

## 15. ADDITIONAL INFORMATION

### 15.1 SHARE CAPITAL

1. No shares will be allotted on the basis of this Prospectus later than twelve (12) months after the date of this Prospectus.
2. There are no founder, management or deferred shares in the Company. There is only one class of shares in the Company, namely ordinary shares of RM0.50 each, all of which rank pari passu with one another.
3. Other than the 5,370,000 YAR Shares reserved for eligible Directors, employees, customers and suppliers for the YAR Group under the Public Issue, no person including Directors has been or is entitled to be given or has exercised any option to subscribe for any share, stock or debenture of the Company or its subsidiaries.
4. Other than the 5,370,000 YAR Shares reserved for eligible Directors, employees, customers and suppliers of the YAR Group under the Public Issue, there are at present no other schemes involving the employees of the Group in the share capital of the Company or its subsidiaries.
5. Save as disclosed in Section 5.3 of this Prospectus, no share, stock or debenture of the YAR Group has been issued or has been proposed to be issued as fully or partly paid-up for cash or otherwise within the two (2) years preceding the date of issue of this Prospectus.

### 15.2 ARTICLES OF ASSOCIATION

#### 1. Remuneration of Directors

The provision in the Articles of Association of the Company dealing with the remuneration of the Directors are as follows:

##### Article 93

- (1) The fees payable to the Directors shall be such fixed sum as may be determined by the Company in general meeting. Any Director holding office for a part of a year shall be entitled to a proportionate part of such fees. The remunerations of the Executive Directors shall not include a commission on or percentage of turnover of the Company.
- (2) Fees payable to non-executive Directors shall be by a fixed sum and not by a commission on, or a percentage of, profits or turnover.
- (3) The fees payable to Directors shall not be increased except pursuant to a resolution passed at a general meeting, where notice of the proposed increase has been given in the notice convening the meeting.

##### Article 98

- (3) The remuneration of the Managing Director shall subject to the terms of any agreement entered into in any particular case be by way of salary or commission or participation in profits or otherwise or by any or all of these modes but such remuneration shall not include a commission on or percentage of turnover but it may be a term of their appointment that he shall receive pension, gratuity or other benefits upon their retirement.

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**15. ADDITIONAL INFORMATION *Cont'd***

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**2. Voting and Borrowing Powers of Directors**

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

**Article 100**

- (1) Subject to these Articles, questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chairman shall have a second or casting vote except where only two (2) Directors are present and form a quorum or where only two (2) Directors are competent to vote on the question at issue.
- (2) All or any of the members of the Board or any committee of the Board may participate in a meeting of the board or that committee by means of a telephone conference, video conference or any communication equipment which allows all persons participating in the meeting to hear each other. A person so participating shall be deemed to be present in the meeting and shall be entitled to vote or be counted in a quorum accordingly. Such a meeting shall be deemed to take place where the largest group of those participating is assembled, or, if there is no such group, where the chairman of the meeting then is.

**Article 110**

- (1) The Directors may from time to time at their discretion raise or borrow for the purpose of the Company or secure the repayment of such sum or sums in such manner and upon such terms and conditions in all respects as they think fit, and in particular, by the issue of bonds, perpetual or redeemable debentures or debenture stock, or any mortgage, charge, or other security on the undertaking or the whole or any part of the property of the Company both present and future, including its uncalled capital for the time being.
- (2) Any bonds, notes, debentures, debenture stock or other securities may be issued at a discount, premium or otherwise and with any special privileges as to redemption, surrender, allotment of shares, attending and voting at general meetings of the Company, appointment of Directors and otherwise.
- (3) If the Director or any of them or any other person shall become personally liable for the payment of any sum primarily due from the Company, the Directors may execute or cause to be executed any mortgage, charge or security over or affecting the whole or any part of the assets of the Company by way of indemnity to secure the Directors or other persons so becoming liable as aforesaid from any loss in respect of such liability.
- (4) Except as permitted by the Listing Requirements, the Directors shall not borrow any money or mortgage or charge any of the Company's or its subsidiary companies' undertaking, property or any uncalled capital or issue any debentures and other securities whether outright or as security for any debt, liability or obligation of an unrelated third party.

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**15. ADDITIONAL INFORMATION *Cont'd***

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**Article 112**

- (1) 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. No Director or intending Director shall be disqualified by his office from contracting with the Company with regard to his tenure of any such office or place of profit in any other respect nor shall any such contract, or any contract or arrangement entered into by or on behalf of any 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 relation thereby established provided always that Sections 131 and 135 and all other relevant provisions of the Act, the Listing Requirements and these Articles are complied with.
- (2) Every Director shall comply with the provisions of Sections 131 and 135 of the Act in connection with the disclosure of his shareholding and interest in any contract or proposed contract with the Company and in connection with the disclosure of the fact and the nature, character and extent of any office or possession of any property whereby whether directly or indirectly duties or interests might be created in conflict with his duty or interest as a Director of the Company.
- (3) No Director may vote in respect of any other contract or proposed contract or arrangement in which he is directly or indirectly interested nor any contract or proposed contract or arrangement with any other company in which he is interested either as an officer of that other company or as a holder of shares or other securities in that other company.
- (4) For the purposes of sub-article (1) above, a general notice given to the Directors at a meeting of Directors by any Director to that effect that he/she is a member or officer of any specified corporation, company or firm and is to be regarded as interested in any contract which may thereafter be made with that corporation, company or firm shall be deemed a sufficient declaration of interest in relation to any contract so made if it specifies the nature and extent of the interest in the specified corporation, company or firm and his interest is not different in nature or greater in extent than the nature and extent so specified in the general notice at the time any contract is so made.
- (5) Director notwithstanding his interest may, provided that none of the other Directors present disagree, be counted in the quorum present at any meeting whereat he or any other Director is appointed to hold any office or place of profit under the Company or whereat the Directors resolve to exercise any of the rights of the Company, (whether by the exercise of voting rights or otherwise) to appoint or concur in the appointment of a Director to hold any office or place of profit under any other company in whereat the terms of any such appointment as hereinafter mentioned are considered or where any decision is taken upon any contract or arrangement in which he is in any way interested provided always that he has complied with Section 131 and all other relevant provisions of the Act, the Listing Requirements and of these Articles.
- (6) A Director may vote in respect of: -
  - (a) any arrangement for giving the Director himself or any other Director any security indemnity in respect of money left 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. ADDITIONAL INFORMATION *Cont'd***

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**3. Changes in Capital and Variations of Class Rights**

The provisions in the Articles of Associations of the Company as to the changes in capital or variation of class rights which are no less stringent than these required by law are as follows:-

**Article 5**

Without prejudice to any special rights previously conferred on the holders of any existing shares or class of shares but subject to the Act, shares in the Company may be issued with such preferred, deferred or other special rights or such restrictions, whether in regard to dividend, voting, return of capital or otherwise as the Company may from time to time by ordinary resolution determine.

**Article 5A**

The Company shall have power to issue preference shares carrying a right to redemption out of profits or liable to be redeemed at the option of the Company or to issue preference capital ranking equally with or in priority to preference shares already issued and the Directors may, subject to the provisions of the Act, these Articles, the Listing Requirements and any other relevant rules, regulations and guidelines for the time being in force including modifications, amendments and reenactments in relation thereto, to redeem such shares on such terms and in such manner and whether at par or at a premium as they may think fit PROVIDED THAT the total nominal value of issued preference shares shall not exceed the total nominal value of the issued ordinary shares at any time.

**Article 6**

The Company shall have the power subject to the obtaining of the prior approval from the relevant authorities (where required) and in accordance with the provisions of the Act, these Articles, the Listing Requirements and any other relevant rules, regulations and guidelines for the time being in force including modifications, amendments and re-enactments in relation thereto, to purchase and acquire its own shares. Any shares so purchased by the Company shall be dealt with in accordance with the provisions of the Act, the Listing Requirements and/or any rules, regulations, guidelines, requirements and/or orders thereunder issued by the Stock Exchange and/or any other relevant authorities from the time being in force.

