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**16.0 ADDITIONAL INFORMATION**


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**16.1 Share Capital**

- (a) No shares will be allotted or issued on the basis of this Prospectus later than twelve (12) months after the date of the issue of this Prospectus.
- (b) There are no founder, management or deferred shares in the Company. As at the date of this Prospectus, there is only one class of shares in the Company, namely ordinary shares of RM1.00 each, all of which rank pari passu with one another.
- (c) Save for the 1,980,000 Public Issue Shares and 20,000 Offer Shares reserved for the Directors, eligible employees and persons who have contributed to the success of the YCB Group pursuant to this Prospectus, no other person has been or is entitled to be given an option to subscribe for any share, stock or debenture of the Company or its subsidiary companies.
- (d) Save as disclosed in this Prospectus, no share or debenture of the Company or its subsidiary companies have been issued or are proposed to be issued as partly or as fully paid-up in cash or otherwise than in cash within the two (2) years immediately preceding the date of this Prospectus.
- (e) Save for the 1,980,000 Public Issue Shares and 20,000 Offer Shares reserved for the Directors, eligible employees and persons who have contributed to the success of the YCB Group pursuant to this Prospectus, there is currently no scheme involving the employee in the share capital of the Company or any of its subsidiary companies.
- (f) As at the date of this Prospectus, none of the share capital of the Company or any of its subsidiary companies is under any option or agreed conditionally or unconditionally to be put under any option.

**16.2 Articles of Association****(a) Transfer of Securities**

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

**Article 42**

Subject to these Articles, the Act, the Central Depositories Act and the Rules (with respect to transfer of deposited security), shares in the Company which have been deposited with the Central Depository shall be transferable but every transfer shall be by way of book entry by the Central Depository in accordance with the Rules of the Central Depository and, notwithstanding sections 103 and 104 of the Act, but subject to sub-section 107C(2) of the Act and any exemption that may be made from the compliance with sub-section 107C(1) of the Act, the Company shall be precluded from registering and effecting any transfer of the listed securities.

**Article 43**

The transfer of any listed securities or class of listed securities of the Company shall be effected in accordance with the Act, the Central Depositories Act and the Rules and for such deposited securities, these Articles shall not be applicable to the extent that they are inconsistent with the relevant provisions of the Act, the Central Depositories Act and the Rules. Subject to the Act, the Central Depositories Act and the Rules and these Articles, any member may transfer all or any of his securities in such manner or form as may from time to time be approved by the Exchange.

**Article 44**

The Central Depository may in its absolute discretion refuse to register any transfer that does not comply with the Central Depositories Act and the Rules.

**Article 45**

The Company may at the Directors' discretion require the Central Depository to suspend the registration of transfer 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 calendar year. At least twelve (12) Market Days' notice of such closure shall be given to the Exchange stating the period and the purpose of such closure. In this respect, the Company shall give notice in accordance with the Rules to the Central Depository to enable the Central Depository to prepare the appropriate Records of Depositors.

**Article 46**

There shall be no restriction on the transfer of fully paid securities except where required by law.

**Article 48**

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

**Article 49**

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

**(b) Remuneration of Directors**

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

**Article 116**

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

**Article 117**

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

**Article 118**

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

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

**16.0 ADDITIONAL INFORMATION**

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

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

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

**Article 130**

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

**Article 131**

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 152**

When two (2) Directors form a quorum, the Chairman of a meeting at which only such a quorum is present, or at which only two (2) Directors are competent to vote on the question at issue, shall not have a casting vote.

**Article 156**

Except as otherwise provided by these Articles, a Director shall not vote at a meeting of Directors or of a committee of Directors on any resolution concerning any contract, proposed contract, arrangement or other matter in which he has, directly or indirectly, a personal interest or duty which is material and which conflicts or may conflict with the interests of the Company unless his interest or duty arises only because the case falls within one or more of the following paragraphs:-

- (1) any arrangement for giving him any security or indemnity in respect of money lent by him or obligations undertaken by him for the benefit of the Company or any of its Subsidiaries;
- (2) 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 or any of its Subsidiaries for which he has assumed responsibility in whole or in part under a guarantee or indemnity or by the giving of a security.

A Director shall not be counted in the quorum present at a meeting in relation to a resolution on which he is not entitled to vote.

**16.0 ADDITIONAL INFORMATION**

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**Article 158**

If a question arises at a meeting of Directors or of a committee of Directors as to the right of a Director to vote, the question may, before the conclusion of the meeting, be referred to the Chairman of the meeting and his ruling in relation to any Director other than himself shall be final and conclusive.

**(d) Changes in Capital and Variation of Class Rights**

The provision in the Articles of the Company as to changes in capital and variation of class rights, which are no less stringent than those requested by law are as follows:-

**Article 11**

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

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

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

**Article 12**

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

**Article 67**

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

**Article 71**

The Company may by ordinary resolution:-

- (1) consolidate and divide all or any of its share capital into shares of larger amount;
- (2) (subject to Section 62(1) of the Act) subdivide its existing shares or any of them into shares of smaller amount;
- (3) cancel any shares which at the date of the passing of the resolution have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled.

**Article 74**

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

16.0 **ADDITIONAL INFORMATION**

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**Article 75**

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

**16.3 Directors and Substantial Shareholders**

1. The names, addresses and occupations of the Directors of YCB are set out under "Corporate Information" of this Prospectus.
2. A Director is not required to hold any qualification share in the Company or its subsidiary companies unless otherwise so fixed by the Company in general meeting.
3. No Director, Senior Executive Officer, key management team or person nominated to become a Director, Senior Executive Officer or key management team is or was involved in the following events (whether in or outside Malaysia):-
  - (a) a petition under any bankruptcy laws or insolvency (and not struck out) filed against such person or any partnership in which he was a partner or any corporation of which he was a Director, Senior Executive Officer, key management team or person nominated to become a Director, Senior Executive Officer or key management team;
  - (b) a conviction in a criminal proceeding or is a named subject of a pending criminal proceeding; or
  - (c) that subject of any order, judgement or ruling of any court, tribunal or governmental 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.
4. None of the Directors or key management team has any existing or proposed service contracts with the Company or its subsidiary companies, excluding contracts expiring or which are determinable by the employing company without payment or compensation (other than statutory compensation) within one (1) year.
5. The aggregate fees, remuneration and emoluments paid to the Directors for services in all capacities to the Company or its subsidiary companies for the financial year ended 31 October 2001 amounted to RM371,168. For the current financial year ending 31 October 2002, the aggregate fees, remuneration and emoluments payable to the Directors for services in all capacities to the Company or its subsidiary companies is estimated to be RM631,000.

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## 16.0 ADDITIONAL INFORMATION

6. Save as disclosed below, none of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in the promotion of or in any assets acquired or proposed to be acquired or assets disposed of or proposed to be disposed of by or leased or proposed to be leased to the Company or its subsidiary companies within the two (2) years immediately preceding the date of this Prospectus:-

	Nature of Interest	Name of Interested Party	Nature of Relationship
(i)	Acquisition of YJI.	(a) PESB	By virtue of PESB being the substantial shareholder of YJI
		(b) Chin Kok On	Director and substantial shareholder of YJI and PESB respectively
		(c) Chin Poh On	Director and substantial shareholder of YJI and PESB respectively
		(d) Wan Mohd. Ismail Bin Mahmud	Director of YJI
(ii)	YJI had on 20 October 2000 sold to Chin Kok On and Chin Poh On 162,500 shares representing 62.50% equity interest in Chee Hong Development Sdn Bhd for the cash consideration of RM485,133.	(a) Chin Kok On	Director and substantial shareholder of YJI.
		(b) Chin Poh On	Director and substantial shareholder of YJI.
(iii)	YJI had on 20 October 2000 sold to Chin Kok On and Chin Poh On 49,999 shares representing 99.99% equity interest in Jaya Metric Builders Sdn Bhd for the cash consideration of RM7,761.	(a) Chin Kok On	Director and substantial shareholder of YJI.
		(b) Chin Poh On	Director and substantial shareholder of YJI.
(iv)	YJI had on 20 October 2000 sold to Chin Kok On and Chin Poh On the entire issued and paid-up capital of Jaya Metric Sdn Bhd for the cash consideration of RM403,096.	(a) Chin Kok On	Director and substantial shareholder of YJI.
		(b) Chin Poh On	Director and substantial shareholder of YJI.
(v)	YJI had on 1 May 2001 entered into a Tenancy Agreement with Chin Kok On to rent a premise for a duration of one (1) year commencing on 1 May 2001 to 30 April 2002 for a monthly rental of RM2,500.	Chin Kok On	Director of YCB and YJI and substantial shareholder of YCB.
(vi)	YJI had on 22 March 2002 disposed of a motor vehicle to Ms Chin Kim Gan for a cash consideration of RM16,000.	Chin Kim Gan	Director and substantial shareholder of PESB.

