



DPS RESOURCES BERHAD

(Company No.: 630878-X)
(Incorporated in Malaysia under the Companies Act, 1965)



PUBLIC ISSUE OF 11,500,000 NEW ORDINARY SHARES OF RM0.50 EACH COMPRISING:-

- 6,000,000 ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY THE MALAYSIAN PERSONS;
- 3,000,000 ORDINARY SHARES OF RM0.50 EACH TO BUMIPUTERA INVESTORS APPROVED BY THE MINISTRY OF INTERNATIONAL TRADE AND INDUSTRY; AND
- 2,500,000 ORDINARY SHARES OF RM0.50 EACH AVAILABLE FOR APPLICATION BY ELIGIBLE DIRECTORS AND EMPLOYEES, AND BUSINESS ASSOCIATES OF DPS RESOURCES BERHAD AND ITS SUBSIDIARIES; AND

OFFER FOR SALE OF 11,000,000 ORDINARY SHARES OF RM0.50 EACH TO BUMIPUTERA INVESTORS APPROVED BY THE MINISTRY OF INTERNATIONAL TRADE AND INDUSTRY

AT AN ISSUE/OFFER PRICE OF RM0.75 PER ORDINARY SHARE PAYABLE IN FULL ON APPLICATION IN CONJUNCTION WITH ITS LISTING ON THE SECOND BOARD OF BURSA MALAYSIA SECURITIES BERHAD (FORMERLY KNOWN AS MALAYSIA SECURITIES EXCHANGE BERHAD)

FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE "RISK FACTORS" AS SET OUT IN SECTION 3 HEREOF

Adviser, Managing Underwriter, Underwriter And Placement Agent



AmMerchant Bank Berhad

(23742-V) A member of the AmBank Group

RESPONSIBILITY STATEMENTS

THIS PROSPECTUS HAS BEEN SEEN AND APPROVED BY THE PROMOTERS AND DIRECTORS OF DPS RESOURCES BERHAD ("DPS RESOURCES" OR THE "COMPANY"), AND THE OFFERORS, AND THEY COLLECTIVELY AND INDIVIDUALLY ACCEPT FULL RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION CONTAIN HEREIN AND CONFIRM HAVING MADE ALL REASONABLE ENQUIRIES, THAT TO THE BEST OF THEIR KNOWLEDGE AND BELIEF, THERE ARE NO FALSE OR MISLEADING STATEMENT OR OTHER FACTS THE OMISSION OF WHICH WOULD MAKE ANY STATEMENT HEREIN FALSE OR MISLEADING. THE DIRECTORS OF DPS RESOURCES HEREBY ACCEPT FULL RESPONSIBILITY FOR THE PROFIT FORECAST INCLUDED IN THIS PROSPECTUS AND CONFIRM THAT THE PROFIT FORECAST HAVE BEEN PREPARED BASED ON ASSUMPTIONS MADE.

AmMerchant Bank Berhad, BEING THE ADVISER, MANAGING UNDERWRITER, UNDERWRITER AND PLACEMENT AGENT, 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 INITIAL PUBLIC OFFERING AND IS SATISFIED THAT ANY PROFIT FORECAST (FOR WHICH THE DIRECTORS OF DPS RESOURCES ARE FULLY RESPONSIBLE), PREPARED FOR INCLUSION IN THIS PROSPECTUS HAVE BEEN STATED BY THE DIRECTORS OF DPS RESOURCES AFTER DUE AND CAREFUL ENQUIRY AND HAVE BEEN DULY REVIEWED BY THE REPORTING ACCOUNTANTS.

STATEMENTS OF DISCLAIMER

THE SECURITIES COMMISSION HAS APPROVED THE PUBLIC ISSUE AND OFFER FOR SALE IN RESPECT OF THE INITIAL PUBLIC OFFERING AND THAT THE APPROVAL SHALL NOT BE TAKEN TO INDICATE THAT THE SECURITIES COMMISSION RECOMMENDS THE INITIAL PUBLIC OFFERING.