**Article 7**

- (1) Subject to any direction to the contrary that may be given by the Company in general meeting, all new shares or other convertible securities shall, before issue, be offered to such persons as at the date of offer are entitled to receive notices from the Company of general meetings in proportion as nearly as the circumstances admit, to the amount of the existing shares or securities to which they are entitled. The offer shall be made by notice specifying the number of shares or securities offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of that time, if not accepted, or on the receipt of an intimation from the person to whom the offer is made he declines to accept the shares or securities offered, the Directors may dispose of those shares or securities in such manner as they think most beneficial to the Company. The Directors may likewise also dispose of any new share or security which (by reason of the ratio which the new shares or securities bear to shares or securities held by persons entitled to an offer of new shares or securities) cannot, in the opinion of the Directors, be conveniently offered under this Article.

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**15. ADDITIONAL INFORMATION *Cont'd***

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- (2) The rights attaching to shares of a class other than ordinary shares shall be set out in the Memorandum of Association of the Company or these Articles or expressed in the resolution creating the same.
- (3) The Company must ensure that all new issues of securities for which listing is sought shall be by way of crediting the securities accounts of the allottees with such securities save and except where it is specifically exempted from compliance with Section 38 of the Central Depository Act in which event it shall so similarly be exempted from compliance with this provision. The Company shall notify the Central Depository to enable the Central Depository to make the appropriate entries in the securities accounts of such allottees.

**Article 8**

- (1) The Company shall not issue shares to transfer a controlling interest without prior approval of shareholders in general meeting.
- (2) No Director shall participate in an issue of shares to employees unless shareholders in general meeting have approved of the specific allotment to be made to such Director and unless he holds office in an executive capacity.
- (3) Non-executive Directors may participate in an issue of shares of the Company pursuant to a public issue or public offer.
- (4) Subject to the provisions of these Articles and notwithstanding the existence of a resolution pursuant to section 132D of the Act, the Company shall ensure that it shall not issue any shares or convertible securities if the nominal value of any such shares or convertible securities, when aggregated with the nominal value of any such shares or convertible securities issued during the preceding twelve (12) months, exceeds ten (10) percent of the nominal value of the issued and paid up capital of the Company, except where the shares or convertible securities are issued with the prior approval of the shareholders in general meeting of the precise terms and conditions of the issue.

**Article 9**

- (1) Preference shareholders shall have the same rights as ordinary shareholders as regards receiving notices, reports and audited financial statements and attending general meetings of the Company.
- (2) Preference shareholders shall also have the right to vote in each of the following circumstances:
  - (a) when the dividend or part of the dividend on the preference share is in arrear for more than six (6) months;
  - (b) on a proposal to reduce the Company's share capital;
  - (c) on a proposal for the disposal of the whole of the Company's property, business and undertaking;
  - (d) on a proposal that affects rights attached to the preference share;
  - (e) on a proposal to wind up the Company; and
  - (f) during the winding up of the Company.

15. **ADDITIONAL INFORMATION** *Cont'd***Article 10**

- (1) The repayment of preference capital other than redeemable preference capital or any other alteration of preference shareholders' rights, may only be made pursuant to a special resolution of the preference shareholders concerned, PROVIDED ALWAYS that where the necessary majority for such a special resolution is not obtained at the meeting, consent in writing, if obtained from the holders of three-fourths of the preference capital concerned within two (2) months of the meeting, shall be valid and effectual as a special resolution carried at the meeting.
- (2) In a distribution of capital in a winding up of the Company, the preference shareholder shall be entitled to repayment of capital paid up in priority to any repayment of capital to any ordinary shareholder.

**Article 17**

- (1) If at any time the share capital is divided into different classes of shares:
  - (a) the repayment of preference capital other than redeemable preference capital; or
  - (b) the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class)

may, subject to the Act, whether or not the Company is being wound up, be made or varied or abrogated, as the case may be, only with the sanction of a special resolution passed at a separate meeting of the holders of the shares of that class, PROVIDED ALWAYS that where the necessary majority for such a special resolution is not obtained at the meeting, consent in writing if obtained from the holders of three-fourths of the shares of that class within two (2) months of the meeting, shall be as valid and effectual as a special resolution carried at the meeting.
- (2) The provision of these Articles relating to general meetings apply so far as they are capable of application and mutatis mutandis to every such separate meeting.
- (3) 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 shares of that class, be deemed to be varied by the creation or issue of further shares ranking equally with the first-mentioned shares.
- (4) The provisions of the Act on special resolutions shall with such adaptation as are necessary apply to special resolution referred to in this Article 17.

**4. Transfer of Securities**

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

**Article 44**

- (1) Subject to the provisions of the Act and these Articles, (with respect to the transfer of a security that is not a deposited security), a member may transfer all or any of his securities by instrument in writing in the form specified by the Act from time to time.

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**15. ADDITIONAL INFORMATION *Cont'd***

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- (2) The transfer of any listed security or class of listed security that is a deposited security 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 107(C)(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 45**

Subject to any written law, the instrument of transfer of any security that is not a deposited security shall be signed both by the transferor and the transferee and the transferor shall be deemed to remain the holder of such security until the name of the transferee is entered in the Register of Members.

**Article 46**

- (1) Subject to Article 59 and the provisions of the Central Depositories Act and the Rules, there shall be no restriction on the transfer of fully paid shares except where required by law.
- (2) The Central Depository may, in its absolute discretion, refuse to effect any transfer of a share that is a deposited security which does not comply with the Central Depositories Act and the Rules.
- (3) The Directors may decline to register any transfer of shares that is not a deposited security upon which the Company has a lien; and in the case of shares not fully paid up, may refuse to register a transfer to a transferee of whom they do not approve.
- (4) If in the exercise of its rights under this Article, the Directors refuse to register a transfer of a share that is not a deposited security, they shall despatch to the lodging broker (if any) and the transferee written notice of the refusal and the precise reasons thereof within ten (10) Market Days after the date of which the transfer was lodged with the Company.

**Article 47**

- (1) For the purpose of registration of a transfer of shares that are not deposited securities, every instrument of transfer shall be left at the office of the Company's registrar together with the certificate of the shares to be transferred and such other evidence as the Company may require to prove the title of the transferor or his right to transfer the shares.

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**15. ADDITIONAL INFORMATION *Cont'd***

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- (2) All instruments of transfer in respect of shares that are not deposited securities which shall be registered shall be retained by the Company but any instrument of transfer which the Directors may decline to register shall on demand be returned to the person depositing the same.
- (3) Before registering any transfer tendered for registration in respect of shares that are not deposited securities, the Directors may, if they think fit, give notice by letter posted in the ordinary course to the registered holder that such transfer deed has been lodged and that unless objection is taken, the transfer will be registered and if such registered holder fails to lodge an objection in writing at the Registered Office of the Company within ten (10) days from the posting of such notice to him, he shall be deemed to have admitted the validity of the said transfer.

**Article 48**

- (1) Neither the Company nor its Directors nor any of its officers shall incur any liability for registering or acting upon a transfer of shares (that are not deposited securities) apparently made by sufficient parties, although the same may, by reason of any fraud or other cause not known to the Company or its Directors or other officers be legally in-operative or insufficient to pass the property in the shares proposed or professed to be transferred, and although the transfer may, as between the transferor and transferee, be liable to be set aside, and notwithstanding that the Company may have notice that such instrument of transfer was signed or executed and delivered by the transferor in blank as to the name of the transferee or the particulars of the shares transferred, or otherwise in defective manner. And in every such case, the person registered as transferee shall be entitled to be recognised as the holder of such shares and the previous holder shall, so far as the Company is concerned, be deemed to have transferred his whole title thereto.
- (2) Neither the Company nor its Directors nor any of its officers shall incur any liability for registering or acting upon a transfer of shares registered by the Central Depository, although the same may, by reason of any fraud or other cause not known to the Company or its Directors or other officers be legally in-operative or insufficient to pass the property in the shares proposed or professed to be transferred, and although the transfer may, as between the transferor and transferee, be liable to be set aside, and notwithstanding that the Company may have notice that such instrument of transfer was signed or executed and delivered by the transferor in blank as to the name of the transferee or the particulars of the shares transferred, or otherwise in defective manner.