7. None of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in any business and corporations, either quoted or unquoted on a recognised stock exchange carrying on a similar trade as the Company or its subsidiary companies.

8. None of the Directors or substantial shareholders of the Company has any interest, direct or indirect, in any contract, agreement or arrangement which is significant in relation to the business and financial position of the Company or its subsidiary companies as at the date of this Prospectus.

## 16.0 ADDITIONAL INFORMATION

9. Based on the Register of Substantial Shareholders as at 16 April 2002 (being the latest practicable date prior to the registration of this Prospectus), the direct and indirect interests of the substantial shareholders (with not less than 5% shareholding) in the issued and paid-up share capital of the Company before and after the Public Issue and Offer for Sale respectively are as follows:-

Shareholder	Before				After			
	<-----Public Issue and Offer for Sale----->		<-----Public Issue and Offer for Sale----->		<-----Public Issue and Offer for Sale----->		<-----Public Issue and Offer for Sale----->	
	<-----Direct----->	<-----Indirect----->	<-----Direct----->	<-----Indirect----->	<-----Direct----->	<-----Indirect----->	<-----Direct----->	<-----Indirect----->
	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%
PESB	17,000,000	50.00	-	-	15,660,000	39.15	-	-
Chin Kok On	4,500,000	13.24	17,000,000*	50.00	3,160,000	7.90	15,660,000*	39.15
Chin Poh On	4,500,000	13.24	17,000,000*	50.00	3,160,000	7.90	15,660,000*	39.15
Wan Mohd. Ismail Bin Wan Hussain	6,040,000	17.76	-	-	6,040,000	15.10	-	-

Note:

- \* Deemed interest by virtue of them holding more than 15.00% in PESB pursuant to Section 6A of the Companies Act, 1965.

10. Based on the Register of Directors' Shareholdings of YCB as at 16 April 2002 (being the latest practicable date prior to the registration of this Prospectus), the direct and indirect interests of the Directors in the issued and paid-up share capital of the Company before and after the Public Issue and Offer for Sale respectively are set out below:-

Director	Before				After			
	<-----Public Issue and Offer for Sale----->		<-----Public Issue and Offer for Sale----->		<-----Public Issue and Offer for Sale----->		<-----Public Issue and Offer for Sale----->	
	<-----Direct----->	<-----Indirect----->	<-----Direct----->	<-----Indirect----->	<-----Direct----->	<-----Indirect----->	<-----Direct----->	<-----Indirect----->
	Number of Shares	%	Number of Shares	%	Number of Shares	%	Number of Shares	%
Dato' Noor Ahmad Mokhtar Bin Haniff	-	-	-	-	10,000#	0.03	-	-
Chin Kok On	4,500,000	13.24	17,000,000*	50.00	3,160,000	7.90	15,660,000*	39.15
Chin Poh On	4,500,000	13.24	17,000,000*	50.00	3,160,000	7.90	15,660,000*	39.15
Lai Kwang Hooi @ Lai Bah Eng	-	-	-	-	10,000#	0.03	-	-

Notes :

- \* Deemed interest by virtue of them holding more than 15.00% in PESB pursuant to Section 6A of the Companies Act, 1965.

# Based on their respective entitlement pursuant to the allocation of Public Issue Shares and Offer Shares to eligible Directors and employees of the YCB Group.

11. No option to subscribe for securities of the Company or its subsidiary companies was granted to or exercised by any Director during the last financial year.

## 16.4 General Information

- The nature of the Company's business and the names of all the corporations which are deemed to be related to the Company by virtue of Section 6 of the Companies Act, 1965 are disclosed in Section 4.0 of this Prospectus. Other than mentioned in this Section of the Prospectus, there is no corporation deemed related to the Company by virtue of Section 6 of the Companies Act, 1965.
- The date and time of the opening and closing of the Application Lists for the Public Issue and Offer for Sale is set out in Sections 2.1 and 19.1 of this Prospectus.

**16.0 ADDITIONAL INFORMATION**

3. The amount payable in full on application or acceptance in respect of the Public Issue Shares/Offer Shares is RM1.80 per share.
4. As at the date of this Prospectus, the Company and its subsidiary companies do not have any outstanding convertible debt securities.
5. The expenses and commission payable by the Company and/or Offerors are as follows:-
  - (a) Save as disclosed in Section 2.8 of this Prospectus, there is no amount paid or granted within the two (2) years immediately preceding the date of this Prospectus or is payable by the Company or its subsidiary companies as commission, discount, brokerage or other special terms for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any shares in or debentures of the Company or its subsidiary companies and no Director or proposed Director or promoter or expert is or are entitled to receive any such payment.
  - (b) Save as disclosed in this Prospectus, no commission, discount, brokerage or other special terms have been granted within 2 years immediately preceding the date of this Prospectus in connection with the sale or issue of any capital of the Company or its subsidiary companies.
6. Expenses incidental to the listing of and quotation for the entire issued and paid-up share capital of the Company on the Second Board of the KLSE amounting to approximately RM1,350,000 shall be borne by the Company. The Offerors shall bear brokerage, underwriting commission, stamp duty, registration and transfer fees relating to the Offer Shares amounting to approximately RM150,000.
7. Save for Directors' fees, emoluments and benefits paid to promoters as Directors and dividends paid to promoters as shareholders, no amount or benefit has been paid or given within the two (2) years immediately preceding the date hereof, nor is it intended to be so paid or given, to any promoter.
8. The name and address of the Auditors are set out in the "Corporate Information" page of this Prospectus.
9. Save for YHK, the Company and its subsidiary companies have not established a place of business outside Malaysia.
10. Save as disclosed in this Prospectus, no property has been acquired or is proposed to be acquired by the Company or its subsidiary companies in contemplation of the Public Issue and Offer for Sale.
11. Save as disclosed in this Prospectus, 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 as at the date of this Prospectus.
12. Save for certain Public Issue Shares and Offer Shares reserved for the Directors, eligible employees, and persons who have contributed to the success of the YCB Group pursuant to this Prospectus, there are at present no other schemes for or involving the staff in the share capital of the Company or its subsidiary companies as at the date of this Prospectus.
13. The manner in which copies of this Prospectus together with the official Application Forms and envelopes may be obtained is set out in Section 19.2 of this Prospectus.



**16.0 ADDITIONAL INFORMATION**

14. Information in respect of the Offerors is as follows:-

<b>Offerors</b>	<b>Address/ Registered Office</b>	<b>Occupation/ Principal Activity</b>	<b>Nationality/ Incorporated</b>
PESB	Suite 2-1, 2nd Floor, Menara Penang Garden 42A, Jalan Sultan Ahmad Shah 10050 Penang	Investment holding	Malaysia
Chin Kok On	41, Kampung Malabar 10000 Penang	Managing Director	Malaysian
Chin Poh On	41, Kampung Malabar 10000 Penang	Executive Director	Malaysian

15. Save as disclosed in this Prospectus, the financial conditions and operations of the Company and its subsidiary companies are not affected by any of the following:-

- (a) known trends or known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's or the Group's liquidity increasing or decreasing in any material way;
- (b) material commitments for capital expenditure;
- (c) unusual or infrequent events or transactions or any significant economic changes that have materially affected the amount of reported income from the operations of the Company or the Group; and
- (d) known events, circumstances, trends, uncertainties or commitments that are reasonably likely to make the historical financial statements not indicative of future financial performance and position or that the Company and/or the Group reasonably expects will have material favourable or unfavourable impact on the revenue or operating income of the company or the Group.