THE SECURITIES COMMISSION SHALL NOT BE LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF DPS RESOURCES AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS DOCUMENT, MAKES NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS AND EXPRESSLY DISCLAIMS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS PROSPECTUS. **INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IN CONSIDERING THE INVESTMENT, INVESTORS WHO ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN SHOULD CONSULT THEIR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.**

BURSA MALAYSIA SECURITIES BERHAD (FORMERLY KNOWN AS MALAYSIA SECURITIES EXCHANGE BERHAD) SHALL NOT BE LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF THE CORPORATION AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS PROSPECTUS, MAKES NO REPRESENTATION AS TO ITS CORRECTNESS OR COMPLETENESS AND EXPRESSLY DISCLAIMS ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS PROSPECTUS. ADMISSION TO THE OFFICIAL LIST IS NOT TO BE TAKEN AS AN INDICATION OF THE MERITS OF THE INVITATION, CORPORATION OR OF ITS SECURITIES.

A COPY OF THIS PROSPECTUS HAS BEEN REGISTERED WITH THE SECURITIES COMMISSION. A COPY OF THIS PROSPECTUS, TOGETHER WITH THE FORMS OF APPLICATION, HAS ALSO BEEN LODGED WITH THE REGISTRAR OF COMPANIES WHO TAKES NO RESPONSIBILITY FOR ITS CONTENTS.

INDICATIVE TIMETABLE

The indicative timing of events leading up to the listing of and quotation for the entire issued and fully paid-up share capital of RM60,000,000 of DPS Resources Berhad ("DPS Resources") comprising 120,000,000 ordinary shares of RM0.50 each ("Shares") on the Second Board of Bursa Malaysia Securities Berhad (formerly known as Malaysia Securities Exchange Berhad) ("Bursa Securities") is set out below:-

Tentative Date	Event
26 July 2004	Issue of Prospectus/opening date of the Initial Public Offering ("IPO")
2 August 2004	Closing date of the IPO *
4 August 2004	Tentative date for balloting of applications
12 August 2004	Tentative listing date on Bursa Securities

Note:-

- * The closing date of the IPO may be extended at the absolute discretion of the Directors of DPS Resources, together with the Managing Underwriter. Any extension of the closing date of the IPO would be announced to the public via notices in a daily Bahasa Malaysia newspaper and a daily English newspaper. Should there be an extension of the closing date, the balloting, allotment of IPO Shares, and listing of DPS Resources may be extended accordingly.

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DEFINITIONS

In this Prospectus, the following abbreviations shall have the following meanings (with singulars or plurals to have correlative meanings) unless otherwise stated:-

Acquisitions	:	Acquisition Of Shantawood, Acquisition Of DPS Industries and Transfer Of DPS Industries collectively
Acquisition Of DPS Industries	:	Acquisition by DPS Resources of 1,100,000 ordinary shares of RM1.00 each in DPS Industries, representing approximately 36.67% of the issued and fully paid-up share capital of DPS Industries, for a purchase consideration of RM3,401,799, satisfied by the issuance of 6,789,832 new DPS Resources Shares at an issue price of approximately RM0.50 per Share
Acquisition Of Shantawood	:	Acquisition by DPS Resources of the entire issued and fully paid-up share capital of Shantawood, comprising 8,662,140 ordinary shares of RM1.00 each, for a purchase consideration of RM39,635,284, satisfied by the issuance of 79,110,168 new DPS Resources Shares at an issue price of approximately RM0.50 per Share
ADA	:	Authorised Depository Agent
ADA Code	:	ADA (Broker) Code
AmMerchant Bank	:	AmMerchant Bank Berhad (23742-V)
Application	:	The application for the IPO Shares by way of Application Form or by way of Electronic Share Application
Application Form(s)	:	The printed Application Form(s) for the application for the IPO Shares
ATM	:	Automated Teller Machine
Board	:	Board of Directors of DPS Resources
Bursa Depository	:	Bursa Malaysia Depository Sdn Bhd (formerly known as Malaysian Central Depository Sdn Bhd) (165570-W)
Bursa Securities	:	Bursa Malaysia Securities Berhad (formerly known as Malaysia Securities Exchange Berhad) (635998-W)
CDS	:	Central Depository System
CCM	:	Companies Commission Of Malaysia
Declaration Of Dividends	:	Declaration of net dividends of RM5,697,759 for the financial year ended 31 December 2003
Directors of DPS Resources	:	Collectively, Datuk Dr Sow Chin Chuan, Datin Chu Kim Guek, Fong Hui Fong, Ismail Harith Merican, Yusof Bin Hj Jantan, Fazrin Azwar Bin Dato' Md Nor, Datuk Haji Jaafar Bin Haji Lajis, Tee Lay Peng and Leong Pooi Wah
DPS Industries	:	DPS Industries Sdn Bhd (35439-A), a wholly-owned subsidiary of DPS Resources
DPS Resources or the Company	:	DPS Resources Berhad (630878-X)
DPS Resources Group	:	DPS Resources and its subsidiaries
Electronic Share Application	:	Application for the IPO Shares through a Participating Financial Institution's ATM