**Article 49**

No transfer of shares that are not deposited securities shall be made to a minor or a person of unsound mind or who is insolvent or to a partnership or unincorporated association or body.

**Article 50**

An instrument of transfer must be in respect of only one class of shares.

**Article 51**

Any fee charged on the transfer of a share that is not a deposited security (excluding stamp duty) shall be a sum of money paid in advance as the Directors may from time to time determine and which the Company may be permitted to charge by law and by the Stock Exchange.



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**15. ADDITIONAL INFORMATION *Cont'd***

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**Article 52**

The transfer books and Registers of Members and register of debenture holders (in respect of non-deposited securities) may on due notice being given as required by the Act and the Stock Exchange be closed during such time or times as the Directors think fit, not exceeding in the whole thirty (30) days in each year. The Company may require the Central Depository to suspend the trading of shares that are deposited securities at such times and for such periods as the Directors may from time to time determine.

**Article 53**

Subject to the provisions of the Act, the Central Depositories Act and the Rules, in case of the death of a member the legal personal representatives of the deceased, shall be the only persons recognized by the Company as having any title to his interest in the shares.

**Article 54**

Any person becoming entitled to a security (that is not a deposited security) 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 and subject as hereinafter provided, elect either to register himself as holder of the security or to have some person nominated by him registered as the transferee thereof. Where the security is a deposited security, the person becoming so entitled may elect either to register himself or some person nominated by him as depositor or transfer the deposited security subject to the provisions of the Act, the Central Depositories Act and the Rules. The Directors shall, in any case, have the same right to decline or suspend registration as they would have had in the case of a transfer of the security (in respect of non-deposited security) by that member before his death or bankruptcy.

**Article 55**

- (1) If the person so becoming entitled elects to register himself, (in respect of non-deposited securities) he shall deliver or send to the Company a notice in writing signed by him stating that he so elects and (in relation deposited securities) the aforesaid notice must be served by him on the Central Depository.
- (2) If he elects to have another person registered he shall testify his election by executing to that person a transfer of the securities.
- (3) All the limitations, restrictions and provisions of these Articles relating to the right to transfer and the registration of transfer of securities shall be applicable to any such notice or transfer as aforesaid if the death or bankruptcy of the member had not occurred and the notice or transfer were a transfer signed by that member.

**Article 56**

Subject to the provisions of the Act, the Central Depositories Act and the Rules, where the holder of any securities dies or becomes bankrupt his personal representative or the assignee of his estate, as the case may be, shall, upon the production of such evidence as may from time to time be properly required by the Directors in that behalf, be entitled to the same dividends and other advantages, and to the same rights (whether in relation to meetings of the Company, or to voting, or otherwise), as the registered holder or depositor would have been entitled to if he had not died or become bankrupt.

**15. ADDITIONAL INFORMATION *Cont'd*****Article 57**

- (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 Security 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 a holder, permit a transmission of securities held by such 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") provided that there shall be no change in the ownership of such securities.
- (2) For the avoidance of doubt, notwithstanding the Company fulfils the requirements of Articles 57(1)(a) and (b) above, the Company shall not allow any transmission of securities from the Malaysian Register into the Foreign Register.

**15.3 DIRECTORS AND SUBSTANTIAL SHAREHOLDERS**

1. The names, addresses and occupations of the Directors are set out in Section 1 of this Prospectus.
2. A Director is not required to hold any qualification share in the Company unless otherwise so fixed by the Company in general meeting.
3. Save for the transactions referred to in Section 10 of this Prospectus, none of the Directors or substantial shareholders of the Company had or 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 or leased or proposed to be leased to the Company or its subsidiaries within the two (2) years immediately preceding the date of this Prospectus which is significant in relation to the business of the Group taken as a whole.
4. None of the Directors or major shareholders has any interest, direct or indirect in any business carrying on a similar trade as the Company and its subsidiaries.
5. Save as disclosed in Section 10 of this Prospectus, there are no contracts or arrangements subsisting at the date of this Prospectus in which a Director or major shareholder of the Company is materially interested and which is significant in relation to the business of the Group.
6. All the Public Issue Shares and Offer Shares being issued by the Company are subject to the terms and conditions of this Prospectus.
7. No option to subscribe for securities of the Company or its subsidiaries was granted to or exercised by any Director during the last financial year ended 31 July 2001.

**15. ADDITIONAL INFORMATION *Cont'd***

8. So far as known to YAR, the following parties directly or indirectly, jointly or severally, exercise control over YAR. The controlling parties together with their direct and indirectly shareholding in YAR after the Public Issue and Offer For Sale will be as follows:

	<b>Direct</b>		<b>Indirect</b>	
	<b>No. of Shares</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>
Yeo Eck Liong	2,963,938	2.76	*48,330,000	45.00
Yeo Yek Meng	2,041,674	1.90	*48,330,000	45.00
Yeo Aik Tan	2,041,674	1.90	*48,330,000	45.00
Yeo Ayk Ke	575,340	0.54	*48,330,000	45.00
Lim Poh Teot	1,578,580	1.47	-	-
Chia Lai Joo	1,501,426	1.40	-	-
Central Glamour	48,330,000	45.00	-	-

\* Deemed interest through his shareholding in Central Glamour according to Section 6A of the companies Act, 1965

9. The Directors' and major shareholders' direct and indirect shareholdings in YAR before and after the Public Offering are as follows:

Names	<b>Before Public Issue and Offer For Sale</b>				<b>After Public Issue and Offer For Sale</b>			
	<b>Direct</b>		<b>Indirect</b>		<b>Direct</b>		<b>Indirect</b>	
	<b>No. of shares</b>	<b>%</b>	<b>No. of shares</b>	<b>%</b>	<b>No. of shares</b>	<b>%</b>	<b>No. of shares</b>	<b>%</b>
	<b>'000</b>		<b>'000</b>		<b>'000</b>		<b>'000</b>	
Central Glamour	48,330	52.94	-	-	48,330	45.00	-	-
Yeo Eck Liong	6,548	7.17	*48,330	52.94	2,964	2.76	*48,330	45.00
Yeo Yek Meng	9,230	10.11	*48,330	52.94	2,042	1.90	*48,330	45.00
Yeo Aik Tan	9,230	10.11	*48,330	52.94	2,042	1.90	*48,330	45.00
Yeo Ayk Ke	9,513	10.42	*48,330	52.94	575	0.54	*48,330	45.00
Yeo Sew Kee	-	-	*48,330	52.94	-	-	*48,330	45.00
Yeo Siu Poh	-	-	*48,330	52.94	-	-	*48,330	45.00
Yeo Sew Kim	-	-	*48,330	52.94	-	-	*48,330	45.00
Yeo Siew Chu	-	-	*48,330	52.94	-	-	*48,330	45.00
Yeo Siew Wah	-	-	*48,330	52.94	-	-	*48,330	45.00
Yeo Siew Lay	-	-	*48,330	52.94	-	-	*48,330	45.00
Yeo Siw Nee	-	-	*48,330	52.94	12	0.01	*48,330	45.00
Chia Lai Joo	3,574	3.92	-	-	1,501	1.40	-	-
Lim Poh Teot	3,652	4.00	-	-	1,579	1.47	-	-
Mohd Radzuan bin Ab Halim	-	-	-	-	3,600	3.35	-	-
Omar bin Musa	-	-	-	-	-	-	-	-
Datuk Ang Hai @ Datuk Ang Kim Hai	-	-	-	-	12	0.01	-	-

\* Deemed interest through his shareholding in Central Glamour according to Section 6A of the companies Act, 1965

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**15. ADDITIONAL INFORMATION *Cont'd***

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**15.4 GENERAL**

1. 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 is disclosed in Section 5 of this Prospectus.
2. The time of the opening and closing of the Application Lists is set out in Section 3.8 of this Prospectus.
3. The amount payable in full on application of the Public Issue and Offer For Sale is RM0.65 per Share.
4. As at the date of this Prospectus, the Company and its subsidiaries do not have any convertible debt securities.
5. Save for Sections 3.10 and 3.11 of this Prospectus, there is no amount paid within the two (2) years immediately preceding the date of this Prospectus or is payable to any Director, promoter, expert or proposed Director by the Company or its subsidiaries 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 subsidiaries in connection with the issue or sale of any capital of the Company or its subsidiaries.
6. Save as disclosed in Section 8.3 of this Prospectus, 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.
7. The name and address of the Company's auditors are set out in Section 1 of this Prospectus.
8. No property has been acquired or is proposed to be acquired by the Company or its subsidiaries in contemplation of the Public Issue.
9. Save for the Public Issue Shares and Offer Shares, 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.
10. Save as disclosed in the Consolidated Profit Estimate and Forecast and assumptions of YAR, the Directors 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 or its subsidiaries.
11. The manner in which copies of this Prospectus together with the official Application Forms and envelopes may be obtained is set out in Section 18 of this Prospectus.