16. Save as disclosed in this Prospectus, the Directors of the Company and its subsidiary companies are not aware of any material information including trade factors or risks which are unlikely to be known or anticipated by the general public and which could materially affect the profits of the Company and its subsidiary companies.

**16.5 Material Contracts**

Save as disclosed below, the Company and its subsidiary companies have not entered into any contracts which are or may be material (not being contracts entered into in the ordinary course of business of the Group) during the two (2) years immediately preceding the date of this Prospectus.

- (a) Sale and Purchase Agreement dated 20 October 2000 made between YJI ("the Vendor") of the one part and Chin Kok On and Chin Poh On ("the Purchasers") of the other part whereby the Vendor sold and the Purchasers purchased 162,500 shares representing 62.50% equity interest Chee Hong Development Sdn Bhd for the cash consideration of RM485,133;
- (b) Sale and Purchase Agreement dated 20 October 2000 made between YJI ("the Vendor") of the one part and Chin Kok On and Chin Poh On ("the Purchasers") of the other part whereby the Vendor sold and the Purchasers purchased 49,999 shares representing 99.99% equity interest in Jaya Metric Builders Sdn Bhd for the cash consideration of RM7,761;

## 16.0 ADDITIONAL INFORMATION

- (c) Sale and Purchase Agreement dated 20 October 2000 made between YJI ("the Vendor") of the one part and Chin Kok On and Chin Poh On ("the Purchasers") of the other part whereby the Vendor sold and the Purchasers purchased the entire issued and paid-up capital of Jaya Metric Sdn Bhd for the cash consideration of RM403,096;
- (d) Conditional Sale and Purchase Agreement dated 12 December 2000 made between all the shareholders of YJI of the one part and YCB of the other part wherein all the shareholders of YJI have agreed to sell to YCB and YCB have agreed to acquire the entire issued and paid-up share capital of YJI for the total price of RM22,398,620, the consideration being the allotment of a total of 19,816,927 shares in YCB to the shareholders of YJI;
- (e) Conditional Sale and Purchase Agreement dated 12 December 2000 made between all the shareholders of YG of the one part and YCB of the other part wherein all the shareholders of YG have agreed to sell to YCB and YCB have agreed to acquired the entire issued and paid-up share capital of YG for the total price of RM2.00 payable by cash to the shareholders of YG;
- (f) Conditional Sale and Purchase Agreement dated 12 December 2000 made between all the shareholders of YHK of the one part and YCB of the other part wherein all the shareholders of YHK have agreed to sell to YCB and YCB have agreed to acquired the entire issued and paid-up share capital of YHK for the total price of RM1.00 payable by cash to the shareholders of YHK;
- (g) Tenancy Agreement dated 1 May 2001 made between YJI and Chin Kok On on the premise known as 1C, Vermont Road, 11460 Penang for a duration of one (1) year commencing on 1 May 2001 to 30 April 2002 for a monthly rental of RM2,500.00.
- (h) Tenancy Agreement dated 24 September 2001 made between YJI and Lau Choon Snuar on the premise known as No. 122-4-1, Penang Gold and Jewellery Exchange Centre, Jalan Sungai, 10150 Penang for a duration of one (1) year commencing on 1 October 2001 and expiring on 30 September 2002 for a monthly rental of RM2,750.00;
- (i) Sale and Purchase Agreement dated 18 October 2001 entered into between Archlaw Development Sdn Bhd and YJI with Sabna Corporation Sdn Bhd for the purchase of a double storey semi-detached house situated on land distinguished as Plot No. 30 held under Mukim Grant (1st Grade) Registration No. GM 65, 66 712 and 715, Lots No. 816, 824, 1518 and 1521, Mukim 12 of South West District, Jalan Permatang Damar Laut, Penang in area measuring approximately 13.491 acres at a cash purchase price of RM402,000.00;
- (j) Sale and Purchase Agreement dated 18 October 2001 entered into between Archlaw Development Sdn Bhd and YJI with Sabna Corporation Sdn Bhd for the purchase of a double storey semi-detached house situated on land distinguished as Plot No. 32 held under Mukim Grant (1st Grade) Registration No. GM 65, 66 712 and 715, Lots No. 816, 824, 1518 and 1521, Mukim 12 of South West District, Jalan Permatang Damar Laut, Penang in area measuring approximately 13.491 acres at a cash purchase price of RM418,000.00;
- (k) Sale and Purchase Agreement dated 18 October 2001 entered into between Archlaw Development Sdn Bhd and YJI with Sabna Corporation Sdn Bhd for the purchase of a double storey semi-detached house situated on land distinguished as Plot No. 44 held under Mukim Grant (1st Grade) Registration No. GM 65, 66 712 and 715, Lots No. 816, 824, 1518 and 1521, Mukim 12 of South West District, Jalan Permatang Damar Laut, Penang in area measuring approximately 13.491 acres at a cash purchase price of RM508,000.00;
- (l) Sale and Purchase Agreement dated 18 October 2001 entered into between Archlaw Development Sdn Bhd and YJI with Sabna Corporation Sdn Bhd for the purchase of a double storey semi-detached house situated on land distinguished as Plot No. 38 held under Mukim Grant (1st Grade) Registration No. GM 65, 66 712 and 715, Lots No. 816, 824, 1518 and 1521, Mukim 12 of South West District, Jalan Permatang Damar Laut, Penang in area measuring approximately 13.491 acres at a cash purchase price of RM376,000.00;

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- (m) Sale and Purchase Agreement dated 18 October 2001 entered into between Archlaw Development Sdn Bhd and YJI with Sabna Corporation Sdn Bhd for the purchase of a double storey semi-detached house situated on land distinguished as Plot No. 39 held under Mukim Grant (1st Grade) Registration No. GM 65, 66 712 and 715, Lots No. 816, 824, 1518 and 1521, Mukim 12 of South West District, Jalan Permatang Damar Laut, Penang in area measuring approximately 13.491 acres at a cash purchase price of RM406,000.00;
- (n) Supplemental Conditional Sale and Purchase Agreement dated 10 December 2001 made between all the shareholders of YJI of the one part and YCB of the other part wherein all the shareholders of YJI and YCB have agreed to vary the Condition Precedent Date as stated in the Agreement as mention in (d) above ("YJI Conditional Agreement") to 30 months from date of the YJI Conditional Agreement instead of 12 months from the date of the YJI Conditional Agreement;
- (o) Supplemental Conditional Sale and Purchase Agreement dated 10 December 2001 made between all the shareholders of YG of the one part and YCB of the other part wherein all the shareholders of YG and YCB have agreed to vary the Condition Precedent Date as stated in the Agreement as mention in (e) above ("YG Conditional Agreement") to 30 months from the date of the YG Conditional Agreement instead of 12 months from the date of the YG Conditional Agreement;
- (p) Supplemental Conditional Sale and Purchase Agreement dated 10 December 2001 made between all the shareholders of YHK of the one part YCB of the other part wherein all the shareholders of YHK and YCB have agreed to vary the Condition Precedent Date as stated in the Agreement as mentioned in (f) above ("YHK Conditional Agreement") to 30 months from the date of the YHK Conditional Agreement instead of 12 months from the date of the YHK Conditional Agreement;
- (q) Supplemental Conditional Sale and Purchase Agreement dated 28 February 2002 made between all the shareholders of YJI of the one part and YCB of the other part wherein all the shareholders of YJI and YCB have agreed to vary the amount of the New Allotment Shares as stated in the YJI Conditional Agreement to a total of 22,398,620 ordinary shares of RM1.00 each at the issue price of RM1.00 per share in the capital of YCB instead of a total of 19,816,927 ordinary share of RM1.00 each at the issue price of RM1.13 per share in the capital of YCB; and
- (r) An Underwriting Agreement dated 11 March 2002 between YCB and the Underwriters, MIMB and Mercury Securities Sdn Bhd for the underwriting of 4,020,000 Public Issue Shares and Offer Shares for an underwriting commission of 2.75% of the issue price of RM1.80 per share.

