligations and liabilities shall be construed and determined in accordance with the laws of Malaysia and with all directives, rules, regulations and notices from regulatory bodies and that the Company irrevocably submit 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 MIDFCCS within fourteen (14) days of the date of the notice issued to him 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 rights to reject applications, which do not conform to these instructions.
- (o) Electronic Share Applications may be made through an ATM of the following Participating Financial Institutions and their branches: -
- ARAB-MALAYSIAN BANK BERHAD (295576-U);
  - ARAB-MALAYSIAN FINANCE BERHAD (5493-X);
  - BUMIPUTRA COMMERCE BANK BERHAD (13491-P)(at selected branches in Klang Valley only);
  - EON BANK BERHAD (92351-V)(at selected branches only );
  - HSBC BANK MALAYSIA BERHAD (127776-V)(formerly known as Hongkong Bank Malaysia Berhad);
  - MALAYAN BANKING BERHAD (3816-K);
  - MAYBAN FINANCE BERHAD (3905-T);
  - OCBC BANK (MALAYSIA) BERHAD (5493-X);
  - STANDARD CHARTERED BANK MALAYSIA BERHAD (115793-P)(at selected branches only).
- (p) A surcharge of RM2.50 per Electronic Share Application will be charged by the respective Participating Financial Institution.

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

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**16.9 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; and
- (c) Applicant is to apply for the Issue Shares via the ATM of the Participating Financial Institution by choosing the Electronic Share Application option. Mandatory statements required in the application are set out on Section 16.8 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 Account Number.
  - CDS account number.
  - Number of Shares applied for and/or the RM amount to be debited from the account.
  - Confirmation of several mandatory statements.

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

## 16.10 List of Authorised Depository Agents

The list of ADA (Broker) Codes is as follows:

Name	Address And Telephone Number	Broker Code	Name	Address And Telephone Number	Broker Code
<b>KUALA LUMPUR</b>			<b>KUALA LUMPUR (Cont'd)</b>		
ALLIED AVENUE ASSETS SECURITIES SDN BHD (682-X) (formerly known as MGI Securities Sdn Bhd)	Ground Floor and Level One, THB Satu, Jalan Damansara Endah, Damansara Heights, 50490 Kuala Lumpur Tel No.: 03-2551111	052-001	JUPITER SECURITIES SDN BHD (48703-W)	7th - 9th Floor Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel No. 03-20341888	055-001
ARAB-MALAYSIAN SECURITIES SDN BHD (92977-U)	15th Floor, Bangunan Arab-Malaysian 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel No. 03-20782788	086-001	K & N KENANGA BERHAD (15678-H)	801, 8th Floor, Kenanga International Jalan Sultan Ismail 50250 Kuala Lumpur Tel No. 03-21649080	073-001
AFFIN-UOB SECURITIES SDN BHD (431338-P)	Level 3, Menara Keck Seng 203, Jalan Bukit Bintang 55100 Kuala Lumpur Tel No. 03-21438668	028-001	KAF-SEAGROATT & CAMPBELL SECURITIES SDN BHD (134631-U)	30th Floor Menara Weld 76, Jalan Raja Chulan 50200 Kuala Lumpur Tel No.: 03-20201600	053-001
BBMB SECURITIES SDN BHD (164534-K)	Level 2, 3, 4 & 15 Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel No. 03-2019900	099-001	KUALA LUMPUR CITY SECURITIES SDN BHD (126994-W)	No. 8, Jalan Binjai, Off Jalan Ampang 50450 Kuala Lumpur Tel No. 03-21667922	076-001
BIMB SECURITIES SDN BHD (290163-X)	1st & 2nd Floor Podium Block, Bangunan AMDB No. 1 Jalan Lumut 50400 Kuala Lumpur Tel No. 03-40433533	024-001	LEONG & COMPANY SDN BHD (8789-P)	Level 18, Wisma Cyclecarri 288, Jalan Raja Laut 50350 Kuala Lumpur Tel No. 03-26928899	061-001
CIMB SECURITIES SDN BHD (163712-V)	9th Floor, Commerce Square Jalan Semantan Damansara Heights 50490 Kuala Lumpur Tel No. 03-2532288	065-001	MAYBAN SECURITIES SDN BHD (165630-M)	5th – 13th Floor, MaybanLife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel No. 03-22978888	098-001
FIMA SECURITIES SDN BHD (210959-K)	No. 45-14, Plaza Level & Level One, Block C Plaza Damansara Jalan Medan Setia 1, Damansara Heights, 50490 Kuala Lumpur Tel No. 03-2549966	018-001	MIDF SISMA SECURITIES SDN BHD (423833-U)	17th & 18th Floor Empire Tower 182, Jalan Tun Razak 50400 Kuala Lumpur Tel No.: 03-21668888	026-001
HLG SECURITIES SDN BHD (12855-D)	Level 1-7, No. 3, Wisma Kia Peng Jalan Kia Peng 50450 Kuala Lumpur Tel No.: 03-21681168	066-001	OSK SECURITIES BERHAD (14152-V)	10th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel No. 03-21624388	056-001
INTER-PACIFIC SECURITIES SDN BHD (12738-U)	Level 7, Menara Shahzan-Insas 30, Jalan Sultan Ismail 50250 Kuala Lumpur Tel No. 03-21441888	054-001	PB SECURITIES SDN BHD (20027-W)	27th Floor, Bangunan Public Bank No.6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No. 03-2013011	051-001