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**15. ADDITIONAL INFORMATION *Cont'd***

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12. Save as disclosed below and under Section 15.5 of this Prospectus, there are no other material agreements that have been entered into by the Group as at the date of this Prospectus:
- (i) YAW has insurance policies with Syarikat Takaful Malaysia Bhd for a total amount of RM28.1 million in respect of fire and related perils, consequential loss and burglary;
  - (ii) PPSB has insurance policies with Syarikat Takaful Malaysia Bhd for a total amount of RM7.1 million in respect of fire and related perils, consequential loss and burglary;
  - (iii) YAH has insurance policies with CGU Insurance Bhd for a total amount of RM7.5 million in respect of fire, related perils and consequential loss. YAH also has insurance policies with Syarikat Takaful Malaysia Bhd for a total amount of RM0.5 million in respect of workmen's compensation and burglary;
  - (iv) TCSB has an insurance policy with Syarikat Takaful Malaysia Bhd for a total amount of RM3.8 million in respect of fire and related perils; and
  - (v) WHSB and WISB have insurance policies with Syarikat Takaful Malaysia Bhd for a total amount of RM24 million in respect of fire and related perils, consequential loss, burglary and money fidelity.

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**15. ADDITIONAL INFORMATION *Cont'd*****15.5 MATERIAL CONTRACTS**

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

1. WHSB, WISB, Danaharta and YAW have entered into a settlement agreement dated 21 September 2001 pursuant to the Workout Proposal for the purpose of effectively carrying out the provisions and intent and their obligations under the Workout Proposal and the Modifications to the Workout Proposal dated 13 December 2000 prepared by the Special Administrators of WHSB and WISB;
2. A sale and purchase agreement dated 15 April 2002 ("SPA") was entered into between Lianzon Development Sdn Bhd as vendor and YAW as purchaser in respect of HS(D) 25805 PTD No. 11653 Mukim of Grisek, District of Muar, Johor for a purchase consideration of RM300,000. The purchaser had paid the sum of RM30,000 upon execution of the agreement and the balance of RM270,000 on 15 May 2002. Transfer of title in respect of the said land to YAW is still pending;
3. An agreement dated 12 June 2002 was entered into between YAH and Felda Plantations Sdn Bhd ("Felda") for woodcutting of rubberwood trees by YAH at a rubberwood plantation in Peringkat 1A, Felda Lakum, Lanchang, Pahang, measuring 354.79 hectares for a total consideration of RM1,156,615.40. On 19 June 2002, Felda informed YAH that the above area has been increased to 376.51 hectares with an incremental value of RM70,807.20;
4. A sales and purchase dated 16 July 2002 was entered into between YAR and the shareholders of YAW for the acquisition of the entire equity interest in YAW comprising 1,000,000 ordinary shares of RM1.00 each for a purchase consideration of RM36,717,885 to be satisfied by the issuance of 32,793,718 YAR Shares at an issue price of approximately RM1.12 per Share;
5. A sales and purchase dated 16 July 2002 was entered into between YAR and the shareholders of PPSB for the acquisition of the entire equity interest in PPSB comprising 2,235,000 ordinary shares of RM1.00 each for a purchase consideration of RM10,002,541 to be satisfied by the issuance of 8,933,535 YAR Shares at an issue price of approximately RM1.12 per Share;
6. A sales and purchase dated 16 July 2002 was entered into between YAR and the shareholders of TCSB for the acquisition of the entire equity interest in TCSB comprising 800,000 ordinary shares of RM1.00 each for a purchase consideration of RM3,274,635 to be satisfied by the issuance of 2,924,664 YAR Shares at an issue price of approximately RM1.12 per Share;
7. A sales and purchase dated 16 July 2002 was entered into between YAR and the shareholders of YAH for the acquisition of the entire equity interest in YAH comprising 1,000,000 ordinary shares of RM1.00 each for a purchase consideration of RM1,111,915 to be satisfied by the issuance of 993,081 YAR Shares at an issue price of approximately RM1.12 per Share; and
8. Underwriting agreement dated 19 July 2002 between Alliance and YAR for the underwriting of 5,470,000 Public Issue Shares available for application by the Malaysian public together with up to 5,370,000 Public Issue Shares available for application by eligible Directors, employees, suppliers and customers of YAR and its subsidiaries at an underwriting commission of 2.0% on the Issue Price of RM0.65 per Share.

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**15. ADDITIONAL INFORMATION *Cont'd***

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**15.6 MATERIAL LITIGATION**

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

1. Mirotone (M) Sdn Bhd ("Mirotone") issued a notice under Section 218 of the Companies Act 1965 dated 16 April 2002 against WISB for an alleged outstanding sum of RM97,800. The solicitors acting for WISB had on 17 May 2002 rebutted the claim made by Mirotone. As Mirotone is an unsecured creditor of WISB, pursuant to the Workout Proposal, the unsecured debts owing by WISB would have been deemed waived. Therefore, the solicitors acting for WISB are of the opinion that WISB will be able to successfully refute Mirotone's claim against WISB. WISB has not received further correspondence from Mirotone on the matter.
2. Affin Bank Berhad ("Affin") vide its solicitors have issued two (2) letters of demand dated 12 June 2002 to WISB ("Hirer") in respect of two (2) hire purchase agreements dated 6 June 1997 and 4 December 1997 between WISB and BSNC Leasing (M) Sdn Bhd ("BSNC"). In addition two (2) letters of demand dated 12 June 2002 was also issued to WHSB as the guarantor for the above facilities ("Guarantor"). Affin demanded from WHSB and WISB for payment of RM1,195,462.72 and RM1,076,630.96 being the amount due as at 15 May 2002 under the above agreements or deliver the hire purchase goods to them within fourteen (14) days.

The solicitors for WISB are of the opinion that Affin's claim cannot be sustained as it is bound by the terms and provisions of the Workout Proposal and as such, the debts owed to Affin have been waived completely.

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**15. ADDITIONAL INFORMATION *Cont'd***

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**15.7 PUBLIC TAKE-OVER OFFER**

None of the following has occurred in the last financial year and/or during the current financial year up to the date of this Prospectus:

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

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**16. CONSENTS**

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- 16.1 The written consents of the Adviser, Underwriter and Placement Agent, Principal Bankers, Solicitors, Share Registrar, Company Secretaries and the Issuing House to the inclusion in this Prospectus of their names in the form and context in which their names appear in this Prospectus have been given before the issue of this Prospectus and have not subsequently been withdrawn.
- 16.2 The written consent of the Auditors and Reporting Accountants to the inclusion in this Prospectus of their name, Accountants' Report and their letters relating to the Consolidated Profit Estimate and Forecast and Proforma Consolidated Balance Sheets in the form and context in which they are contained in this Prospectus have been given before the issue of this Prospectus and have not subsequently been withdrawn.
- 16.3 The written consent of Malaysian Timber Council to the inclusion in this Prospectus of their name and information extracted from the Malaysian Timber Council website and Malaysian Timber Bulletin in the form and context in which they appear in this Prospectus have been given before the issue of this Prospectus and have not been subsequently been withdrawn.

