
VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

1. DIRECTORS**1.1 The profiles of the Directors of SKRB are as follows:**

Quek Gim Hong @ Keh Gim Hong, aged 56, is the Executive Chairman of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He was appointed as a director in VPM in 1995 and is primarily responsible for overseeing the timber trading activities and started the pressure treatment and kiln-drying services for VPM in 1998. He has gained much experience in both manufacturing and marketing from his 8 years with the SKRB Group. He is currently responsible for managing and overseeing of the marketing operations, raw materials sourcing and human resources requirement for the Group. His experience in the timber trading and manufacturing process has helped to steer the Group to its status today.

Koh Kun Chuan, aged 43, is the Managing Director of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He is the founder of SKFI, the first company incorporated in the SKRB Group. He gained in-depth knowledge, skills and expertise in all aspects of the furniture industry via his involvement in the industry for the past 12 years. With his experience and commitment in the business, together with the contribution of the other founders and key management team, the SKRB Group has grown from a small establishment to become one of the major exporters of furniture in Malaysia.

As the Managing Director of SKRB, he is primarily responsible for overseeing the overall business development as well as formulation and implementation of the SKRB Group's corporate function and corporate planning. He keeps abreast with latest market development globally and actively participates in furniture fairs to stay ahead of competition. He has also attended local and foreign courses on entrepreneur skills, management and leadership to enrich his knowledge. Under his vision and leadership, the SKRB Group has grown into a reputable furniture manufacturer.

Quek Wee Seng, aged 33, is the Executive Director of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He is also one of the founders of SKFI. Currently, he is responsible for overseeing the production operations, the monitoring of quality standards on all outgoing shipments as well as product development. He has also participated in furniture trade fairs both foreign and locally to enrich his knowledge. His experience in the furniture business for the past 12 years is instrumental in the Group's establishment of a strong client base and distribution network throughout the company.

Wa Ang Ka @ Kua Ang Ka, aged 58, is the Executive Director of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He has been running a plants nursery since 1977 prior to joining SKFI in 2000. With his extensive knowledge and experience of 26 years in the business, and part time involvement in SKFI since 1995, he then decided to put in his full commitment with the Group in 2000. He is currently responsible for overseeing the manufacturing process, subcontractor's product development activities as well as the quality control and assurance aspects of the SKFI's products.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Mohd Mahyudin Bin Zainal, aged 34, is the Non-Independent Non-Executive Director of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He obtained his Bachelor of Laws (Hons) from Universiti Kebangsaan Malaysia in 1993. He served his 9 months chambering in Yacob & Rakan Rakan and subsequently called to the Malaysian Bar and admitted as an Advocate and Solicitor of the High Court of Malaya in 1994. After his admission to the Malaysian Bar, he was appointed as Partner in Yacob & Rakan Rakan. He is involved in a wide spectrum of the law, particularly in the areas of corporate and litigation. He also sits in the Board of Directors of several public listed companies in Malaysia.

Yang Berhormat Senator Datuk Dr Haris Bin Haji Salleh, aged 55, is the Independent Non-Executive Director of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He graduated with a medical degree from Universiti Malaya in 1975 and subsequently obtained his membership in the Royal College of Obstetricians & Gynaecologists, London, in 1982. He joined Kuala Lumpur Hospital as a Medical Officer in 1976 and later joined Angkatan Tentera Malaysia ("ATM") in 1977 as a Medical Officer with the rank of Captain. He left ATM in 1979 and joined Universiti Kebangsaan Malaysia as a lecturer in the Medical Faculty. He currently has his own private clinic and is practising in Muar. He is also currently the Chairman of UMNO Bakri Division, Muar and also sits on the Board of Perbadanan Johor.

Dr Tan Chee Huat, aged 52, is the Independent Non-Executive Director of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He obtained his professional qualification from the Association of Chartered Certified Accountants, UK in 1986. He joined Ivan Sopher & Co, UK in 1980 as an Audit Trainee and later joined Kramers of London, UK in 1983 as an Audit Supervisor. He was attached to TY & Associates, Petaling Jaya, from 1986 to 1988 as a Senior Audit Supervisor. In 1989, he set up Lee & Tan Associates and is currently a partner of the firm. He went on to pursue his higher education and obtained a Doctor of Commerce degree from the Irish Business School, UK in 2000. He is presently a member of the Malaysian Institute of Accountants, a fellow member of the Association of Chartered Certified Accountants and Institute of Taxation, Malaysia.

Tay Puay Chuan, aged 39, is the Independent Non-Executive Director of SKRB and was appointed to the Board of Directors of SKRB on 18 December 2003. He started his career with the Polis DiRaja Malaysia, Bukit Aman in 1987 and later left the police force as an Inspector in 1992. He joined Fajar Sawmill Sdn Bhd in 1992 as a Factory Manager and later left to join Syarikat Teong Sheng Sdn Bhd in 1994, also as a Factory Manager until 1997. In 1997, he graduated with a Bachelor of Law (Honours) degree from University of London. He was called to the Malaysian Bar and admitted as an Advocate and Solicitor in 1998. He was attached to Fadzilah, Ong Chee Seong & Associates from 1998 to 2003 until he set up his own legal practice, Tay Puay Chuan & Co. in Muar, Johor Darul Takzim in 2003.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