**16.6 Material Litigation**

Save as disclosed below, as at 16 April 2002 (being the latest practicable date prior to the registration of this Prospectus), the date of this Prospectus, neither YCB nor any of its subsidiary companies are engaged in any material litigation, either as plaintiff or defendant and the Directors of YCB are not aware of any proceedings pending or threatened against the Company and its subsidiary companies or of any facts likely to give rise to any proceedings which might materially or adversely affect the position or business of the YCB Group.

On 30 October 1997, YJI filed a suit against Malaysian Airline System Berhad ("Defendant") claiming a sum of USD99,172 plus interest for inter-alia, the failure by the Defendant to exercise proper and reasonable care in carrying out its duty to ensure that proper procedures and instructions by YJI are carried out before the Defendant released a shipment of gold jewellery to a customer.

The case is still pending and the case has been fixed for decision on 26 April 2002.

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16.0 **ADDITIONAL INFORMATION**

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16.7 **Public Take-Overs**

During the last financial year and current financial year, there were no:-

- (a) public take-over offers by third parties in respect of the Company's shares; or
- (b) public take-over offers by the Company in respect of other companies' shares.

16.8 **Responsibility Statements**

- (a) MIMB 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, Offer for Sale and the YCB Group, and has satisfied itself that the consolidated profit forecast for the financial year ending 31 October 2002 (for which the Directors of the YCB are solely responsible) has been stated by the Directors of YCB after due and careful enquiry.
- (b) This Prospectus has been seen and approved by the Directors of the YCB, and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other material facts, the omission of which would make any statement herein misleading.

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17.0 CONSENTS

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- (a) The written consents of the Adviser and Managing Underwriter, Underwriter, Solicitors, Principal Bankers, Share Registrar and Issuing House to the inclusion this Prospectus of their names in the form and context in which they appear have been given before the issue of this Prospectus and have not subsequently been withdrawn;
- (b) The written consent of the Auditors and Reporting Accountants to the inclusion in this Prospectus of their name, Accountant' Report and their letters relating to the consolidated profit forecast for the financial year ending 31 October 2002 and the proforma consolidated balance sheets of YCB as at 31 October 2001 in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn;
- (c) The written consent of the Valuers to the inclusion in this Prospectus of its name and letters relating to the valuation of the YCB Group's properties in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn;
- (d) The written consent of the Independent Expert Opinion Consultant to the inclusion in this Prospectus of its name and its Independent Expert Opinion Report in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn; and
- (e) The written consent of the World Gold Council to the inclusion in this Prospectus of the information found in the World Gold Council website or World Gold Council publications, in the manner and form in which they are contained in this Prospectus have been given before the issue of this Prospectus and have not subsequently withdrawn.

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**18.0 DOCUMENTS FOR INSPECTION**

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

- (a) Memorandum and Articles of Association of the Company and its subsidiary companies;
- (b) Reporting Accountants' Letters relating to the consolidated profit forecast for the financial year ending 31 October 2002 and proforma consolidated balance sheets as at 31 October 2001 as included herein;
- (c) Accountants' Report and Directors' Report as included herein;
- (d) Audited financial statements of YCB and its subsidiary companies as follows:-
  - (i) Audited financial statements of YCB for the period from 26 September 2000 (date of incorporation) to 31 October 2000 and for the financial year ended 31 October 2001;
  - (ii) Audited financial statements of YJI for the five (5) financial years ended 31 October 1997 to 2001;
  - (iii) Audited financial statements of YG for the period from 17 April 1997 (date of incorporation) to 31 October 1997 and for the four (4) financial years ended 31 October 1998 to 31 October 2001; and
  - (iv) Audited financial statements of YHK for the period from 1 July 1997 (date of commencement of business) to 31 October 1997 and for the four (4) financial years ended 31 October 1998 to 31 October 2001;
- (e) The material contract referred to in Section 16.5 of this Prospectus;
- (f) The writs on the material litigation referred to in Section 16.6 of this Prospectus;
- (g) The letters of consent referred to in Section 17.0 of this Prospectus;
- (h) The Valuation Certificates as included in Section 13.0 of this Prospectus together with the Valuation Report as referred to herein; and
- (i) Independent Expert Opinion Report as included in Section 14.0 of this Prospectus.

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

**19.1 Opening and Closing of Application Lists**

The Application Lists for the Public Issue and Offer Shares will open at 10.00 a.m. on 8 May 2002 and will remain open until 8.00 p.m. on the same day or such further period or periods as the Directors of YCB and/or the Offerors in their absolute discretion may decide.

**19.2 General Conditions for Application**

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

**(a) Bumiputera Investors Nominated by MITI**

Applications for the 4,000,000 Offer Shares reserved for Bumiputera investors and institutions approved by MITI must be made on the **White** Application Forms provided and **NOT** on any other Application Form or by way of Electronic Share Application through Participating Financial Institution's ATM.

**(b) Directors, Eligible Employees and Persons Who Have Contributed to the Success of the YCB Group**

Applications for the 1,980,000 Public Issue Shares and 20,000 Offer Shares reserved for the eligible Directors, employees and persons who have contributed to the success of the YCB Group must be made on the **Pink** Application Forms provided and **NOT** on any other Application Form or by way of Electronic Share Application through Participating Financial Institution's ATM.

**(c) Malaysian Investing Public**

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

Directors and employees of MIDFCCS and their immediate family are strictly prohibited from applying for the Public Issue Shares and Offer Shares.

Applications for the Public Issue Shares and Offer Shares must be made on the 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 Forms or by way of Electronic Share Applications through a Participating Financial Institution's ATM. In accordance with Section 41(2) of the Securities Commission Act, 1993 ("SCA"), the Application Forms together with the notes and instructions printed therein shall constitute an integral part of this Prospectus. Applications which do not **STRICTLY** conform to the terms of this Prospectus or Application Form or notes and instructions printed therein or which are illegible will not be accepted.

Only one (1) Application Form from each applicant will be considered and application must be for 1,000 shares or multiples thereof. **MULTIPLE APPLICATIONS WILL NOT BE ACCEPTED.** The amount payable in full on application is RM1.80 per share. Persons submitting applications by way of Application Forms may not submit applications by way of Electronic Share Application and vice versa. A corporation or institution cannot apply for shares by way of Electronic Share Application.

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

Copies of this Prospectus together with the White Application Forms and the official envelopes may be obtained, subject to availability from:-

Malaysian International Merchant Bankers Berhad  
21<sup>st</sup> Floor, Wisma Cyclecarri  
288, Jalan Raja Laut  
50350 Kuala Lumpur

or

Malaysian International Merchant Bankers Berhad  
4<sup>th</sup> Floor, Wisma Leader  
8, Jalan Larut  
10050 Penang

or from member companies of the KLSE, members of the Association of Banks in Malaysia, members of the Association of Merchant Banks in Malaysia or MIDFCCS.

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/HER 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 CORPORATION/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.