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**17. DOCUMENTS AVAILABLE FOR INSPECTION**

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

- (a) Memorandum and Articles of Association of the Company and its subsidiaries;
- (b) The Reporting Accountants' Letters relating to the Consolidated Profit Estimate and Forecast for the financial years ended 31 July 2002 and ended 31 July 2003 and Proforma Consolidated Balance Sheets as at 30 April 2002 included in Sections 12.5 and 12.9 respectively of this Prospectus;
- (c) The Accountants' Report and Directors' Report as included in Sections 13 and 14 of this Prospectus;
- (d) Audited financial statements of:
  - YAR for the period since incorporation to the financial period ended 30 April 2002;
  - YAI for the period since incorporation to the financial period ended 30 April 2002;
  - YAW for the past five (5) financial years ended 31 July 2001 and financial period ended 30 April 2002;
  - WHSB for the past five (5) financial years ended 31 December 2000, the seven (7)-month period ended 31 July 2001 and the financial period ended 30 April 2002;
  - WISB for the past five (5) financial years ended 31 December 2000, the seven (7)-month period ended 31 July 2001 and the financial period ended 30 April 2002;
  - PPSB for the past three (3) financial years ended 28 February 1999, the seventeen (17)-month period ended 31 July 2000, the financial year ended 31 July 2001 and the financial period ended 30 April 2002; and
  - TCSB for the past three (3) financial years ended 31 May 1999, the fourteen (14)-month period ended 31 July 2000, the financial year ended 31 July 2001 and the financial period ended 30 April 2002.
- (f) The letters of consent referred to under Section 16 of this Prospectus;
- (g) The material contracts referred to under Section 15.5 of this Prospectus;
- (h) The material agreements referred to under Section 15.4 (12) of this Prospectus;
- (i) The Workout Proposal, Investment Agreement and Operations Agreement;
- (j) The guarantees referred to in Section 12.2; and
- (k) The Notice of Winding Up and letters of demand referred to under Section 15.6 of this Prospectus.

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE**

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**18.1 Opening and Closing of Application Lists**

The Application lists will open at 10.00 a.m on 26 September 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 YAR and/or the Offerors in their absolute discretion may decide. Late applications will not be accepted.

**18.2 Methods of Application**

Application for the Public Issue Shares may be made using either of the following ways:

- (a) Application Forms; or
- (b) Electronic Share Application.

**18.3 General Conditions for Applications****(a) Application by the eligible directors and employees of the YAR Group**

Applications for the 5,370,000 Issue Shares reserved for the eligible directors and employees of the YAR Group must be made on the **Pink** Application Forms provided.

**(b) Allocation via private placement**

4,170,000 Offer Shares will be placed out to identified investors.

**(c) Application by Malaysian Public**

Applications for the 5,470,000 Issue Shares made available for application by the Malaysian Public must be made on the **White** Application Forms provided or by way of Electronic Share Application.

**(d) Application by Bumiputera investors approved by MITI**

Applications for the 26,950,000 Offer Shares and 5,270,000 Issue Shares reserved for Bumiputera investors approved by MITI must be made on the **White** Application Forms provided.

However, a corporation or institution cannot apply for the Shares by way of Electronic Share Application.

Only one Application Form from each applicant will be considered and applications must be for 1,000 ordinary shares of RM0.50 each or multiples thereof. **Multiple applications will not be accepted.** The amount payable in full on application is RM0.65 per share.

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

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

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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

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

WHERE THE APPLICANT IS A MEMBER OF THE ARMED FORCES OR POLICE, THE NAME AND THE ARMED FORCES OR POLICE PERSONNEL NUMBER, 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 CORPORATE/INSTITUTIONAL APPLICANT, THE NAME AND THE CERTIFICATE OF INCORPORATION NUMBER OF THE APPLICANT MUST BE EXACTLY THE SAME AS THAT STATED IN THE APPLICANT'S CERTIFICATE OF INCORPORATION AND THE ADDRESS MUST BE REGISTERED ADDRESS.

No acknowledgement of the receipt of applications or application monies will be made by YAR.

**18.4 Application using Application Forms****18.4.1 Types of Application Forms**

The following Application Forms are issued together with this Prospectus and are deemed to form an integral part hereof:

- (a) **Pink** Application Forms for application by the eligible directors and employees of the YAR Group; and
- (b) **White** Application Forms for application by:
  - (i) Bumiputera investors approved by MITI; and
  - (ii) Malaysian citizens, companies, societies, co-operatives and institutions, of which at least 30% is to be set aside strictly for Bumiputera individuals, companies, societies, co-operatives and institutions.

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

## 18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (*Cont'd*)

### 18.4.2 Terms and Conditions for Application using Application Forms

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

- (a) The Application Form must be completed in accordance with the Notes and Instructions printed on the reverse side of the Application Forms. In accordance with Section 41(2) of the Securities Commission Act, 1993 ("SCA") the Application Form together with the Notes and Instructions printed thereon 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 thereon or which are illegible may not be accepted.
- (b) EACH COMPLETED APPLICATION FORM MUST BE ACCOMPANIED BY A REMITTANCE IN RINGGIT MALAYSIA FOR THE FULL AMOUNT PAYABLE EITHER BY:
  - BANKER'S DRAFT OR CASHIER'S ORDER purchased within Malaysia only and drawn on a bank in Kuala Lumpur (differentiated by a special red band for Bumiputera applications); OR
  - CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES IN MALAYSIA AND DRAWN ON A BANK IN KUALA LUMPUR (differentiated by a special red band for Bumiputera applicants); OR
  - MONEY ORDER OR POSTAL ORDER (for applicants from Sabah and Sarawak only); OR
  - GUARANTEED GIRO ORDER ("GGO") from Bank Simpanan Nasional (differentiated by a special red band for Bumiputera applicants); OR
  - ATM STATEMENT OBTAINED FROM ANY OF THE FOLLOWING:
    - Alliance Bank Berhad (88103-W);
    - AmBank Berhad (*formerly known as Arab-Malaysian Bank Berhad*) (295576-U);
    - AmFinance Berhad (*formerly known as Arab-Malaysian Finance Berhad*) (5493-X);
    - Affin-ACF Finance (M) Berhad (6521-U);
    - Bank Utama (M) 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-U);
    - Malayan Banking Berhad (3813-K);
    - Mayban Finance Berhad (3905-T);
    - Public Bank Berhad (6471-U);
    - Public Finance Berhad (6463-H);
    - RHB Bank Berhad (6171-M);
    - Southern Bank Berhad (5303-W); and
    - Southern Finance Berhad (3838-T).

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

MADE OUT IN FAVOUR OF

<p><b>"MIDF SHARE ISSUE ACCOUNT NO. 533 "</b></p>
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AND CROSSED "A/C PAYEE ONLY" (EXCLUDING ATM STATEMENTS) AND ENDORSED ON THE REVERSE SIDE WITH THE NAME AND ADDRESS OF THE APPLICANT (AS EXACTLY STATED ON THE APPLICATION FORM).

APPLICATIONS ACCOMPANIED BY ANY MODE OF PAYMENT OTHER THAN THOSE STATED ABOVE OR WITH EXCESS OR INSUFFICIENT REMITTANCE OR INAPPROPRIATE BANKER'S DRAFTS/CASHIER'S ORDERS/MONEY ORDERS/GGO WILL NOT BE ACCEPTED. DETAILS OF THE REMITTANCE MUST BE FILLED IN THE APPROPRIATE BOXES PROVIDED IN THE APPLICATION FORMS.