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

Name	Address And Telephone Number	Broker Code	Name	Address And Telephone Number	Broker Code
<b>KUALA LUMPUR (Cont'd)</b>			<b>SELANGOR DARUL EHSAN (Cont'd)</b>		
PM SECURITIES SDN BHD (66299-A)	Ground Floor & 1st Floor Mui Plaza Jalan P. Ramlee 50250 Kuala Lumpur Tel No. 03-21463000	064-001	MOHAIYANI SECURITIES SDN BHD (140238-A)	1st, 2nd & 3rd Floor Plaza Damansara Utama 2, Jalan SS21/60 Damansara Utama 47400 Petaling Jaya Selangor Darul Ehsan Tel No. 03-77297345	095-001
RASHID HUSSAIN SECURITIES SDN BHD (95060-A)	9th Floor, Tower One RHB Centre Jalan Tun Razak 50400 Kuala Lumpur Tel No. 03-9852233	087-001	SJ SECURITIES SDN BHD (141671-T)	Level 3, Holiday Villa 9, Jalan SS12/1, 47500 Subang Jaya Selangor Darul Ehsan Tel No. 03-56340202	096-001
SIME SECURITIES SDN BHD (165878-V)	21st Floor, Bangunan Sime Bank 4, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No. 03-22749288	097-001			
TA SECURITIES BERHAD (16029-V)	13th Floor, Menara TA One 22, Jalan P. Ramlee 50250 Kuala Lumpur Tel No. 03-20721277	074-001			
<b>SELANGOR DARUL EHSAN</b>			<b>MALACCA</b>		
AMSTEEL SECURITIES (M) SDN BHD (51253-A)	No. 1 <sup>st</sup> 4th Floor, Wisma Amsteel Securities No. 1, Lintang Pekan Baru, Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No. 03-33439999	080-001	MALACCA SECURITIES SDN BHD (16121-H)	No.1, 3 & 5, Jalan PPM 9, Plaza Pandan Malim Business Park Balai Panjang 75250 Melaka Tel No. 06-3371533	012-001
HWANG-DBS SECURITIES BERHAD (Shah Alam Branch Office) (14389-U)	16 th, 18th-20th Floor, Plaza Masalam 2, Jalan Tengku Ampuan Zabedah E9/E Section 9 40100 Shah Alam Selangor Darul Ehsan Tel No. 03-55133288	068-002	OSK SECURITIES BERHAD (Melaka Branch Office) (14152-V)	579, 580-581 A & B, Taman Melaka Raya 75000 Melaka Tel No. 06-2825211	056-003
JF APEX SECURITIES SDN BHD (47680-X)	Wisma Apex 145A-C & 2nd Floor 145D-F Jalan Bukit 43000 Kajang Selangor Darul Ehsan Tel No. 03-87361118	079-001	STRAITS SECURITIES SDN BHD (74070-T)	Lot 9 & 10, 1st Floor Bangunan Tabung Haji Jalan Bandar Kaba 75000 Melaka Tel No. 06-2833622	011-001
JF APEX SECURITIES SDN BHD (Petaling Jaya Branch Office) (47680-X)	Level 15 & 16, Menara Choy Fook On No.1B, Jalan Yong Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel No. 03-76201118	079-002			