Each completed Application Form must be despatched by **ORDINARY POST** or **DELIVERED BY HAND** in the official envelopes provided so as to arrive **NOT LATER THAN 8.00 P.M. ON 8 MAY 2002** at the following address:-

**MIDF Consultancy & Corporate Services Sendirian Berhad**  
**195A, Jalan Tun Razak**  
**P.O. Box 11122**  
**50736 Kuala Lumpur**



**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

or **DELIVERED BY HAND** in the official envelopes provided to Malaysian Industrial Development Finance Berhad branch office at the following address during office hours (**8.30 A.M. TO 5.30 P.M. FROM MONDAY TO FRIDAY**):-

**Malaysian Industrial Development Finance Berhad  
4<sup>th</sup> Floor, Wisma Leader  
No. 8, Jalan Larut  
10050 Penang**

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

**19.3 Applications and Acceptances**

The Directors/Offerors of YCB reserve the right not to accept any application which does not strictly comply with the instructions or to accept any application in part only without assigning any reason therefor.

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

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

In the event of an over-subscription, acceptance of applications by the Malaysian public shall be subject to ballot to be conducted in a manner as approved by the Directors/Offerors of YCB. Due consideration will be given to the desirability of distributing the Public Issue Shares and Offer Shares and to a reasonable number of applicants with a view to broadening the shareholding base and establishing an adequate market in the trading of the shares of YCB. The final allocation of shares to any single applicant will be made to ensure that YCB complies with the SC's shareholding spread requirement that at least 25% of the issued and paid-up share capital of the Company is in the hands of public shareholders, with a minimum of 750 shareholders holding not less than 1,000 shares each upon completion of the Public Issue and Offer for Sale and at the point listing. Applicants will be selected in a manner to be determined by the Directors of YCB. However, in the event that the above requirement is not met pursuant to this Public Issue and Offer for Sale, the Company may not be allowed to proceed with its listing on the Second Board of the KLSE.

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

In the event of an under-subscription by the Malaysian public, all the Public Issue Shares and Offer Shares not applied for will be made available for subscription by the underwriters. Any shares not subscribed by Directors, eligible employees and persons who have contributed to the success of the YCB Group will be made available for application by the Malaysian investing public and will be underwritten by the Managing Underwriter.

**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 TO THE APPLICANT WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF THE FINAL BALLOT OF THE APPLICATION LISTS BY ORDINARY POST OR REGISTERED POST, RESPECTIVELY, TO 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 APPLICANTS. REFUND MONIES IN RESPECT OF UNSUCCESSFUL APPLICANTS WILL BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED TO THE APPLICANT WITHIN TWENTY-ONE (21) DAYS FROM THE DATE OF THE FINAL BALLOT OF THE APPLICATION LISTS BY REGISTERED POST TO THE ADDRESS SHOWN ON THE APPLICATION FORM AT THE APPLICANT'S OWN RISK.**

**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

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

**19.4 CDS Accounts**

Pursuant to Section 29 of the Securities Industry (Central Depositories) Act, 1991, all dealings in the shares in YCB including the Public Issue Shares and Offer Shares will be by book entries through CDS accounts. No share certificates will be issued to successful applicants.

In the case of an application by way of an Application Form, an applicant should state his/her CDS account number in the space provided on the Application Form if he/she presently has such an account. Where an applicant does not presently have a CDS account, he/she should state in the Application Form his/her preferred ADA Code in the space provided. A list of the ADA Codes is set out in Section 19.10. Where an applicant already has a CDS account, he/she **SHOULD NOT** complete the preferred ADA Code.

If a successful applicant fails to state either his/her CDS account number or his/her preferred ADA Code, the Company may, in the exercise of its absolute discretion, instruct the Issuing House to insert a preferred ADA Code on the Application Form and further instruct MCD to open a CDS account on his/her behalf at the specified ADA and credit the shares allotted to him/her into his/her CDS account.

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

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

**19.5 Notice of Allotment**

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

**19.6 Formalising of CDS Accounts**

Successful applicants whose CDS accounts have been opened by MCD at their preferred ADA are required to formally open their accounts by submitting to the ADA the necessary documents and the account opening fee. For Electronic Share Applications, the notice of allotment will be despatched to the successful or partially successful applicant at his/her address last maintained with the MCD at the applicant's own risk within 30 days after the final ballot of the application list. No transaction of shares credited to the accounts can be effected until the accounts have been formally opened.

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

**19.7 Terms and Conditions for Applications Using Application Forms**

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

- (a) Applications for the Public Issue Shares and Offer Shares must be made on the 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 Forms and in this Prospectus. In accordance with Section 41(2) of the SCA, the Application Forms 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 notes and instructions printed therein or which are illegible will not be accepted.
- (b) EACH COMPLETED APPLICATION FORM MUST BE ACCOMPANIED BY REMITTANCE IN RINGGIT MALAYSIA FOR THE FULL AMOUNT PAYABLE 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) CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES IN MALAYSIA ONLY AND DRAWN ON A BANK IN KUALA LUMPUR (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
  - (iii) MONEY ORDER OR POSTAL ORDER (FOR APPLICANTS FOR SABAH AND SARAWAK ONLY); OR
  - (iv) GUARANTEED GIRO ORDER ("GGO") FROM BANK SIMPANAN NASIONAL BERHAD (DIFFERENTIATED BY A SPECIAL RED BAND FOR BUMIPUTERA APPLICANTS); OR
  - (v) ATM STATEMENTS OBTAINED FROM ANY OF THE FOLLOWING:-
    - AFFIN-ACF FINANCE BERHAD (6521-U);
    - ALLIANCE BANK MALAYSIA BERHAD (88103-W) (*Formerly known as Multi-Purpose Bank Berhad*);
    - ARAB-MALAYSIAN BANK BERHAD (295576-U);
    - ARAB-MALAYSIAN FINANCE BERHAD (5493-X);
    - BANK UTAMA (MALAYSIA) BERHAD (27714-A);
    - BUMIPUTERA-COMMERCE BANK BERHAD (13491-P);
    - EON BANK BERHAD (92351-V);
    - EON FINANCE BERHAD (9692-K);
    - HONG LEONG BANK BERHAD (97141-X);
    - HONG LEONG FINANCE BERHAD (7797-V);
    - MALAYAN BANKING BERHAD (3813-K);
    - MAYBAN FINANCE BERHAD (3905-T);
    - PUBLIC BANK BERHAD (6463-H);
    - PUBLIC FINANCE BERHAD (6471-U);
    - RHB BANK BERHAD (6171-M);
    - SOUTHERN BANK BERHAD (5303-W); or
    - SOUTHERN FINANCE BERHAD (3838-T).

19.0 **PROCEDURE FOR APPLICATION AND ACCEPTANCE**

AND MUST BE MADE OUT IN FAVOUR OF

**MIDF SHARE ISSUE ACCOUNT NO.  
523**

AND CROSSED "A/C PAYEE ONLY" (EXCLUDING ATM STATEMENTS) AND ENDORSED ON THE REVERSE SIDE WITH THE NAME AND ADDRESS OF THE APPLICANT (AS EXACTLY THE SAME AS THAT ON THE APPLICATION FORM).

APPLICATIONS ACCOMPANIED BY ANY MODE OF PAYMENTS OTHER THAN THOSE STATED ABOVE OR WITH EXCESS OR INSUFFICIENT REMITTANCES WILL NOT BE ACCEPTED.

- (c) AN APPLICANT SHOULD STATE HIS/HER CDS ACCOUNT NUMBER IN THE SPACE PROVIDED IN THE APPLICATION FORM IF HE/SHE PRESENTLY HAS SUCH ACCOUNT. WHERE AN APPLICANT DOES NOT PRESENTLY HAVE A CDS ACCOUNT, HE/SHE SHOULD STATE IN HIS/HER APPLICATION FORM HIS/HER PREFERRED ADA CODE.
- (d) THE NAME AND ADDRESS OF THE APPLICANT (AS EXACTLY STATED ON THE APPLICATION FORM) MUST BE WRITTEN ON THE REVERSE SIDE OF THE BANKERS' DRAFT, CASHIER'S ORDER, ATM STATEMENT, MONEY ORDER, CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES OR GGO FROM BANK SIMPANAN NASIONAL.
- (e) The Directors of 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.
- (f) 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.
- (g) The Directors of the Company reserve the right not to accept any application or to accept any application in part only without assigning any reason therefor. Due consideration will be give 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.
- (h) 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 ordinary post or registered post, respectively at the address shown on the Application Form at the applicant's own risk.
- (i) MIDFCCS reserves the right to bank in all application monies from unsuccessful Bumiputera applicants and partial-successful applicants, which would subsequently be refunded without interest by registered post.
- (j) PLEASE DIRECT ALL ENQUIRIES IN RESPECT OF THE FORM OF APPLICATION TO MIDFCCS.