- 1.2 Save as disclosed below, none of the Directors of SKRB has any previous or existing directorships or substantial shareholdings in other public corporations for the past 2 years preceding the date of this Prospectus:

Name	Nationality	Company	<-----Directorships----->		Substantial direct shareholding %
			Date of appointment	Date of resignation	
Mohd Mahyudin Bin Zainal	Malaysian	Idris Hydraulic (Malaysia) Berhad	07.03.00	-	-
		Tahan Insurance Malaysia Berhad	17.01.01	-	-
		Mutiara Goodyear Development Berhad	15.10.01	14.03.02	-
		Mutiara Goodyear Development Berhad	09.08.02	-	1.25
		Wonderful Wire & Cable Berhad	30.10.03	-	3.50
		Idaman Unggul Berhad	23.09.03	-	-

- 1.3 Save as disclosed below, none of the Executive Directors of SKRB are involved in other businesses and corporations:

Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong and Wa Ang Ka @ Kua Ang Ka are the Directors and substantial shareholders of the following companies:

Company	Principal activities	<----- Shareholdings ----->		
		%		
		Koh Kun Chuan	Quek Gim Hong @ Keh Gim Hong	Wa Ang Ka @ Kua Ang Ka
Kerapjaya Development Sdn Bhd ("Kerapjaya")	Property development	55.00	30.00	15.00
Hua Zen Development Sdn Bhd ("Hua Zen")	Dormant	33.33	33.33	33.33
Pembinaan Dragon Point Sdn Bhd	Property development	50.00	-	-

Koh Kun Chuan is an Executive Director of the companies above and spends less than 5% of his time in those companies. His involvement in the said companies is not expected to have a material effect on his capacity as the Managing Director of SKRB. Quek Gim Hong @ Keh Gim Hong and Wa Ang Ka @ Kua Ang Ka are the shareholders and non-executive directors in Kerapjaya and Hua Zen and are not involved in the management or operations of the aforesaid companies. Their involvement in Kerapjaya and Hua Zen are not expected to have a material effect on their capacity as the Executive Directors of SKRB.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

- 1.4 The aggregate remuneration paid to the Directors of the Company for services rendered to the Group in all capacities for the 8 month period ended 31 August 2003 amounted to RM517,343. For the financial year ended 31 December 2003 and the financial year ending 31 December 2004, the amount payable to the Directors of the Company for services rendered to the Group in all capacities is estimated and forecast to be approximately RM900,000 and RM1,000,000 respectively. The number of Directors of the Company in the various remuneration bands are set out below:

	<-----Financial years ended / ending----->			<-----31 December 2004----->		
	Executive Directors	Non-executive Directors	Total	Executive Directors	Non-executive Directors	Total
Below RM200,000	3	4	7	3	4	7
RM200,000 and above	1	-	1	1	-	1

- 1.5 Save as disclosed below, none of the Directors of SKRB has any shareholdings, direct or indirect, in SKRB after the Public Issue and Offer for Sale:

	<-----Direct----->		<-----Indirect----->	
	No. of SKRB Shares	Percentage of issued and paid-up share capital %	No. of SKRB Shares	Percentage of issued and paid-up share capital %
Quck Gim Hong @ Keh Gim Hong	*210,000	0.23	⁽¹⁾ 45,090,000	50.10
Koh Kun Chuan	*371,000	0.41	⁽¹⁾ 45,090,000	50.10
Quck Wee Seng	*215,000	0.24	⁽¹⁾ 45,090,000	50.10
Wa Ang Ka @ Kua Ang Ka	*895,780	1.00	-	-
Mohd Mahyudin Bin Zainal	-	-	⁽²⁾ 9,874,664	10.97
Yang Berhormat Senator Danuk Dr Haris Bin Haji Salleh	-	-	-	-
Dr Tan Chee Huat	-	-	-	-
Tay Puay Chuan	-	-	-	-

Notes:

* Includes the Offer Shares allocated as part of the pink form allocation to eligible Directors and employees of the SKRB Group and assuming that they subscribe in full for their respective allocations

(1) Deemed interested by virtue of their interest in AHSB pursuant to Section 6A of the Companies Act, 1965.

(2) Deemed interested by virtue of his interest in MBSB pursuant to Section 6A of the Companies Act, 1965.

2. AUDIT COMMITTEE

The composition of the Audit Committee is as follows:

Name	Responsibility	Directorship
Dr Tan Chee Huat	Chairman of the Committee	Independent and Non-Executive
Tay Puay Chuan	Member of the Committee	Independent and Non-Executive
Quck Gim Hong @ Keh Gim Hong	Member of the Committee	Executive

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

3. KEY MANAGEMENT
3.1 The profiles of the key management of the SKRB Group are as disclosed below:

SEM KOK SING, aged 33, is the Factory Manager of SKFI. He has been actively involved in the rubberwood furniture industry since 1987 working as a rubberwood furniture subcontractor in Quek Chow Hock Furniture Industries Sdn Bhd, CA Furniture Sdn Bhd and Sin Hua Sen Sdn Bhd and has developed the skills of furniture production. With his 15 years of extensive experience in the furniture industry, he was promoted to the position of Factory Manager in 2001 and is currently responsible for all the production activities including production planning, machining, inventory control and coordination of subcontractors' activities.