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

Name	Address And Telephone Number	Broker Code	Name	Address And Telephone Number	Broker Code
<b>PULAU PINANG</b>			<b>PULAU PINANG (Cont'd)</b>		
A.A. ANTHONY & COMPANY SDN BHD (13622-K)	No 41-1-1 & 41-2-1 Jalan Cantonment 10250 Pulau Pinang Tel No. 04-2299318	014-001	UT SECURITIES SDN BHD (20710-W)	6th, 10th & 12th Floor, Bangunan Mayban Trust 3, Penang Street 10200 Pulau Pinang Tel No. 04-2626644	059-001
HWANG-DBS SECURITIES BERHAD (14389-U)	Level 2, 3, 4, 7 & 8 Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No. 04-2636996	068-001			
			<b>PERAK DARUL RIDZUAN</b>		
HWANG-DBS SECURITIES BERHAD (Bukit Mertajam Branch Office)(14389-U)	Ground, 1st&2nd Floor, 1620 & 1621, Jalan Permatang Batu, Taman Perindustri Permatang Batu 14000 Bukit Mertajam Pulau Pinang Tel No. 04-5372882	068-006	BOTLY SECURITIES SDN BHD (14948-M)	1st Floor, Plaza Teh Teng Seng 227, Jalan Kampar 30250 Ipoh Perak Darul Ridzuan Tel No. 05-2531313	058-001
MERCURY SECURITIES SDN BHD (113193-W)	Ground, 1st -3rd Floor, Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Seberang Prai Pulau Pinang Tel No. 04-3322123	093-001	HWANG-DBS SECURITIES BERHAD (Taiping Branch Office) (14389-U)	Tingkat Bawah Aras, 1,2 & 3 No. 21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel No. 05-8066688	068-003
OSK SECURITIES BERHAD (Pulau Pinang Branch Office)(14152-V)	64, Bishop Street and 20F & 20G, Penang Street 10200 Pulau Pinang Tel No. 04-2634222	056-004	KIN KHOON & COMPANY SDN BHD (17816-P)	A23-A29, Wisma Kota Emas Jalan Dato' Tahwil Azar 30300 Ipoh Perak Darul Ridzuan Tel No. 05-2543311	017-001
OSK SECURITIES BERHAD (Butterworth Branch Office) (14152-V)	Level 19, NB Tower 5050, Jalan Bagan Luar 12000 Butterworth Pulau Pinang Tel No. 04-3322299	056-005	MAYBAN SECURITIES SDN BHD (Ipoh Branch Office)(165630-M)	55, 57 & 63, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No. 05-2558233	098-002
SMITH ZAIN SECURITIES SDN BHD (13901-H)	7th & 8th Floor, Menara PSCI 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No. 04-2283355	016-001	M&A SECURITIES SDN BHD(15017-H)	M & A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel No. 05-2419800	057-001
SOON THEAM SECURITIES SDN BHD (14147-K)	No.111, Jalan Macalister 10400 Pulau Pinang Tel No. 04-2281868	060-001	OSK SECURITIES BERHAD (Ipoh Branch Office) (14152-V)	21-25, Jalan Seenivasagam 30450 Ipoh Perak Darul Ridzuan Tel No. 05-2415100	056-002
THONG & KAY HIAN SECURITIES SDN BHD (14592-P)	Level 5 & 6, Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No. 04-2635481	070-001	SBB SECURITIES SDN BHD (100518-M)	51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No. 05-2530888	090-001