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE****19.8 Terms and Conditions of 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 ("Steps"). For illustration purposes, the procedures for Electronic Share Applications at ATMs are set out in "Steps for Electronic Share Application through a Participating Financial Institution's ATM" in Section 19.9 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.

The applicant must have an existing account with, and be an ATM cardholder of, one of the Participating Financial Institutions before he/she 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/her Electronic Share Application transaction, the applicant will receive a computer-generated transaction slip ("Transaction Record"), confirming the details of his/her 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 MIDFCCS. 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 Public Issue Shares and Offer Shares on 8 May 2002 at 8.00 p.m., the Participating Financial Institution shall submit a magnetic tape containing its respective customer's applications for the Public Issue Shares and Offer Shares to MIDFCCS as soon as practicable but not later than 12.00 p.m. of the second business day after the closing date and time.

An applicant will be allowed to make an Electronic Share Application for shares via an ATM that accepts the ATM cards of the Participating Financial Institution with which he/she has an account and its branches, subject to the applicant making only one application. An applicant who has a bank account with a Participating Financial Institution and has been issued an ATM card will be allowed to apply for the Public Issue Shares and Offer Shares via an ATM card of that Participating Financial Institution which is situated in another country or place outside of Malaysia, subject to the applicant making only one application.

**AN APPLICANT MUST ENSURE THAT HE/SHE USES HIS/HER 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/SHE ENTERS HIS/HER OWN CDS ACCOUNT NUMBER WHEN USING AN ATM CARD ISSUED TO HIM/HER IN HIS/HER OWN NAME. HIS/HER APPLICATION WILL BE REJECTED IF HE/SHE 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.

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

- (b) The applicant is required to confirm the following statements (by depressing predesignated keys (or buttons) on the ATM keyboard) and undertake that the following information given is true and correct:-
- (i) He/She has attained 18 years of age as at the closing date of the share application;
  - (ii) He/She is a Malaysian citizen residing in Malaysia;
  - (iii) He/She has read the relevant Prospectus and understood and agreed with the terms and conditions of the application; and
  - (iv) He/She thereby gives consent to the Participating Financial Institution and MCD to disclose information pertaining to him/herself and his/her account with the Participating Financial Institution and MCD to MIDFCCS and other relevant authorities;

The application will not be successfully completed and cannot be recorded, as a completed transaction at the ATM unless the applicant completes all the steps required by the Participating Financial Institutions. By doing so, the applicant shall be treated as signifying his/her 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/SHE IS NOT APPLYING FOR SHARES AS NOMINEE OF ANY OTHER PERSON AND THAT ANY ELECTRONIC SHARE APPLICATION THAT HE/SHE MAKES IS MADE BY HIM/HER AS BENEFICIAL OWNER. THE APPLICANT SHALL ONLY MAKE ONE ELECTRONIC SHARE APPLICATION AND SHALL NOT MAKE ANY OTHER APPLICATION FOR THE PUBLIC ISSUE SHARE AND OFFER 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/her account with the relevant Participating Financial Institutions at the time he/she makes his/her Electronic Share Application, failing which his/her 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/her in respect of his/her 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/her confirmation (by his/her action of pressing the designated key on the ATM) of the number of shares applied for shall signify, and shall be treated as, his/her acceptance of the number of shares that may be allotted or allocated to him/her and to be bound by the Memorandum and Articles of Association of the Company.
- (f) The Directors of the Company reserve the right not to accept any Electronic Share Application or accept any Electronic Share Application in part only without assigning any reason therefor. Due consideration will be given to the desirability of allotting or allocating the shares to a reasonable number of applicants with a view to establishing an adequate market for the shares.

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

- (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.

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/her 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 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,

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/she makes his/her 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/her personal particulars as recorded by both MCD and relevant Participating Financial Institutions are correct and identical. The applicant must inform MCD promptly of any change in address failing which the notification letter of successful allocation will be sent to his/her registered address last maintained with MCD.

**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

- (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/her Electronic Share Application is irrevocable;
  - (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/her 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/her 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/her to ascertain the regularity or propriety of the application. The Directors of the Company shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by the successful applicant for the purpose of complying with this provision.
- (n) The Directors of the Company reserve the rights to reject applications, which do not conform to these instructions.
- (o) A surcharge of RM2.50 per Electronic Share Application will be charged by the respective Participating Financial Institution.

**19.9 Application Via Electronic Share Application**

- (a) **Steps for Electronic Share Application through a Participating Financial Institution's ATM**
- (i) Applicant must have an account with a Participating Financial Institution and an ATM card issued by that Participating Financial Institution to access the account;
  - (ii) Applicant must have a CDS account; and

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE**

(iii) Applicant is to apply for the Public Issue Shares and Offer 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 19.8 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/she enters his/her Electronic Share Application requires him/her to do so:-

- Personal Identification Number ( PIN Number );
- Share Issue Number;
- CDS account number;
- Number of shares applied for and/or the Ringgit amount to be debited from the account; and
- Confirmation of several mandatory statements.

(b) **Participating Financial Institutions**

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

- ARAB-MALAYSIAN BANK BERHAD; or
- ARAB-MALAYSIAN FINANCE BERHAD; or
- BUMIPUTRA COMMERCE BANK BERHAD ( at selected branches in Klang Valley only);  
or
- HSBC BANK MALAYSIA BERHAD; or
- MALAYAN BANKING BERHAD; or
- MAYBAN FINANCE BERHAD; or
- OCBC BANK (MALAYSIA) BERHAD; or
- STANDARD CHARTERED BANK MALAYSIA BERHAD (at selected branches only).

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**19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE****19.10 List of ADA**