QUEK WEE SEONG, aged 31, is the Factory Manager of VPM. Prior to joining the Company, he was an assistant to his father, Quek Gim Hong @ Keh Gim Hong, and gained experience in saw milling activities and timber trading since 1993. He joined VPM in 1996 and is currently responsible for supervising the day to day operations of the kiln-drying plant, monitoring plant maintenance and also material purchasing.

KUA AH HENG, aged 33, is the Factory Manager for SK. He has more than 16 years experience in the furniture industry. Prior to joining SK, he has served in various capacities such as supervisor, senior supervisor in white part, finishing and oil/plant division of furniture manufacturers. He was promoted to Factory Manager in 2001 and is currently responsible for the overall metal furniture and subcontractors' activities. He represents the Group in overseas, business visits, local trade fairs and furniture exhibitions which the Group participates in annually.

KUA AH KHENG, aged 31, joined SK as a Supervisor in 2000 and was promoted to the position of Assistant Factory Manager in 2002. His responsibilities includes production control, general production activities and taking charge of subcontractors' activities. He represents the Group in local furniture exhibitions which the Group participates in annually.

PANG CHONG SENG, aged 32, is the Accountant of the SKRB Group. He is a graduate and a member of the Association of Chartered Certificate Accountants and also a Chartered Accountant of the Malaysian Institute of Accountants. Prior to joining the Group, he was an Audit Senior with S.C. Lim & Co and during his 7 years with the firm, he was involved in the audit engagements of various industries such as manufacturing, construction, information technology, trading, etc. He has gained valuable experience and exposure to auditing, taxation and internal controls as well as accounting system. He joined SKFI in 2001 as an Accountant with the responsibility to undertake the accounting, financing and treasury function of the Group including tax planning and profit forecast review. He is also one of the company's ISO 9001 working committee leader where he is responsible for the administration division.

KHOO AI LEE, aged 36, is the Administration Manager of the SKRB Group. She graduated with a Bachelor in Business Administration (Hons) degree majoring in management from Walsh University, US in 1992. She is responsible for the administration and company secretarial function of the Company. Prior to joining SKFI in 2002, she worked for Seng Fong Trading Sdn Bhd, a manufacturer and exporter of SMR rubber, as a Marketing Manager and subsequently as a Finance Manager from 1993 to June 2000. She also served as the Management Representative in SKFI and is one of SKFI's ISO 9001 working committee, overseeing the Group's quality system implementation and formulating quality controls.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

TEO TZI CHAW, aged 27, is the Senior Marketing Executive of the SKRB Group. He graduated with a Bachelor of Management degree majoring in finance from University Sains Malaysia in 1999. He joined SKFI in 1999 as a Production Coordinator and was subsequently promoted to Marketing Executive in early 2000. Under the tutelage of Koh Kun Chuan and the valuable experience gained in the furniture production, he was promoted to his current position in end 2000. He is responsible in assisting in the implementation of the SKRB Group's marketing strategy, coordination as well as launch of new products. In this respect, he recently attended a 3-month Furniture Design Course conducted by the Federation of Johore Furniture Manufacturers and Traders Association from 20 June 2003 to 6 September 2003. He is also one of SKFI's committee leader and SK's ISO 9001 working committee member, where he is responsible for the overall maintenance and compliance divisions of the production department. He is also responsible for the resources management of SKFI and SK.

YAP PEI SZE, aged 28, is the Senior Marketing Executive of the SKRB Group. She graduated with a Bachelor of Commerce degree majoring in accounting and finance from University of Southern Queensland, Australia in 1998. She joined SKFI in 1999 as a Marketing Executive and was later promoted to her current position in end 2000. She is responsible for the marketing aspect which includes identifying customer needs and business development of the SKRB Group's products. She is also responsible for overseas business development and co-ordinating the Group's participation in local trade fairs.

- 3.2 Save as disclosed below, none of the key management of the SKRB Group has any direct or indirect interest in the Company save for the Offer Shares reserved for the eligible Directors and employees of the SKRB Group pursuant to the Offer for Sale as set out in Section III(2) of this Prospectus:

Name	←-----Direct interest*----->		←-----Indirect interest----->	
	No. of SKRB Shares	Percentage of issued and paid-up share capital %	No. of SKRB Shares	Percentage of issued and paid-up share capital %
Sem Kok Sing	70,000	0.08	-	-
Quek Wee Seong	73,446	0.08	-	-
Kua Ah Heng	66,000	0.07	-	-
Kua Ah Kheng	41,000	0.05	-	-
Pang Chong Seng	66,000	0.07	-	-
Khoo Ai Lee	64,000	0.07	-	-
Teo Tzi Chaw	18,000	0.02	-	-
Yap Pei Sze	18,000	0.02	-	-

Note:

- * Includes the Offer Shares allocated as part of the pink form allocation to eligible Directors and employees of the SKRB Group and assuming that they subscribe in full for their respective allocations.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

- 3.3 Save as disclosed below, none of the key management of the SKRB Group are involved in the management of other business and/or corporation.

Pang Chong Seng is one of the partners of Essential Management Consultants which is principally involved in the provision of accounting and management services. His involvement in the activities of the enterprise is minimal and will not have a material effect on the amount of time spent in his capacity as the Accountant of the SKRB Group.