DEFINITIONS (CONT'D)

EPS	:	Earnings per share
Executive Directors of DPS Resources	:	Collectively, Datuk Dr Sow Chin Chuan, Datin Chu Kim Guek and Fong Hui Fong
IPO	:	Initial public offering
IPO Price	:	Issue price and/or offer price of RM0.75 per Share
IPO Shares	:	The Public Issue Shares and Offer Shares, collectively
Issuing House	:	Malaysian Issuing House Sdn Bhd (258345-X)
Listing Scheme	:	Collectively, the Revaluation Of Properties, Declaration Of Dividends, Acquisitions, Restricted Issue, Public Issue, Offer For Sale, And Listing Of And Quotation For DPS Resources Shares
Malaysian Persons	:	Citizens of Malaysia, and companies, societies, co-operatives and institutions incorporated or organised under the laws of Malaysia
Managing Underwriter	:	AmMerchant Bank
MITI	:	Ministry Of International Trade And Industry
Moratorium Shares	:	45% of the enlarged issued and fully paid-up share capital of DPS Resources that is subject to a moratorium
NTA	:	Net tangible assets
ODM	:	Original Design Manufacturer
OEM	:	Original Equipment Manufacturer

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DEFINITIONS (CONT'D)

Offerors : Offerors of the 11,000,000 Offer Shares are as follows:-

Offeror	No. Of DPS Resources Shares Offered
Datuk Dr Sow Chin Chuan	4,853,100
Datin Chu Kim Guek	2,000,000
Eric Sow Yong Shing	12,000
Lapangan Desiran Sdn Bhd	1,163,800
KCA Corporate Services Sdn Bhd	258,600
Datuk Haji Hamid Bin Haji Rahman	250,000
New Ing Suwe @ Wee Kim Siang	250,000
Omar Bin Abdul Aziz	250,000
Huat Hing Rubberwood Sdn Bhd	250,000
Cheah Choon Lim	175,000
Tun Syed Ahmad Al-Haj Bin Syed Mahmud Shahabudin	125,000
T.H. Chuah Sdn Bhd	125,000
Gunasegaran Reddy A/L V. Ramasamy Reddy	125,000
Lam Nyit Wah	125,000
Tan Cheng Yam	125,000
Tan Cheng Eian	125,000
Saleh Bin Othman	75,000
Datuk Tiu Ah Chai	50,000
Dato' Tan Chau Imm	50,000
G-Wood Sdn Bhd	50,000
Looi Si Hock	50,000
Low Ah Choon	50,000
Hamid Sawmill Sdn Bhd	50,000
Modern Hardwood Sdn Bhd	50,000
Tiu Hwee Beng	37,500
Wan Sung	37,500
Ng Yang Hoo @ Ng Peng Lim	25,000
First Multi Carton Industries Sdn Bhd	25,000
Young Ah Yee	25,000
Shum Cheong Thim	25,000
Lim Ai Bee	25,000
Teh Hong Eng	25,000
Poh Lee Chin	25,000
Kilang Papan Sungai Mengkibol Sdn Bhd	25,000
Kilang Papan Sri Madik Sdn Bhd	25,000
Tiu Meng Seng @ Tiu Chee Seng	12,500
Thng Geun Fatt	12,500
Yong Wee Seong	12,500
Tham Ah Ngah	12,500
Lim Wei Siong	12,500
	11,000,000