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

Name	Address and Telephone Number	Broker Code	Name	Address and Telephone Number	Broker Code
<b>KUALA LUMPUR</b>			<b>KUALA LUMPUR (Cont'd)</b>		
AFFIN-UOB SECURITIES SDN BHD (431338-P)	Level 3, Menara Keck Seng 203, Jalan Bukit Bintang 55100 Kuala Lumpur Tel. No. : 03-21438668	028-001	K & N KENANGA BHD (15678-H)	8 <sup>th</sup> Floor, Kenanga International Jalan Sultan Ismail 50250 Kuala Lumpur Tel. No. : 03-21649080	073-001
ALLIED AVENUE ASSETS SECURITIES SDN BHD (682-X) <i>(formerly known as MGI Securities Sdn Bhd)</i>	Ground Floor & Level 1 THB Satu Jalan Damansara Endah Damansara Heights 50490 Kuala Lumpur Tel. No. : 03-2551111	052-001	KAF-SEAGROATT & CAMPBELL SECURITIES SDN BHD (134631-U)	30 <sup>th</sup> Floor, The Weld Tower No. 76, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No. : 03-20201600	053-001
ARAB-MALAYSIAN SECURITIES SDN BHD (92977-U)	15 <sup>th</sup> Floor, Bangunan Arab-Malaysian 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No. : 03-20782788	086-001	KUALA LUMPUR CITY SECURITIES SDN BHD (126994-W)	No. 8, Jalan Binjai Off Jalan Ampang 50450 Kuala Lumpur Tel. No. : 03- 21667922	076-001
BBMB SECURITIES SDN BHD (16453-K)	Level 2, 3, 4 & 15 Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No. : 03-20319900	099-001	LEONG & COMPANY SDN BHD (8789-P)	Level 18, Wisma Cyclecarri 288, Jalan Raja Laut 50350 Kuala Lumpur Tel. No. : 03-26928899	061-001
BIMB SECURITIES SDN BHD (290163-X)	1 <sup>st</sup> & 2 <sup>nd</sup> Floor, Podium Block Bangunan AMDB No. 1, Jalan Lumut 50400 Kuala Lumpur Tel. No. : 03-40433533	024-001	MAYBAN SECURITIES SDN BHD (165630-M)	Level 5-13, MaybanLife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel. No. : 03-22978888	098-001
CIMB SECURITIES SDN BHD (163712-V)	9 <sup>th</sup> Floor, Commerce Square Jalan Semantan Damansara Heights 50490 Kuala Lumpur Tel. No. : 03-2532288	065-001	MIDF SISMA SECURITIES SDN BHD (423833-U)	17 <sup>th</sup> & 18 <sup>th</sup> Floor Empire Tower 182, Jalan Tun Razak 50400 Kuala Lumpur Tel. No. : 03-21668888	026-001
FIMA SECURITIES SDN BHD (210959-K)	No. 45-14 Plaza Level & Level 1 Plaza Damansara Jalan Medan Setia 1 Damansara Heights 50490 Kuala Lumpur Tel. No. : 03-2549966	018-001	OSK SECURITIES BERHAD (14152-V)	10 <sup>th</sup> Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel. No. : 03-21624388	056-001
HWANG-DBS SECURITIES BHD (14389-U)	2nd Floor, Bangunan AHP No 2, Jalan Tun Mohd Fuad 3 Taman Tun Dr Ismail 60000 Kuala Lumpur Tel. No.: 03-77106688	068-009	PB SECURITIES SDN BHD (20027-W)	27 <sup>th</sup> Floor, Bangunan Public Bank No. 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel. No. : 03-20313011	051-001
HLG SECURITIES SDN BHD (12855-D)	Level 5, Wisma Kia Peng No. 3, Jalan Kia Peng 50450 Kuala Lumpur Tel. No. : 03-21681168	066-001	PM SECURITIES SDN BHD (66299-A)	Ground & 1 <sup>st</sup> Floor MUI Plaza, Jalan P.Ramlee 50250 Kuala Lumpur Tel. No. : 03-21463000	064-001
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	RASHID HUSSAIN SECURITIES SDN BHD (95060-A)	Level 9, Tower One RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel. No. : 03-9285233	087-001
JUPITER SECURITIES SDN BHD (48703-W)	7 <sup>th</sup> - 9 <sup>th</sup> Floor, Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No. : 03-20341888	055-001	SIME SECURITIES SDN BHD (165878-V)	21 <sup>st</sup> Floor Bangunan Sime Bank 4, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel. No. : 03-22749288	097-001
			TA SECURITIES BERHAD (16029-V)	TA One Tower No. 22, Jalan P. Ramlee 50250 Kuala Lumpur Tel. No. : 03-20721277	074-001

## 19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE

Name	Address and Telephone Number	Broker Code	Name	Address and Telephone Number	Broker Code
<b>SELANGOR DARUL EHSAN (Cont'd)</b>			<b>SELANGOR DARUL EHSAN (Cont'd)</b>		
AMSTEEL SECURITIES (M) SDN BHD (51253-A)	1 <sup>st</sup> - 4 <sup>th</sup> Floor Wisma Amsteel Securities No. 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel. No. : 03-33439999	080-001	SJ SECURITIES SDN BHD (141671-T)	Level 3, Holiday Villa No. 9, Jalan SS 12/1 Subang Jaya 47500 Subang Jaya Selangor Darul Ehsan Tel. No. : 03-56340202	096-001
HWANG-DBS SECURITIES BERHAD (14389-U)	16 <sup>th</sup> , 18 <sup>th</sup> -20 <sup>th</sup> Floor Plaza Masalam 2, Jalan Tengku Ampuan Zabedah E9/F, Section 9 40100 Shah Alam Selangor Darul Ehsan Tel. No. : 03-55133288	068-002	<b>MELAKA</b>		
JF APEX SECURITIES BHD (47680-X) <i>(formerly known as Apex Securities Sdn Bhd)</i>	3 <sup>rd</sup> Floor, Wisma Apex 145A-C & 2 <sup>nd</sup> Floor 145D-F, Jalan Bukit 43000 Kajang Selangor Darul Ehsan Tel. No. : 03-87361118	079-001	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
JF APEX SECURITIES BHD (47680-X)	15 & 16 Floor Menara Choy Fook On 1B, Jalan Yong Shook Lim 46050 Petaling Jaya Selangor Darul Ehsan Tel. No. : 03-76201118	079-002	OSK SECURITIES BERHAD (14152-V)	579, 580-581 A&B Taman Melaka Raya 75000 Melaka Tel. No. : 06-2825211	056-003
K & N KENANGA BHD (15678-II)	Room 7.02, Level 7 Menara ING, Intan Millennium Square No. 68, Jalan Batai Laut 4 Taman Intan 41300 Klang Selangor Darul Ehsan Tel. No. : 03-30057001	073-007	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
K & N KENANGA BHD (15678-H)	1st Floor, Wisma UEP Pusat Perniagaan USJ 10 Jalan USJ 10/A 47620 Subang Jaya Selangor Darul Ehsan Tel. No. : 03-80241682	073-006	<b>PERAK DARUL RIDZUAN</b>		
K & N KENANGA BHD (15678-II)	13th Floor, Menara Yayasan Selangor No. 18A, Jalan Persiaran Barat Off Jalan Timur 46000 Petaling Jaya Selangor Darul Ehsan Tel. No. : 03-79562169	073-005	BOTLY SECURITIES SDN BHD (14948-M)	1 <sup>st</sup> Floor, Plaza Teh Teng Seng 227, Jalan Kampar 30250 Ipoh Perak Darul Ridzuan Tel. No. : 05-2531313	058-001
MOHAIYANI SECURITIES SDN BHD (140238-A)	1 <sup>st</sup> , 2 <sup>nd</sup> & 3 <sup>rd</sup> Floor Plaza Damansara Utama No. 2, Jalan SS 21/60 Damansara Utama 47400 Petaling Jaya Selangor Darul Ehsan Tel. No. : 03-77297345	095-001	HWANG-DBS SECURITIES BHD (14389-U)	21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel. No. : 05-8060888	068-003
PM SECURITIES SDN BHD (66299-A)	No. 157 & 159 Jalan Kenari 23/A Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel. No. : 03-80700773	064-003	ALLIED AVENUE ASSETS SECURITIES SDN BHD (682-X) <i>(formerly known as MGI Securities Sdn Bhd)</i>	A23-A29, Wisma Kota Emas Jalan Dato' Tahwil Azhar 30300 Ipoh Perak Darul Ridzuan Tel. No. : 05-2422828	052-002
			MAYBAN SECURITIES SDN BHD (165630-M) <i>(formerly known as Phileo Allied Securities Sdn Bhd)</i>	55, 57 & 63, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel. No. : 05-2558233	098-002
			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
			OSK SECURITIES BERHAD (14152-V)	21-25, Jalan Scenivasagam Greentown, 30450 Ipoh Perak Darul Ridzuan Tel. No. : 05-2415100	056-002
			SBB SECURITIES SDN BHD (100518-M)	51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel. No. : 05-2530888	090-001