4. PROMOTERS

- 4.1 The promoters of SKRB together with their shareholdings in the Company as at the date hereof are as follows:

	Place of incorporation/ Nationality	Before the Public Issue and ← Offer for Sale →		After the Public Issue and ← Offer for Sale →	
		No. of SKRB Shares	Percentage of issued and paid-up share capital %	No. of SKRB Shares	Percentage of issued and paid-up share capital %
AHSB	Malaysia	45,090,000	58.32	45,090,000	50.10
Koh Kun Chuan	Malaysian	4,011,311	5.19	*371,000	0.41
Quek Gim Hong @ Keh Gim Hong	Malaysian	1,545,552	2.00	*210,000	0.23
Quek Wee Seng	Malaysian	1,836,203	2.37	*215,000	0.24
Wa Ang Ka @ Kua Ang Ka	Malaysian	1,636,114	2.12	*895,780	1.00

Note:

* Includes the Offer Shares allocated as part of the pink form allocation to eligible Directors and employees of the SKRB Group and assuming that they subscribe in full for their respective allocations.

- 4.2 The profiles of AHSB, Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong, Quek Wee Seng and Wa Ang Ka @ Kua Ang Ka are set out in Section VI(1.1) of this Prospectus.
- 4.3 AHSB, Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong, Quek Wee Seng and Wa Ang Ka @ Kua Ang Ka do not have any substantial shareholdings in other public corporations for the 2 years preceding the date of this Prospectus.
- 4.4 Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong, Quek Wee Seng and Wa Ang Ka @ Kua Ang Ka have extensive knowledge and experience in the business of furniture manufacturing and trading as indicated in Section VI(1.1) of this Prospectus.
- 4.5 The changes in the shareholdings of AHSB, Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong, Quek Wee Seng and Wa Ang Ka @ Kua Ang Ka in SKRB since the date of incorporation of SKRB are set out in Section VI(5.5) of this Prospectus.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

5. SUBSTANTIAL SHAREHOLDERS

5.1 The substantial shareholders of SKRB together with their respective shareholdings in the shares of the Company as at the date hereof, before and after the Public Issue and Offer for Sale, are as follows:

Name	Before the Public Issue and Offer for Sale				After the Public Issue and Offer for Sale			
	No. of SKRB Shares	Percentage of issued and paid-up share capital %	Direct interest	Indirect interest	No. of SKRB Shares	Percentage of issued and paid-up share capital %	Direct interest	Indirect interest
AHSB	45,090,000	58.32	-	-	45,090,000	50.10	-	-
Koh Kun Chuan	4,011,311	5.19	(1)45,090,000	58.32	*371,000	0.41	(1)45,090,000	50.10
Quek Gim Hong @ Keh Gim Hong	1,545,552	2.00	(1)45,090,000	58.32	*210,000	0.23	(1)45,090,000	50.10
Quek Wee Seng	1,836,203	2.37	(1)45,090,000	58.32	*215,000	0.24	(1)45,090,000	50.10
MBSB	11,596,964	15.00	-	-	9,874,664	10.97	-	-
WHSB	11,596,964	15.00	-	-	9,874,664	10.97	-	-
Dato' Dr. Abdul Razak Bin Abdul	-	-	(2)11,596,964	15.00	-	-	(2)9,874,664	10.97
Mohd Malyudin Bin Zainal	-	-	(2)11,596,964	15.00	-	-	(2)9,874,664	10.97
Tan Sri Rahim Bin Mohd Noor	-	-	(3)11,596,964	15.00	-	-	(3)9,874,664	10.97
Idayu Binti Abdul Rahim	-	-	(3)11,596,964	15.00	-	-	(3)9,874,664	10.97

Notes:

- * Includes the Offer Shares allocated as part of the pink form allocation to eligible Directors and employees of the SKRB Group and assuming that they subscribe in full for their respective allocations.
- (1) Deemed interested by virtue of their interest in AHSB pursuant to Section 6A of the Companies Act, 1965.
- (2) Deemed interested by virtue of their interest in MBSB pursuant to Section 6A of the Companies Act, 1965.
- (3) Deemed interested by virtue of their interest in WHSB pursuant to Section 6A of the Companies Act, 1965.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

5.2 The profiles of Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong and Quek Wee Seng are set out in Section VI(1.1) of this Prospectus.

5.3 The profiles of AHSB, MBSB and WHSB, the substantial shareholders of SKRB are as follows:

5.3.1 AHSB was incorporated on 11 September 2003 under the Companies Act, 1965 as a private limited company. The principal activity of the company is investment holding. The details of the directors and substantial shareholders of AHSB are as follows:

Name	Nationality	<----- Direct ----->		<----- Indirect ----->	
		No. of ordinary shares	Percentage of issued and paid-up share capital %	No. of ordinary shares	Percentage of issued and paid-up share capital %
Directors / Substantial shareholders					
Koh Kun Chuan	Malaysian	4,885	48.85	-	-
Quek Wee Seng	Malaysian	2,236	22.36	-	-
Quek Gim Hong @ Keh Gim Hong	Malaysian	1,882	18.82	-	-
Wa Ang Ka @ Kua Ang Ka	Malaysian	997	9.97	-	-

5.3.2 MBSB was incorporated on 7 January 2002 under the Companies Act, 1965 as a private limited company. The principal activity of the company is investment holding. The details of the directors and substantial shareholders of MBSB are as follows:

Name	Nationality	<----- Direct ----->		<----- Indirect ----->	
		No. of ordinary shares	Percentage of issued and paid-up share capital %	No. of ordinary shares	Percentage of issued and paid-up share capital %
Directors					
Mohd Mahyudin Bin Zainal	Malaysian	1	50.00	-	-
Puteri Intan Zuraida Binti Dato' Abdul Rahman	Malaysian	-	-	-	-
Substantial shareholders					
Dato' Dr. Abdul Razak Bin Abdul	Malaysian	1	50.00	-	-
Mohd Mahyudin Bin Zainal	Malaysian	1	50.00	-	-

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

5.3.3 WHSB was incorporated on 7 September 2001 under the Companies Act, 1965 as a private limited company. The principal activity of the company is investment holding. The details of the directors and substantial shareholders of WHSB are as follows:

Name	Nationality	<----- Direct ----->		<----- Indirect ----->	
		No. of ordinary shares	Percentage of issued and paid-up share capital %	No. of ordinary shares	Percentage of issued and paid-up share capital %
Directors					
Tan Sri Abdul Rahim Bin Mohd Noor	Malaysian	1	50.00	-	-
Idayu Binti Abdul Rahim	Malaysian	1	50.00	-	-
Udani Bin Abdul Rahim (alternate director to Idayu Binti Abdul Rahim)	Malaysian	-	-	-	-
Substantial shareholders					
Tan Sri Abdul Rahim Bin Mohd Noor	Malaysian	1	50.00	-	-
Idayu Binti Abdul Rahim	Malaysian	1	50.00	-	-

5.4 Save as disclosed below, none of the substantial shareholders of SKRB have any previous or existing directorship or substantial shareholdings in other public corporations for the past 2 years preceding the date of this Prospectus:

Name	Nationality	Company	<-----Directorships----->		Substantial direct shareholding %
			Date of appointment	Date of resignation	
Dato' Dr. Abdul Razak Bin Abdul	Malaysian	FACB Industries Incorporated Berhad	12.04.94	-	-
		Idris Hydraulic (Malaysia) Berhad ("IHMB")	10.03.00	-	-
		Mutiara Goodyear Development Berhad ("MGDB")	11.09.95	17.05.02	#
		MGDB	09.08.02	-	1.30
		Wonderful Wire & Cable Berhad ("WWCB")	14.03.03	-	14.68
		Idaman Unggul Berhad ("Idaman")	23.09.03	-	-
Mohd Mahyudin Bin Zainal	Malaysian	IHMB	07.03.00	-	-
		Tahan Insurance Malaysia Berhad	17.01.01	-	-
		MGDB	15.10.01	14.03.02	-
		MGDB	09.08.02	-	1.25
		WWCB	30.10.03	-	3.50
		Idaman	23.09.03	-	-

Note:

Less than 0.01%.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

5.5 The changes in the direct shareholdings of the substantial shareholders of SKRB since the date of incorporation of SKRB are as follows:

Name	<--- As at 05.07.2000* --->	<--- As at 05.03.2003 --->	<--- As at 19.11.2003 ⁽¹⁾ --->	<--- As at 30.11.2003 ⁽²⁾ --->	<--- As at 09.01.2004 ⁽³⁾ --->
	No. of ordinary shares of RM1.00 each	No. of ordinary shares of RM1.00 each	No. of SKRB Shares	No. of SKRB Shares	No. of SKRB Shares
	Percentage of issued and paid-up share capital %	Percentage of issued and paid-up share capital %	Percentage of issued and paid-up share capital %	Percentage of issued and paid-up share capital %	Percentage of issued and paid-up share capital %
AHSB	-	-	-	(4)22,723,172	(5)45,090,000
Koh Kun Chuan	-	-	-	4,011,311	4,011,311
Quek Gim Hong @ Keh Gim Hong	-	-	-	1,545,552	1,545,552
Quek Wee Seng	-	-	-	1,836,203	1,836,203
Wa Ang Ka @ Kua Ang Ka	-	-	-	1,292,764	1,636,114
MBSB	-	-	-	6,730,499	11,596,964
WHSB	-	-	-	6,730,499	11,596,964
Chong Huan Sian	1	50.00	2,000	2,000	3,446
Quek Wee Seong	1	50.00	2,000	2,000	3,446

Notes:

* Being the date of incorporation of SKRB.

@ Less than 0.1%.

(1) Being the date of completion of the Share Split.

(2) Being the date of completion of the Acquisitions.

(3) Being the date of completion of the Rights Issue.

(4) Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong, Quek Wee Seng and Wa Ang Ka @ Kua Ang Ka nominated the holding of 22,723,172 SKRB Shares pursuant to the Acquisitions to AHSB.

(5) Includes 5,936,912 SKRB Shares renounced by Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong, Quek Wee Seng and Wa Ang Ka @ Kua Ang Ka pursuant to the Rights Issue to AHSB.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

6. SERVICE AGREEMENTS

None of the Directors and the key management of the SKRB Group have any existing or proposed service agreements with the Company or any of its subsidiaries.