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

Name	Address And Telephone Number	Broker Code	Name	Address And Telephone Number	Broker Code
<b>NEGERI SEMBILAN DARUL KHUSUS</b>			<b>JOHOR DARUL TAKZIM (Cont'd)</b>		
PAN MALAYSIA EQUITIES SDN BHD (228587-U)	9th & 10th Floor, Bangunan Yayasan Negeri Sembilan Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel No. 06-7633888	084-001	OSK SECURITIES BERHAD (Johor Bahru Branch Office)(14152-V)	Unit 27-01 to 08 Leve; 27 Menara Landmark No.12, Jalan Ngee Heng 80000 Johor Bahru Johor Darul Takzim Tel No. 07-2212233	056-006
PM SECURITIES SDN BHD (66299-A)	1st, 2nd & 3rd Floor, 19-21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No. 06-7623131	064-002	PENINSULA SECURITIES SDN BHD (57258-V)	Level 2, Menara Pelangi Jalan Kuning Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No. 07-3333600	077-001
<b>PAHANG DARUL MAKMUR</b>			<b>KEDAH DARUL AMAN</b>		
KUALA LUMPUR CITY SECURITIES SDN BHD (Kuantan Branch Office) (126994-W)	A-397, A-399 & A-401 Taman Sri Kuantan III Jalan Berserah 25300 Kuantan Pahang Darul Makmur Tel No. 09-5660800	076-002	KUALA LUMPUR CITY SECURITIES SDN BHD (Alor Setar Branch Office) (126994-W)	Lot T-30, 2nd Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel No. 04-7317088	076-004
<b>JOHOR DARUL TAKZIM</b>			<b>PERLIS INDRA KAYANGAN</b>		
ARAB- MALAYSIAN SECURITIES SDN BHD (92977-U)	3rd Floor, Penggaran Complex 1 Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No. 07-4342288	086-002	KUALA LUMPUR CITY SECURITIES SDN BHD (Kangar Branch Office) (126994-W)	2nd Floor, Podium Block, Bangunan KWSP 01000 Kangar Perlis Indra Kayangan Tel No. 04-9765200	076-003
ENG SECURITIES SDN BHD (53333-T)	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No. 07-2231211	081-001	<b>TERENGGANU DARUL IMAN</b>		
HWANG -DBS SECURITIES BERHAD (Johor Bahru Branch Office) (14389-U)	Poduim 2A & 3, Menara Ansar 65, Jalan Trus 80000 Johor Bahru Johor Darul Takzim Tel No. 07-2222692	068-004	FA SECURITIES SDN BHD (251711-V)	No. 51 & 51A, Ground, Mezzanine & 1st Floor, Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel No. 09-6238128	021-001
JB SECURITIES SDN BHD (17812-U)	Suite 8.2, Level 8, Menara Sarawak Enterprise 5, Jalan Bukit Meldum 80300 Johor Bahru Johor Darul Takzim Tel No. 07-3332000	078-001	PTB SECURITIES SDN BHD (425317-T)	1st, 2nd & 3rd Floor No. 61, Jalan Sultan Ismail, P. O. Box 151 Pejabat Pos Besar 20700 Kuala Terengganu Terengganu Darul Iman Tel No. 09-6235546	025-001
<b>KELANTAN DARUL NAIM</b>			<b>KELANTAN DARUL NAIM</b>		
KESTREL SECURITIES SDN BHD (97150-A)	No.57, 59 & 61 Jalan Ali 84000 Muar Johor Darul Takzim Tel No.: 06-9532222	088-001	KOTA BHARU SECURITIES SDN BHD (15629-M)	298 Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No. 09-7432288	075-001

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

<b>Name</b>	<b>Address And Telephone Number</b>	<b>Broker Code</b>	<b>Name</b>	<b>Address And Telephone Number</b>	<b>Broker Code</b>
<b>SABAH</b>			<b>SARAWAK</b>		
INNOSABAH SECURITIES BERHAD (194990-K)	11, Equity House Block K, Sadong Jaya Karamuning 88100 Kota Kinabalu Sabah Tel No. 087-234090	020-001	BORNEO SECURITIES SDN BHD (444043-M)	12 G, Jalan Kampung Datu 96000 Sibu Sarawak Tel No. 084-319998	030-001
<b>WILAYAH PERSEKUTUAN LABUAN</b>					
SHARETECH SECURITIES SDN BHD (239683-W) (formerly known as Labuan Securities Sdn Bhd)	Unit 7A, 7th Floor Financial Park Complex Jalan Merdeka 87000 Wilayah Persekutuan Labuan Tel No. 087-410622	022-001	HWANG_DBIS SECURITIED BERHAD (Kuching Branch Office) (14389-U)	Tingkat Bawah 1,2 & 3 Lot 328, Jalan Abell 93100 Kuching Sarawak Tel No. 082-236999	068-005
			SARAWAK SECURITIES SDN BHD (219322-W)	Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No. 082-338000	019-001
			SARAWAK SECURITIES SDN BHD (Miri Branch Office)(219322-W)	Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel No. 085-435577	019-002

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