## 19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE

Name	Address and Telephone Number	Broker Code	Name	Address and Telephone Number	Broker Code
<b>PULAU PINANG</b>			<b>PERLIS INDRA KAYANGAN</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	Kuala Lumpur City Securities Sdn Bhd (126994-W))	2 <sup>nd</sup> Floor, Podium Block Bangunan KWSP 01000 Kangar Perlis Indra Kayangan Tel. No. : 04-9765200	076-003
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>NEGERI SEMBILAN DARUL KHUSUS</b>		
HWANG-DBS SECURITIES BERHAD (14389-U)	Ground, 1 <sup>st</sup> & 2 <sup>nd</sup> Floor 1620 & 1621 Jalan Permatang Batu Taman Industri Permatang Batu 14000 Bukit Mertajam Pulau Pinang Tel. No. : 04-5372882	068-006	HWANG-DBS SECURITIES BERHAD (14389-U)	Ground & 1 <sup>st</sup> Floor 105, 107 & 109 Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel. No. : 06-7612288	068-007
OSK SECURITIES BERHAD (14152-V)	64, Bishop Street 20F & 20G, Penang Street 10200 Pulau Pinang Tel. No. : 04-2634222	056-004	PM SECURITIES SDN BHD (66299-A)	1 <sup>st</sup> , 2 <sup>nd</sup> & 3 <sup>rd</sup> Floor 19 & 21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel. No. : 06-7623131	064-002
OSK SECURITIES BERHAD (14152-V)	Level 19, Menara NB 5050, Jalan Bagan Luar 12000 Butterworth Pulau Pinang Tel. No. : 04-3322299	056-005	PAN MALAYSIA EQUITIES SDN BHD (formerly known as Kimara Equities Sdn Bhd)	9 <sup>th</sup> & 10 <sup>th</sup> Floors Bangunan Yayasan Negeri Sembilan Jalan Yam Than 70000 Seremban Negeri Sembilan Darul Khusus Tel. No. : 06-7633888	084-001
MERCURY SECURITIES SDN BHD (113193-W)	Ground, 1 <sup>st</sup> , 2 <sup>nd</sup> & 3 <sup>rd</sup> Floor Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Seberang Prai Pulau Pinang Tel. No. : 04-3322123	093-001	<b>JOHOR DARUL TAKZIM</b>		
PM SECURITIES SDN BHD (66299-A)	Level 25, Menara BHL 51, Jalan Sultan Ahmad Shah 10050 Penang Tel. No.: 04-2273000	064-004	ARAB-MALAYSIAN SECURITIES SDN BHD (92977-U)	2 <sup>nd</sup> Floor, Penggaram Complex 1, Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel. No. : 07-4342282	086-002
SMITH ZAIN SECURITIES SDN BHD (13901-H)	7 <sup>th</sup> & 8 <sup>th</sup> Floor, Menara PSCI 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel. No. : 04-2283355	016-001	ENG SECURITIES SDN BHD (53333-T)	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel. No. : 07-2231211	081-001
SOON THEAM SECURITIES SDN BHD (14147-K)	No. 111, Jalan Macalister 10400 Pulau Pinang Tel. No. : 04-2281868	060-001	HWANG-DBS SECURITIES BERHAD (14389-U)	Level 7, Johor Bahru City Square (Office Tower) 106-108, Jalan Wong Ah Fook 80000 Johor Bahru Tel. No. : 07-2222692	068-004
THONG & KAY HIAN SECURITIES SDN BHD (14592-P)	Level 5 & 6, Wisma Sri Pinang 60, Green Hall 10200 Penang Tel. No. : 04-2635481	070-001	JB SECURITIES SDN BHD (17812-U)	Suite 8.2, Level 8 Menara Sarawak Enterprise No. 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel. No. : 07-3332000	078-001
UT SECURITIES SDN BHD (20710-W) (formerly known as United Traders Securities Sdn Bhd)	6 <sup>th</sup> , 10 <sup>th</sup> & 12 <sup>th</sup> Floor Bangunan Mayban Trust 3, Penang Street 10200 Pulau Pinang Tel. No. : 04-2626644	059-001	KESTREL SECURITIES SDN BHD (97150-A)	No. 57, 59 & 61, Jalan Ali 84000 Muar Johor Darul Takzim Tel. No. : 07-9532222	088-001
<b>KEDAH DARUL AMAN</b>			KUALA LUMPUR CITY SECURITIES SDN BHD (126994-W)	No. 46 & 48 Jalan Dato' Kapten Ahmad 86000 Kluang Johor Darul Takzim Tel. No. : 07-7717922	076-006
KUALA LUMPUR CITY SECURITIES SDN BHD (126994-W)	2 <sup>nd</sup> Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel. No. : 04-7317088	076-004			

## 19.0 PROCEDURE FOR APPLICATION AND ACCEPTANCE

Name	Address and Telephone Number	Broker Code	Name	Address and Telephone Number	Broker Code
<b>JOHOR DARUL TAKZIM (Cont'd)</b>			<b>SARAWAK (Cont'd)</b>		
OSK SECURITIES BERHAD (14152-V)	Unit 27-01 to 27-08 Level 27, Menara Landmark No. 12, Jalan Ngee Heng 80000 Johor Bahru Johor Darul Takzim Tel. No. : 07-2212233	056-006	IHWANG-DBS SECURITIES BERHAD (14389-U)	Tingkat Bawah, 1, 2 & 3 Lot 328, Jalan Abell 93100 Kuching Sarawak Tel. No. : 082-236999	068-005
K & N KENANGA BHD (15678-H)	Level 2, Menara Pelangi Jalan Kuning Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel. No. : 07-3333600	073-004	K & N KENANGA BHD (15678-h)	Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel. No. : 082-338000	073-002
<b>KELANTAN DARUL NAIM</b>			K & N KENANGA BHD (15678-H)	Lot 2465 Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel. No. : 085-435577	073-003
KOTA BHARU SECURITIES SDN BHD (15629-M)	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel. No. : 09-7432288	075-001	OSK SECURITIES BHD (14152-V)	Ground & 1 <sup>st</sup> Floor Wisma Chinese Chambers Lot 357, Section 47 KTLD Jalan Bukit Mata 93100 Kuching Tel. No. : 082-422252	056-008
<b>PAHANG DARUL MAKMUR</b>			<b>SABAH</b>		
KUALA LUMPUR CITY SECURITIES SDN BHD (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	INNOSABAH SECURITIES BHD (194990-K)	11, Equity House, Block K Kompleks Sadong Jaya Karamunsing 88100 Kota Kinabalu Sabah Tel. No. : 088-234090	020-001
OSK SECURITIES BERHAD (14152-V)	A-27 & A-29 Lorong Tun Ismail 9 Scri Dagangan Kuantan Business Centre 25000 Kuantan Pahang Darul Makmur Tel. No. 09-5163811	056-007	KUALA LUMPUR SECURITIES SDN BHD (126994-W)	Suite 1-9-E1, 9 <sup>th</sup> Floor CPS Tower No. 1, Jalan Centre Point 88100 Kota Kinabalu Sabah Tel. No. : 088-253922	076-005
<b>TERENGGANU DARUL IMAN</b>			IHWANG-DBS SECURITIES BHD	Room Nos. 106-109 Mezzanine Floor Room Nos. 207-212 2 <sup>nd</sup> Floor, Gaya Centre Jalan Tun Fuad Stephens 88400 Kota Kinabalu Tel. No. : 088-311688	068-008
FA SECURITIES SDN BHD (251711-V)	No. 51 & 51A, Ground Mezzanine & 1 <sup>st</sup> Floor Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel. No. : 09-6238128	021-001	<b>LABUAN</b>		
PTB SECURITIES SDN BHD (425317-T)	1 <sup>st</sup> , 2 <sup>nd</sup> & 3 <sup>rd</sup> Floor 61, Jalan Sultan Ismail P.O. Box 151 Pejabat Pos Besar 20700 Kuala Terengganu Terengganu Darul Iman Tel. No.: 09-6235546	025-001	SHARETECH SECURITIES SDN BHD (239683-W) <i>(formerly known as Labuan Securities Sdn Bhd)</i>	Unit 7(A), Level 7 Financial Park Complex Jalan Merdeka 87000 Wilayah Persekutuan, Labuan Tel. No. : 087-410622	022-001
<b>SARAWAK</b>			BORNEO SECURITIES SDN BHD (444043-M)		
BORNEO SECURITIES SDN BHD (444043-M)			12G, Jalan Kampung Datu 96000 Sibul Sarawak Tel. No. : 084-319998		