7. RELATIONSHIPS AND ASSOCIATION

Save as disclosed below, there is no other relationship and association between the substantial shareholders, promoters, Directors of the Company and the key management of the SKRB Group:

- (i) Koh Kun Chuan, Quek Gim Hong @ Keh Gim Hong, Quek Wee Seng and Wa Ang Ka @ Kua Ang Ka are the directors and substantial shareholders of AHSB;
- (ii) Quek Gim Hong @ Keh Gim Hong is the father of Quek Wee Seng and Quek Wee Seong;
- (iii) Wa Ang Ka @ Kua Ang Ka is the father of Kua Ah Heng and Kua Ah Kheng; and
- (iv) the wives of Quek Gim Hong @ Keh Gim Hong and Wa Ang Ka @ Kua Ang Ka are sisters.

8. EMPLOYEES

As at 9 January 2004, the SKRB Group has a total of 680 employees out of which 493 are foreign workers employed on a contractual basis. None of the employees of the SKRB Group belongs to any union. The management enjoys a cordial and harmonious working relationship with its employees and there has been no industrial disputes arising between the employees and the Group since the Group commenced operations. The breakdown of the total number of employees into categories and the average number of years of service as at 9 January 2004 are as follows:

Category	Total number of employees	Average number of years of service
Managerial and professional	18	5.0
Technical and supervisory	48	3.5
Clerical	41	3.0
General worker	19	4.0
Factory worker	554	3.0

The SKRB Group believes that skilled labour contributes to the success of the Group. As such, it places great emphasis on the continued training and education of its staff. The Group frequently carries out on-the-job-training programmes covering various topics such as ISO awareness for production control department, quality assurance checking procedures, efficient and effective production methods of manufacturing wooden and metal furniture and parts. Selected managerial and supervisory staffs were also trained in-house on Developing High Powered Leaders conducted by the Centre for Continuing Intellectual and Professional Development, Johor Branch, Johor Darul Takzim, to enhance their management skills.

VI. INFORMATION ON DIRECTORS, KEY MANAGEMENT, PROMOTERS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

9. MANAGEMENT SUCCESSION PLAN

The Directors of SKRB recognises that one of the major factors in maintaining the competitiveness of the Group in the industry is to continuously have in place a strong management team.

The management succession plan of the SKRB Group encompasses the provision of adequate external and internal training (formal as well as informal) to its middle and lower management so as to ensure that the Group has a pool of well trained and experienced personnel from which future management team can be identified. This will ensure that the Group will in time be well prepared for a smooth transition of management team. The external training would include, amongst others, training in technical areas so as to ensure that the employees are technically equipped and updated and also training in management skills. Besides this, the internal training will ensure that employees are given an opportunity to apply and reinforce the knowledge acquired and also to hone their management and decision making skills through brainstorming session and management meetings. The provision of training and the opportunity to apply the knowledge in the daily operations will be a motivational factor to the employee via career advancement. The regular brainstorming and management discussion sessions will also encourage employees' participation, the development of new ideas and an important source of team building.

Furthermore, the SKRB Group has also formulated a human resource strategy comprising attractive remuneration and incentive packages to attract and retain professional and skilled employees. In addition, the Directors of SKRB Group believes that the listing of the Company on the Second Board of MSEP is in itself a motivational and an acknowledgement and rewarding factor to the management and employees for their past contributions to the Group together with the preferential share allocation scheme for eligible Directors and employees of the SKRB Group, will further enforce their dedication to the success of the Group in the future. This will also provide the Group with a better footage to attract and retain skilled employees.

10. DECLARATION

None of the Directors and key management of the SKRB Group is or was involved in the following events (whether in or outside Malaysia):

- (a) a petition under any bankruptcy or insolvency laws filed (and not struck out) against such person or any partnership in which he was a partner or any corporation of which he was an executive officer; or
- (b) conviction in criminal proceedings or is a named subject of pending criminal proceedings; or
- (c) the subject of any order, judgement or ruling of any court of competent jurisdiction, tribunal or government body permanently or temporarily enjoining him from acting as an investment adviser, dealer in securities, director or employee of a financial institution and engaging in any type of business practice or activity.

VII. APPROVALS AND CONDITIONS

The approvals for the Share Split, Acquisitions, Rights Issue, Public Issue and Offer for Sale were obtained from the MITI on 28 May 2003, the SC on 24 September 2003 and 11 November 2003 and the SC on behalf of the FIC on 24 September 2003. The conditions imposed by FIC, SC and MITI and the status of compliance are set out as follows:

Authority	Details of Conditions Imposed	Status of Compliance
FIC	None.	Not applicable.
SC	<p>1. The approval of the SC is subject to the following conditions:</p> <p>(a) SKRB is required to ensure that at least 6,000,000 SKRB Shares is allocated for the retail public investors via balloting process;</p> <p>(b) SKRB is required to make disclosures in the Prospectus in respect of the risk management plans and practices to mitigate the major risks relating with the business operations of the SKRB Group, including the risks relating to the breakout of fire, energy crisis and other emergency risks and risks relating to the supply of raw material and foreign currency exchange, which could jeopardise the operations of the SKRB Group;</p> <p>(c) SKRB is required to put in place a management succession plan for the SKRB Group and all its subsidiaries and the said plan shall be finalised and disclosed in the Prospectus;</p> <p>(d) a moratorium on sale has been imposed on 40,500,000 SKRB Shares representing 45% of the enlarged issued and paid-up share capital of SKRB, which is held by the following shareholders of SKRB, in accordance with Paragraph 6.24 of the SC Guidelines. Under this condition, they are not allowed to sell, transfer or assign their shareholdings under moratorium for a period of 1 year from the date of listing of SKRB on the MSEB. In this respect, the SC has no objections against this restriction being imposed on the following shareholders:</p>	<p>Complied.</p> <p>Complied. Appropriate disclosures have been made in Sections IV(iv), (v) and (viii) and V(3.1.13) of this Prospectus.</p> <p>Complied. Appropriate disclosure has been made in Section VI(9) of this Prospectus.</p> <p>Complied. Further details on the moratorium are disclosed in Section VIII of this Prospectus.</p>