Offer For Sale : Offer for sale by the Offerors of 11,000,000 DPS Resources Shares, at an offer price of RM0.75 per Shares payable in full upon application, subject to the terms and conditions of this Prospectus

Offer Shares : The 11,000,000 DPS Resources Shares which are the subject of the Offer For Sale

Official List : The list specifying all securities which have been admitted for listing on Bursa Securities and not removed

PAT : Profit after taxation

Participating Financial Institution(s) : Participating financial institutions for Electronic Share Application as listed in section 14

DEFINITIONS (CONT'D)

PBT	:	Profit before taxation
PE Multiple	:	Price earnings multiple
Placement Agent	:	AmMerchant Bank
Public Issue	:	Public issue of 11,500,000 new DPS Resources Shares at an issue price of RM0.75 per Share payable in full upon application, subject to the terms and conditions of this Prospectus
Public Issue Shares	:	The 11,500,000 new DPS Resources Shares which are the subject of the Public Issue
R&D	:	Research and development
Restricted Issue	:	Restricted issue of 22,599,996 new DPS Resources Shares at an issue price of RM0.50 per Share to certain shareholders of DPS Resources
Revaluation Of Properties	:	Revaluation exercise of all the properties of DPS Resources Group pursuant to the Listing Scheme
RM and sen	:	Ringgit Malaysia and sen respectively
ROC	:	Registrar Of Companies
SC	:	Securities Commission
Shantawood	:	Shantawood Manufacturing Sdn Bhd (215539-H), a wholly-owned subsidiary of DPS Resources
Share	:	Ordinary share of RM0.50 each
Transfer Of DPS Industries	:	Transfer of the entire equity interest of Shantawood in DPS Industries upon completion of the Acquisition Of Shantawood, to DPS Resources
Underwriters	:	Collectively, AmMerchant Bank and AmSecurities Sdn Bhd

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CORPORATE DIRECTORY**BOARD OF DIRECTORS**

Name	Address	Profession	Nationality
Datuk Dr Sow Chin Chuan (Executive Chairman and Managing Director)	3 Jalan BJ 25 Taman Bertam Jaya 75250 Cheng Melaka	Businessman	Malaysian
Datin Chu Kim Guek (Executive Director)	3 Jalan BJ 25 Taman Bertam Jaya 75250 Cheng Melaka	Businesswoman	Malaysian
Fong Hui Fong (Executive Director)	13 Jalan Pokok Mangga II Taman Pokok Mangga 75250 Melaka	Marketing Head	Malaysian
Ismail Harith Merican (Non-Independent Non- Executive Director)	9 Jalan 12/19 46200 Petaling Jaya Selangor	Businessman	Malaysian
Yusof Bin Haji Jantan (Non-Independent Non- Executive Director)	19 Jalan Bayan 3 Taman Bukit Katil 75450 Melaka	General Manager	Malaysian
Fazrin Azwar Bin Dato' Md Nor (Independent Non-Executive Director)	15 Jalan Setiamurni 2 Bukit Damansara 50490 Kuala Lumpur	Advocate and solicitor	Malaysian
Datuk Haji Jaafar Bin Haji Lajis (Independent Non-Executive Director)	JA 7000 Seri Mustika Bemban 77200 Melaka	Businessman	Malaysian
Tee Lay Peng (Independent Non-Executive Director)	21 Jalan BU 4/7 Bandar Utama Damansara 47800 Petaling Jaya	Accountant	Malaysian
Leong Pooi Wah (Independent Non-Executive Director)	A-6-3 Kenanga Point Jalan Gelugor 55200 Kuala Lumpur	Accountant	Malaysian

AUDIT COMMITTEE

Name	Designation	Directorship
Tee Lay Peng	Chairman	Independent Non-Executive Director
Leong Pooi Wah	Member	Independent Non-Executive Director
Datuk Dr Sow Chin Chuan	Member	Executive Chairman and Managing Director