- (c) AN APPLICANT SHOULD STATE HIS/HER CDS ACCOUNT NUMBER IN THE SPACE PROVIDED IN 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 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 BANKER'S DRAFT, CASHIER'S ORDER, ATM STATEMENT, MONEY ORDER, POSTAL ORDER, CHEQUES ISSUED BY PARTICIPATING LICENSED FINANCE COMPANIES OR GGO FROM BANK SIMPANAN NASIONAL.
- (e) The Directors of YAR 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 YAR 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 YAR 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 YAR reserve the right not to accept any application or to accept any application in part only without assigning any reason therefor. Due consideration will be given to the desirability of allocating the shares to a reasonable number of applicants with a view of 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 ballot of the application lists by ordinary post at the address shown on the Application Form at the applicant's own risks.
- (i) MIDFCCS reserves the right to bank in all application monies from unsuccessful Bumiputera applicants and partially successful applicants, which would subsequently be refunded without interest by registered post.

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (*Cont'd*)**

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- (j) Each completed Application Form must be despatched by ORDINARY POST 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

OR DELIVERED BY HAND so as to arrive not later than 8.00 p.m. on 26 September 2002, or such further period or periods as the Directors of YAR in their absolute discretion may decide.

- (k) Directors and employees of MIDFCCS and their immediate families are strictly prohibited from applying for the Shares.
- (l) Copies of this Prospectus together with the Application Forms, and the official envelopes may be obtained, subject to availability from:

Alliance Merchant Bank Berhad  
Level 19, Menara Multi-Purpose  
Capital Square  
No 8, Jalan Munshi Abdullah  
50100 Kuala Lumpur

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.

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (*Cont'd*)****18.5 Applications via Electronic Share Applications****18.5.1 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 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 18 (5.3) of this Prospectus 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");
  - MIDF Share Issue Account Number 533;
  - CDS account number;
  - Number of Shares applied for and/or the RM amount to be debited from the account; and
  - Confirmation of several mandatory statements.

**18.5.2 Participating Financial Institutions**

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

- AMBANK BERHAD (FORMERLY KNOWN AS ARAB-MALAYSIAN BANK BERHAD); or
- AMFINANCE BERHAD (FORMERLY KNOWN AS 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).

**18.5.3 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 18 (5.1) 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.



**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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 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 YAR 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 Shares on 26 September 2002 at 8.00 p.m. ("Closing Date and Time"), the Participating Financial Institution shall submit a magnetic tape containing its' respective customer' applications for the Public 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/she has an account and its branches, 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 IN HIS 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 YAR.
- (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:-
  - He has attained 18 years of age as at the closing date of the share application;
  - He is a Malaysian citizen residing in Malaysia;
  - He has read the relevant Prospectus and understood and agreed with the terms and conditions of the application;
  - He 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.

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (*Cont'd*)**

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 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/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 in respect of his Electronic Share Application. In the event that YAR decides to allot or allocate any lesser number of such shares or not to allot or allocate any shares to the applicants, the applicant agrees to accept any such decision as final. If the applicant's Electronic Share Application is successful, his/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 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 YAR.
- (f) YAR 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.
- (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.

## 18. PROCEDURES 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 YAR:
  - (i) to credit the same to MCD.
  - (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 YAR, MIDFCCS or the Participating Financial Institution, irrevocably agrees that if:-
  - (i) YAR 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 YAR or MIDFCCS,

the applicant shall be deemed not to have made an Electronic Share Application and the applicant shall not claim whatsoever against YAR, 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 YAR, 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.
- (l) By making and completing an Electronic Share Application, the applicant agrees that:-
  - (i) In consideration of YAR 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;

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

- (ii) YAR, 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 MIDFCCS 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 YAR, 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 renouncee any instrument of transfer and/or other documents required for the issue or transfer of the shares allocated to the applicant; and
- (v) YAR 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 YAR 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 YAR 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 YAR reserve the right 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.

**18.6 Applications and Acceptances**

The Directors of YAR 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.

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

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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 of YAR. 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 and establishing an adequate market in the shares of the Company. Pursuant to the SC's Policies and Guidelines on Issue/ Offer of Securities, the Company needs to have at least 25% of the enlarged issued and paid-up capital in the hands of public shareholders and a minimum number of 750 shareholders holding not less than 1,000 shares upon listing. The Company is expected to achieve this at the point of listing. 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 plan. In the event thereof, monies paid in respect of all applications will be returned. The successful applicants will be selected in a manner to be determined by the Directors of the Company.

In the event of an under-subscription by the Malaysian Public, all the Shares not applied for will be made available for subscription by the Underwriter. Any Share not subscribed for by the eligible Directors and employees of the YAR Group will be made available for application by the Malaysian citizens, companies, co-operatives, societies and institutions and will be underwritten by the Underwriter.

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

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.

THE ISSUING HOUSE RESERVES THE RIGHT TO BANK IN ALL APPLICATION MONIES FROM UNSUCCESSFUL AND PARTIALLY SUCCESSFUL APPLICANTS WHICH WOULD SUBSEQUENTLY BE REFUNDED WITHOUT INTEREST 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.

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

**18.7 CDS Accounts**

Pursuant to Section 14(1) of the Securities Industry (Central Depositories) Act, 1991, the KLSE has prescribed YAR as a Prescribed Security. In consequence thereof, the Public Issue and Offer Shares offered through this Prospectus will be deposited directly with the MCD and any dealings in these shares will be carried out in accordance with the aforesaid Act and Rules of MCD.

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

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**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**

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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 preferred ADA Code. A list of the ADA Codes is set out in Section 18 (10) of this Prospectus. 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 MIDFCCS 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 Application, only an applicant who has a CDS account can make an Electronic Share Application and the applicant shall furnish his/her CDS account number to the Participating Financial Institution 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 Application requires him/her 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 application. Applications may also be rejected if the applicants' particulars provided in the Application Forms, or in the case of Electronic Share Application, 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 number names and nationalities.

**18.8 Notice of Allotment**

Shares allotted to all successful or partially successful applicants will be credited to their respective CDS Accounts. A notice of allotment will be dispatched to the successful or partially successful applicants at their addresses shown in the Application Form where the applicants do not presently have a CDS Account or to the applicants' address last maintained with MCD where the applicants have existing CDS Accounts at the applicants' own risk within 30 days after the final ballot of the Application Lists. For Electronic Share Application, the notice of allotment will be dispatched 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 Lists. This is the only acknowledgement of acceptance of the application.

**18.9 Formalising of CDS Accounts**

Successful applicants whose CDS accounts have been opened by MCD at their preferred ADA or the ADA caused to be inserted by, are required to formally open their accounts by submitting to the ADA the necessary documents and the account opening fee. No transaction of shares credited to the accounts can be effected until the accounts have been formally opened.

**18. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)****18.10 List of ADAs**

The list of the ADAs and their respective broker codes are as follows:

<i>Name</i>	<i>Address and telephone number</i>	<i>Broker code</i>	<i>Name</i>	<i>Address and telephone number</i>	<i>Broker code</i>
AFFIN-UOB Securities Sdn Bhd	Leve 3, Menara Keck Seng 203, Jalan Bukit Bintang 55100 Kuala Lumpur Tel no: 03-21438668	028- 001	Allied Avenue Assets Securities Sdn Bhd (Kuala Lumpur Branch)	Ground Floor & Level 1 THB 1 Jalan Damansara Endah Damansara Heights 50490 Kuala Lumpur Tel. No.: 03-2551111	052 - 001
AmSecurities Sdn Bhd (formerly known as Arab-Malaysian Securities Sdn Bhd) (Kuala Lumpur Branch)	15th Floor, Bangunan Arab-Malaysian, 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel no: 03- 20782788	086-001	BBMB Securities Sdn Bhd	Level 2, 3, 4 & 15, Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel no: 03-2019900	099- 001
BIMB Securities Sdn Bhd	1st & 2nd Floor, Podium Block Bangunan AMDB No. 1, Jalan Lumut 50350 Kuala Lumpur Tel no: 03-40433533	024-001	CIMB Securities Sdn Bhd	9th Floor, Commerce Square Jalan Semantan Damansara Heights 50490 Kuala Lumpur Tel. No.: 03-2532288	065- 001
FIMA Securities Sdn Bhd	No. 45-14, Plaza Level & Level One Plaza Damansara Jalan Medan Setia Satu Damansara Heights 50490 Kuala Lumpur Tel. No.: 03-2549966	018- 001	HLG Securities Sdn Bhd	Level 5, Wisma Kia Peng No. 3, Jalan Kia Peng 50450 Kuala Lumpur Tel. No. : 03-21681168	066- 001
Hwang-DBS Securities Bhd (Kuala Lumpur Branch)	2nd Floor, Bangunan AHP No.2, Jalan Tun Mohd Fuad 3 Taman Tun Dr. Ismail 60000 Kuala Lumpur Tel No: 03-77106688	068 - 009	Inter Pacific Securities Sdn Bhd	Level 7, Menara Shahzan Insas 30 Jalan Sultan Ismail 50250 Kuala Lumpur Tel. No.: 03-21441888	054- 001
Jupiter Securities Sdn Bhd	7th - 9th Floor Menara Olympia 8 Jalan Raja Chulan 50200 Kuala Lumpur Tel. No.: 03-20341888	055-001	K&N Kenanga Berhad (Kuala Lumpur Branch)	8th Floor, Kenanga International Building 801, Jalan Sultan Ismail 50250 Kuala Lumpur Tel. No. 03-21649080	073- 001
KAF-Seagroatt & Campbell Securities Sdn Bhd	26th-30th Floor The Weld Tower 76, Jalan Raja Chulan 50200 Kuala Lumpur Tel No: 03-20201600	053 - 001	Kuala Lumpur City Securities Sdn Bhd (Kuala Lumpur Branch)	No. 8, Jalan Binjai Off Jalan Ampang 50450 Kuala Lumpur Tel. No.: 03-21667922	076- 001