Shareholder	No of SKRB Shares	%
AHSB	39,888,030	44.32
Wa Ang Ka @ Kua Ang Ka	611,970	0.68
	40,500,000	45.00

VII. APPROVALS AND CONDITIONS (CONT'D)

Authority	Details of Conditions Imposed	Status of Compliance
SC (cont'd)	<p>(c) In relation to the trade debtors of the SKRB Group, SKRB is required to:</p> <p>(i) make full disclosure in the Prospectus in relation to the status of the trade debtors balance, an ageing analysis of the outstanding debts together with the Directors' commentary on the recoverability of those debts which have exceeded the credit period granted;</p> <p>(ii) make full provisions on trade debts exceeding the credit period where the trade debtor balances are under dispute or for which legal actions have commenced/ been taken or where the trade debts have remained outstanding for more than 6 months. The Directors of SKRB are required to provide a written confirmation to the SC that the above condition has been complied with prior to the issuance of the Prospectus; and</p> <p>(iii) the Directors of SKRB are also required to provide a written confirmation to the SC that the trade debts which have exceeded the credit period granted are recoverable or that provisions have been made in the accounts and the financial forecast and projections of the SKRB Group;</p> <p>(f) CIMB/SKRB is required to furnish evidence of financing for the Bumiputera substantial shareholders who are entitled to subscribe for the Rights Issue in conjunction with the Listing upon implementation of the Rights Issue; and</p> <p>(g) SKRB is required to fully comply with the requirements as stipulated in the SC Guidelines in relation to the implementation of the proposals as set out in its approval letter.</p>	<p>Complied. The trade debtors balance and the ageing analysis together with the Directors' commentary are disclosed in Section X(5.3) of this Prospectus.</p> <p>Complied. A confirmation letter from the Directors of SKRB was submitted to the SC on 13 January 2004.</p> <p>Complied. A confirmation letter from the Directors of SKRB was submitted to the SC on 13 January 2004.</p> <p>Complied. The documents were submitted to the SC on 13 January 2004.</p> <p>Noted.</p>
	<p>2. The utilisation of proceeds raised from the Rights Issue and Public Issue is subject to the following conditions:</p> <p>(a) the SC's approval is required for any revision to the utilisation of proceeds, as originally proposed, should the said revision involve utilisation which is other than for the core business activities of the SKRB Group;</p> <p>(b) the approval of the shareholders of SKRB is required for any deviation in the utilisation of proceeds by 25% or more from that originally proposed. If the deviation is less than 25%, an appropriate disclosure is required to be made to the shareholders of SKRB;</p>	<p>To be complied, if applicable.</p> <p>To be complied, if applicable.</p>

VII. APPROVALS AND CONDITIONS (CONT'D)

Authority	Details of Conditions Imposed	Status of Compliance
SC (cont'd)	<p>(c) SKRB is required to disclose the purpose and the timeframe for the utilisation of proceeds in the Prospectus. Any extension of time from the timeframe set by SKRB for the utilisation of proceeds has to be approved by a clear resolution by the Board of Directors of SKRB and must be fully disclosed to the MSEB; and</p> <p>(d) appropriate disclosure on the status of the utilisation of proceeds must be made in the quarterly and annual reports of SKRB until the said proceeds have been fully utilised.</p>	<p>Complied, save for any extension of time for utilisation of proceeds which will be complied with, if applicable. The timeframe for utilisation of proceeds is disclosed in Section III(7) of this Prospectus.</p> <p>To be complied.</p>
MITI	<p>1. SKRB is to obtain the approvals of the SC and FIC.</p> <p>2. The allocation of the 7,282,000 SKRB Shares will be determined by the MITI after the SC's approval for the Listing.</p> <p>The recognition of MBSB and WHSB as existing Bumiputera shareholders is conditional upon 30% of the SKRB Shares may be sold within 3 months from the date of Listing while the remaining 70% may be sold in stages with prior approval from the MITI.</p>	<p>Complied. The approvals of the SC were obtained on 24 September 2003 and 11 November 2003 while the approval of the SC on behalf of FIC was obtained on 24 September 2003.</p> <p>Complied.</p> <p>Noted.</p>

VIII. MORATORIUM ON THE SALE OF THE SKRB SHARES

The Public Issue and Offer for Sale made under the terms of this Prospectus have been approved by the SC on 24 September 2003 and 11 November 2003. A moratorium on the disposal of SKRB Shares shall be imposed on 40,500,000 SKRB Shares held by the following shareholders of SKRB, representing 45% of the enlarged issued and paid-up share capital of SKRB. The said shareholders of SKRB shall not be allowed to sell, transfer or assign their shareholdings within 1 year from the date of Listing. Thereafter, they are permitted to sell, transfer or assign of their respective shareholdings in SKRB which are under moratorium.