COMPANY SECRETARIES

: Lim Li Fang (MAICSA 7012923)
54 Jalan Cheng Perdana 1/11
Taman Desa Cheng Perdana 1
75250 Cheng
Melaka

Ooi Lee Peng (MAICSA 7013294)
199-5 Klebang Kecil
75200 Melaka

CORPORATE DIRECTORY (CONT'D)

- REGISTERED OFFICE** : 195B Taman Melaka Raya
75000 Melaka
Tel: 06-283 2398
- HEAD OFFICE** : Lots 76 and 77 Kawasan Perindustrian Bukit Rambai
75250 Bukit Rambai Melaka
Tel: 06-3512580
E-mail: info@shantawood.com.my
Website: <http://www.shantawood.com.my>
- AUDITORS AND REPORTING ACCOUNTANTS** : Owen Koh & Associates (AF 0043)
195 Taman Melaka Raya
75000 Melaka
Tel: 06-284 6555
- SOLICITORS** : Kamarudin & Partners
Advocates and Solicitors
Suites 12A-06 & 12A-07
Level 12A Heritage House
33 Jalan Yap Ah Shak
50300 Kuala Lumpur
Tel: 03-2698 2622
- Chee Siah Le Kee & Partners
Advocates and Solicitors
105 Taman Melaka Raya
75000 Melaka
Tel: 06-283 3423
- Yap Koon Roy & Associates
Advocates and Solicitors
47-B (1st Floor) Jalan Ong Kim Wee
75300 Melaka
Tel: 06-284 5588
- VALUERS** : Raine & Horne International Zaki + Partners (99440-T)
144/2 Kompleks Munshi Abdullah
Jalan Munshi Abdullah
75100 Melaka
Tel: 06-284 8322
- PRINCIPAL BANKERS** : AmMerchant Bank Berhad (23742-V)
Level 31 Metropolis Tower
Jalan Dato' Abdullah Tahir
80300 Johor Bahru
Tel: 07-334 8799
- : HSBC Bank Malaysia Berhad (127776-V)
777 Jalan Hang Tuah
75300 Melaka
Tel: 06-283 5407
- : Bumiputera Commerce Bank Berhad (13491-P)
1st Floor Graha UMNO
Jalan Hang Tuah
75300 Melaka
Tel: 06-286 4379/286 4380

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CORPORATE DIRECTORY (CONT'D)

- ISSUING HOUSE** : Malaysian Issuing House Sdn Bhd (258345-X)
27th Floor Menara Multi-Purpose
Capital Square
8 Jalan Munshi Abdullah
50100 Kuala Lumpur
Tel: 03-2693 2075
- REGISTRARS AND TRANSFER OFFICE** : Securities Services (Holdings) Sdn Bhd (36869-T)
Level 7 Menara Millenium
Jalan Damanlela
Pusat Bandar Damansara
50490 Kuala Lumpur
Tel: 03-2084 9000
- ADVISER, MANAGING UNDERWRITER AND PLACEMENT AGENT** : AmMerchant Bank Berhad (23742-V)
22nd Floor Bangunan AmBank Group
55 Jalan Raja Chulan
50200 Kuala Lumpur
Tel: 03-20782633/44/55
- UNDERWRITERS** : AmMerchant Bank Berhad (23742-V)
22nd Floor Bangunan AmBank Group
55 Jalan Raja Chulan
50200 Kuala Lumpur
Tel: 03-20782633/44/55
- : AmSecurities Sdn Bhd (92977-U)
15th Floor Bangunan AmBank Group
55 Jalan Raja Chulan
50200 Kuala Lumpur
Tel: 03-20782788
- INDEPENDENT MARKET RESEARCHER** : Infocredit D&B (Malaysia) Sdn Bhd (527570-M)
Level 9-3A Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
50490 Kuala Lumpur
Tel: 03-2718 1000
- LISTING SOUGHT** : Second Board of Bursa Malaysia Securities Berhad (formerly known as Malaysia Securities Exchange Berhad)

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