**18. PROCEDURES 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>
Leong & Company Sdn Bhd	Level 18, Wisma Cyclecarri 288, Jalan Raja Laut 50350 Kuala Lumpur Tel No: 03-26928899	061 - 001	Mayban Securities Sdn Bhd (Kuala Lumpur Branch)	5th-13th Floor, MaybanLife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel. No.: 03-22978888	098- 001
MIDF SISMA Securities Sdn Bhd	17th & 18th Floor Empire Tower 182, Jalan Tun Razak 50400 Kuala Lumpur Tel. No: 03-21668888	026- 001	OSK Securities Berhad (Kuala Lumpur Branch)	10th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel NO: 03-21624388	056 - 001
PB Securities Sdn Bhd	27th Floor, Bangunan Public Bank 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No: 03-2013011	051- 001	PM Securities Sdn Bhd (Kuala Lumpur Branch)	Ground Floor MUI Plaza Jalan P. Ramlee 50250 Kuala Lumpur Tel. No: 03-21463000	064 - 001
Rashid Hussain Securities Sdn Bhd	Level 9, Tower One, RHB Centre Jalan Tun Razak, 50400 Kuala Lumpur Tel No: 03-9852233	087- 001	Sime Securities Sdn Bhd	21st Floor, Bangunan Sime Bank 4 Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel. No.: 03-22749288	097 - 001
TA Securities Berhad	TA One Tower 22, Jalan P Ramlee 50250 Kuala Lumpur Tel No: 03-20721277	074-001			
<b>SELANGOR DARUL EHSAN</b>					
Amsteel Securities (M) Sdn Bhd	2nd, 3rd & 4th Floors No 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No: 03-33439999	080 - 001	Hwang-DBS Securities Berhad (Shah Alam Branch)	16th, 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
Hwang-DBS Securities Berhad (Subang Jaya Branch)	East Wing & Central Link Floor 3A, Wisma Consplant 2 No. 7, Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel No: 03 - 56356688	068-010	JF Apex Securities Berhad (Kajang Branch)	3rd Floor, Wisma Apex 145A-C, Jalan Bukit 43000 Kajang Selangor Darul Ehsan Tel No : 03-87361118	079- 001



**18. PROCEDURES 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>
JF Apex Securities Berhad (Petaling Jaya Branch)	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	K&N Kenanga Bhd (Petaling Jaya Branch)	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
K&N Kenanga Bhd (Subang Jaya Branch)	1st Floor, Wisma UEP Pusat Perniagaan USJ 10 Jalan USJ 10/1A 47620 Subang Jaya Selangor Darul Ehsan Tel No: 03-8024 1682	073 - 006	K&N Kenanga Bhd (Klang Branch)	Bilik 7.02, Aras 7 Menara ING Intan Millenium Square 68 Jalan Batai Laut 4 Taman Intan 41300 Klang Selangor Darul Ehsan Tel No: 03-30057001/02	073 - 007
Mohaiyani Securities Sdn Bhd	1st, 2nd & 3rd Floors Wisma Amsteel Securities Plaza Damansara Utama No. 2, Jalan SS21/60 Damansara Utama 47400 Petaling Jaya Selangor Darul Ehsan Tel No : 03-77297345	095 - 001	OSK Securities Bhd (Petaling Jaya Branch)	24, 24M, 26M, 28M & 28A Jalan SS2/63 47300 Petaling Jaya Selangor Darul Ehsan Tel No: 7873 6366	056-011
PM Securities Sdn Bhd (Puchong Branch)	No. 157 & 159 Jalan Kenari 23/A Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel No: 03-80700773	064 - 003	PM Securities Sdn Bhd (Klang Branch)	No. 18 & 20 Jalan Tiara 2 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel No: 33415300	064-007
SJ Securities Sdn Bhd	Level 3, Holiday Villa 9, Jalan SS 12/1, Subang Jaya 47500 Petaling Jaya Selangor Darul Ehsan Tel No: 03-56340202	096 - 001			
<b>MELAKA</b>					
Malacca Securities Sdn Bhd	1,3 & 5, Jalan PPM 9, Plaza Pandan Malim (Business Park), Balai Panjang 75250 Melaka Tel No: 06-3371533	012 - 001	OSK Securities Berhad (Melaka Branch)	579, 580-581A & B Taman Melaka Raya 75000 Melaka Tel No: 06-2825211	056- 003
PM Securities Sdn Bhd (Melaka Branch)	No. 11 & 3 Jalan PM2, Plaza Mahkota 75000 Melaka Tel No: 06 - 2866008	064-006	Straits Securities Sdn Bhd	Lot 9 & 10, 1st Floor Bangunan Tabung Haji Jalan Bandar Kaba 75000 Melaka Tel No: 06-2833622	011 - 001

**18. PROCEDURES 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>PERAK DARUL RIDZUAN</b>					
Allied Avenue Assets Securities Sdn Bhd (Ipoh Branch)	A23-A29, Wisma Kota Emas Jalan Dato' Tahwil Azhar 30300 Ipoh Perak Darul Ridzuan Tel No: 05-2422828	052 - 002	Botly Securities Sdn Bhd	1st Floor, Plaza Teh Teng Seng 227, Jalan Kampar 30250 Ipoh Perak Darul Ridzuan Tel No: 05-2531313	058 - 001
Hwang-DBS Securities Berhad (Taiping Branch)	21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel. No.: 05-8060888	068 - 003	M&A Securities Sdn Bhd	M & A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel. No.: 05-2419800	057- 001
Mayban Securities Sdn Bhd (Ipoh Branch)	63, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No: 05-2558233	098 - 002	OSK Securities Berhad (Ipoh Branch)	21-25, Jalan Seenivasagam Greentown 30450 Ipoh Perak Darul Ridzuan Tel No: 05-2415100	056- 002
SBB Securities Sdn Bhd	51-53 Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No: 05-2530888	090- 001			
<b>PULAU PINANG</b>					
A.A. Anthony & Company Sdn Bhd	41-1-1 & 41-2-1 Jalan Cantonment 10250 Pulau Pinang Tel No: 04-2299318	014 - 001	Hwang-DBS Securities Berhad (Penang Branch)	Levels 2, 3, 4, 7 & 8 Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No: 04-2636996	068- 001
Hwang-DBS Securities Berhad (Bukit Mertajam Branch)	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	Mercury Securities Sdn Bhd	Ground, 1st, 2nd & 3rd Floor, Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Seberang Prai Pulau Pinang Tel No: 04-3322123	093- 001
OSK Securities Berhad (Penang Branch)	64, Bishop Street 20F & 20G, Penang Street 10200 Pulau Pinang Tel No: 04-2634222	056 - 004	OSK Securities Berhad (Butterworth Branch)	Level 19, Menara NB 5050, Jalan Bagan Luar 12000 Butterworth Pulau Pinang Tel No.: 04-3322299	056 - 005
PM Securities Sdn Bhd (Penang Branch)	Level 25, Menara BHL, 51 Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No: 04-2273000	064-004	Smith Zain Securities Sdn Bhd	6th, 7th & 8th Floors, PSCI Tower 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No: 04-2283355	016- 001