Details of the moratorium imposed by SC on the sale of SKRB Shares by the following shareholders of SKRB are as follows:

	Shareholdings after the Public Issue and Offer for Sale		Shareholdings under moratorium	
	No of SKRB Shares	% of enlarged issued and paid- up share capital	No of SKRB Shares	% of enlarged issued and paid- up share capital
AHSB	45,090,000	50.10	39,888,030	44.32
Wa Ang Ka @ Kua Ang Ka	*895,780	1.04	611,970	0.68

Note:

- * Includes the Offer Shares allocated as part of the pink form allocation to eligible Directors and employees of the SKRB Group and assuming that they subscribe in full for their respective allocations.

The restriction, which has been fully accepted by the shareholders, is specifically endorsed on the share certificates representing the respective shareholdings of the aforesaid shareholders in SKRB which are under moratorium to ensure that the Company's registrar does not register any transfer which is not in compliance with the restriction imposed by the SC. The remarks endorsed on the share certificate are as follows:

"The shares comprised herein are not capable of being sold, transferred or assigned for a period as determined by the SC ("the Moratorium Period"). The shares comprised herein will not constitute good delivery pursuant to the Rules of the Exchange during the Moratorium Period. No share certificate or certificates will be issued to replace this certificate during the Moratorium Period unless the same shall be endorsed with this restriction."

In compliance with the SC Guidelines, the shareholders of AHSB have given their respective undertakings that they will not sell, transfer or assign their respective shareholdings in AHSB for the period of the moratorium as stipulated above. Copies of the letters of undertaking have been provided to the SC on 13 January 2004.

IX. CONFLICT OF INTERESTS AND RELATED PARTY TRANSACTIONS

1. None of the Directors or substantial shareholders of SKRB and its subsidiaries has any interest, direct or indirect, in any business carrying on a similar trade as the Company or its subsidiaries.
2. Save as disclosed below, none of the Directors or substantial shareholders of SKRB 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 to or proposed to be leased to the Company or its subsidiaries within the 2 years preceding the date of this Prospectus:

The Directors and/or substantial shareholders of SKRB who are deemed interested in the Acquisitions as disclosed in Section V(2)(iii) are as follows:

Director/Substantial Shareholder	Nature of interest
Koh Kun Chuan	Director and substantial shareholder of SKRB, SKFI, SK and VPM.
Quek Gim Hong @ Keh Gim Hong	Director and substantial shareholder of SKRB and VPM.
Quek Wee Seng	Director and substantial shareholder of SKRB, SKFI and SK.
Wa Ang Ka @ Kua Ang Ka	Director of SKRB, SKFI, SK and VPM and substantial shareholder of SKRB, SKFI and SK.
MBSB	Substantial shareholder of SKRB, SKFI, SK and VPM.
WHSB	Substantial shareholder of SKRB, SKFI, SK and VPM.

3. Save as disclosed below, there are no other related party transactions between the SKRB Group with the Directors, substantial shareholders and/or person connected to them.

SKFI purchases wood putty from Yong Da Timber Trading ("YDT") while VPM sells kiln-dried rubberwood to YDT. The partners of YDT include Quek Gim Hong @ Keh Gim Hong's wife and daughter-in-law.

For the 8 month period ended 31 August 2003, the transaction value of the purchases and the sales is RM35,157 and RM247,126, respectively. The estimated purchases and sales for the financial year ended 31 December 2003 for the above transaction is approximately RM53,000 and RM460,000, respectively, while the forecast purchases and sales for the financial year ending 31 December 2004 is approximately RM55,000 and RM465,000, respectively.

The Directors of SKRB are of the view that the above transactions have been established at arms length under mutually agreed terms, which are not more favourable to the related parties than those generally available to the public.

IX. CONFLICT OF INTERESTS AND RELATED PARTY TRANSACTIONS (CONT'D)

4. Save as disclosed below, there are no potential interest and/or conflict of interest between the Group and its Adviser, Managing Underwriter and Placement Agent, Auditors and Reporting Accountants and Solicitors as set out in the Corporate Directory section of this Prospectus.

Bumiputra-Commerce Bank Berhad ("BCBB") has provided to SKFI, one of the subsidiary of SKRB, with facilities comprising overdraft, trade facilities and term loans amounting to RM12.55 million. As at 9 January 2004, the total amount owing by SKFI to BCBB, was approximately RM8.90 million. SKRB proposes to repay approximately RM2.44 million of the term loans outstanding above using the proceeds raised from the Rights Issue and Public Issue. The amount of proceeds utilised for the repayment of the BCBB term loans comprises 8.81% of the total proceeds. The aforesaid BCBB term loans were obtained in 2000 and 2001 and are used to finance the original loans obtained for the construction of SKFI's office and factory buildings.

CIMB and BCBB are the subsidiaries of Commerce Asset-Holdings Berhad. In this regard, CIMB is of the view that the repayment of the BCBB term loan facility by SKFI from the proceeds raised from the Rights Issue and Public Issue would not give rise to a conflict of interest in its capacity as adviser as the outstanding BCBB term loans from SKFI is immaterial to BCBB's outstanding loan portfolio as a whole.

5. There is no transaction that is unusual in their nature and conditions, involving goods, service, tangible or intangible assets, to be entered into by SKRB or its subsidiaries in respect of the last financial year and the subsequent financial year.
6. There is no outstanding loans (including guarantees of any kind) made by SKRB or its subsidiaries to or for the benefit of a related party.