**18. PROCEDURES 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>
Soon Theam Securities Sdn Bhd	No. 111, Jalan Macalister 10400 Pulau Pinang Tel No: 04-2281868	060-001	Thong & Kay Hian Securities Sdn Bhd	Level 5 & 6, Wisma Sri Pinang 60 Green Hall 10200 Pulau Pinang Tel No: 04-2635481	070-001
UT Securities Sdn Bhd (formerly known as United Traders Securities Sdn Bhd)	6th, 10th & 12th Floor, Bangunan Mayban Trust 3, Penang Street 10200 Pulau Pinang Tel No: 04-2626644	059-001			
<b>KEDAH DARUL AMAN</b>			<b>PERLIS INDRA KAYANGAN</b>		
Kuala Lumpur City Securities Sdn Bhd (Alor Setar Branch)	Lot T-30, 2nd Floor Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel No: 04-7317088	076-004	Kuala Lumpur City Securities Sdn Bhd (Kangar Branch)	2nd Floor, Podium Block Bangunan KWSP 01000 Kangar Perlis Indra Kayangan Tel No: 04-9765200	076-003
<b>NEGERI SEMBILAN DARUL KHUSUS</b>					
Hwang-DBS Securities Berhad (Seremban Branch)	Ground & 1 <sup>st</sup> Floor 105, 107 & 109 Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel No: 06-7612288	068-007	PM Securities Sdn Bhd (Seremban Branch)	1st, 2nd & 3rd Floors 19-21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No: 06-7623131	064-002
<b>JOHOR DARUL TAKZIM</b>					
AmSecurities Sdn Bhd (formerly known as Arab-Malaysian Securities Sdn Bhd) (Batu Pahat Branch)	2 <sup>nd</sup> Floor, Penggaram Complex 1, Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No: 07-4342282	086-002	Eng Securities Sdn Bhd	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No: 07-2231211	081-001
Hwang-DBS Securities Berhad (Johor Bahru Branch)	Level 7 (Office Tower) Johor Bahru City Square 106-108, Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel No: 07-2222692	068-004	JB Securities Sdn Bhd	Suite 8.2, Level 8 Menara Sarawak Enterprise 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel No: 07-3332000	078-001
Kestrel Securities Sdn Bhd	57,59 & 61, Jalan Ali 84000 Muar Johor Darul Takzim Tel No: 06-9532222	088-001	K & N Kenanga Berhad (Johor Bahru Branch)	Level 2, Menara Pelangi Jalan Kuning Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No: 07-3333600	073-004

**18. PROCEDURES 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>
Kuala Lumpur City Securities Sdn Bhd (Kluang Branch)	No. 46 & 48 Jalan Dato' Kapten Ahmad 86000 Kluang Johor Darul Takzim Tel No: 07-7717922	076-006	OSK Securities Berhad (Johor Bahru Branch)	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
OSK Securities Bhd (Batu Pahat Branch)	53, 53-A & 53-B Jalan Sultanah 83000 Batu Pahat Johor Darul Takzim Tel No: 07 - 4380288	056-009	PM Securities Sdn Bhd (Johor Bahru Branch)	Suite 5.1, Level 5, Menara Pelangi Jalan Kuning, Taman Pclangi 80400 Johor Bahru Johor Darul Takzim Tel No: 07 - 2781813	064-005
<b>PAHANG DARUL MAKMUR</b>			<b>KELANTAN DARUL NAIM</b>		
Kuala Lumpur City Securities Sdn Bhd (Kuantan Branch)	A-397, A-399 & A-401 Taman Sri Kuantan III Jalan Beserah 25300 Kuantan Pahang Darul Makmur Tel No: 09-5660800	076-002	Kota Bharu Securities Sdn Bhd	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No: 09-7433388	075-001
OSK Securities Berhad (Kuantan Branch)	A27 & A29, Lorong Tun Ismail 9 Seri Dagangan Kuantan Business Centre 25000 Kuantan Pahang Darul Makmur Tel No.: 09-5163811	056-007			
<b>TERENGGANU DARUL IMAN</b>					
FA Securities Sdn Bhd	No. 51 & 51A Ground, Mezzanine & 1st Floor Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel. No.: 09-6238128	021-001	PTB Securities Sdn Bhd	1st, 2nd & 3rd Floors 61, Jalan Sultan Ismail PO Box 151 Pejabat Pos Besar 20700 Kuala Terengganu Terengganu Darul Iman Tel No: 09-6235546	025-001
<b>SARAWAK</b>					
Borneo Securities Sdn Bhd	12G, Jalan Kampung Datu 96000 Sibu Sarawak Tel No.: 084-319998	030 - 001	Hwang-DBS Securities Berhad (Kuching Branch)	Lot 328, Jalan Abell 93100 Kuching Sarawak Tel No: 082-236999	068-005
K & N Kenanga Berhad (Kuching Branch)	Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No: 082-338000	073-003	K & N Kenanga Berhad (Miri Branch)	Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel No: 085-435577	073-002

**18. PROCEDURES 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>
OSK Securities Berhad (Kuching Branch)	Ground & 1 <sup>st</sup> Floor Wisma Chinese Chambers Lot 357, Section 47 KTLD Jalan Bukit Mata Kuching 93100 Kuching Sarawak Tel No: 082-422252	056-008	OSK Securities Berhad (Miri Branch)	Lot 1168 Ground Floor Wisma Interhill Miri Waterfront Commercial Centre 98008 Miri Sarawak Tel No: 085-422788	056-012
OSK Securities Berhad (Sibu Branch)	101 & 102 Pusat Pedada Jalan Pedada 96000 Sibu Sarawak Tel No: 084-329100	056-013			
<b>SABAH</b>					
Hwang-DBS Securities Berhad (Kota Kinabalu Branch)	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.: 087-311688	068-008	Innosabah Securities Berhad	11, Equity House, Block K Kompleks Sadong Jaya Karamunsing 88100 Kota Kinabalu Sabah Tel No: 088-234090	020-001
Kuala Lumpur City Securities Sdn Bhd (Kota Kinabalu Branch)	Suite 1-9-E1, 9 <sup>th</sup> Floor CPS Tower No. 1, Jalan Centre Point 88000 Kota Kinabalu Sabah Tel No: 088-253922	076-005	OSK Securities Bhd (Kota Kinabalu Branch)	5 <sup>th</sup> Floor, Wisma BSN Sabah Jalan Kemajuan, Karamunsing 88000 Kota Kinabalu Sabah Tel No: 088 - 269788	056-010
<b>WILAYAH PERSEKUTUAN LABUAN</b>					
CIMB Securities Sdn Bhd (Labuan Branch)	Unit 7(A), Level 7 Main Office Tower Financial Park Labuan Jalan Merdeka 87000 Wilayah Persekutuan Labuan Tel No: 087 - 451666	065-002			

## **19. RESPONSIBILITY**

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### **19.1 RESPONSIBILITY**

- (i) Alliance acknowledges that based on all available information and to the best of its knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts concerning the Public Issue and Offer For Sale and is satisfied that the consolidated profit estimate and forecast (for which the Directors of YAR are solely responsible) prepared for inclusion in this Prospectus have been stated by the Directors after due and careful enquiry and have been duly reviewed by the Reporting Accountants.
- (ii) This Prospectus has been seen and approved by the Directors and Promoters of YAR and the Offerors and they collectively and individually accept full responsibility for the accuracy of the information given and confirm, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other facts the omission of which would make any statement herein false or misleading.