

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL

6.1 Substantial Shareholders and Promoters

6.1.1 Substantial Shareholders' Shareholdings in the Company

Details of the substantial shareholders and their shareholdings in STC before and after the Offer for Sale are as follows:-

Name	Nationality/ Country of Incorporation	Designation	Number of Shares Held Before the Offer for Sale		Number of Shares Held After the Offer for Sale *	
			←---Direct---> No. of Shares	←---Indirect---> No. of Shares	←---Direct---> No. of Shares	←---Indirect---> No. of Shares
Substantial Shareholders						
OASB	Malaysia	-	45,780,057	-	42,346,637	52.93
NISB	Malaysia	-	20,399,963	-	17,054,369	21.32
WEISB	Malaysia	-	-	45,780,057 ⁽¹⁾	-	42,346,637 ⁽¹⁾
Tan Ah Bah @ Tan Ah Ping	Malaysian	Managing Director	-	45,780,057 ⁽¹⁵⁾	70,000	0.09
Chong Che Chong	Malaysian	Non-Executive Chairman	-	45,780,057 ⁽³⁾	70,000	0.09
Khong Lee Mee	Malaysian	-	-	45,780,057 ⁽⁴⁾	-	42,346,637 ⁽⁴⁾
Hun Boon Lin	Malaysian	-	-	45,780,057 ⁽¹⁶⁾	-	42,416,637 ⁽⁵⁾
Ho Hau Chieh	Malaysian	-	-	45,780,057 ⁽⁶⁾	-	42,346,637 ⁽⁶⁾
Ho So @ Ho Wai Ming	Malaysian	-	-	45,780,057 ⁽⁷⁾	-	42,346,637 ⁽⁷⁾
Pan Kim Foon	Malaysian	Executive Director	-	45,780,057 ⁽¹⁷⁾	70,000	0.09
Tan Chian Miang	Malaysian	-	-	45,780,057 ⁽⁹⁾	-	42,346,637 ⁽⁹⁾
Tan Kok Hian	Malaysian	-	-	45,780,057 ⁽¹⁰⁾	-	42,346,637 ⁽¹⁰⁾
Tan Kok Meng	Malaysian	-	-	45,780,057 ⁽¹¹⁾	-	42,346,637 ⁽¹¹⁾
Mustafa Fauzi Bin Othman	Malaysian	-	-	20,399,963 ⁽¹²⁾	-	17,054,369 ⁽¹²⁾
Mohd Radzi Bin Othman	Malaysian	-	-	20,399,963 ⁽¹³⁾	-	17,054,369 ⁽¹³⁾
Tan Chung Ling	Malaysian	-	-	45,780,057 ⁽¹⁸⁾	54,000	0.07

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

Notes:-

- * Based on the assumption that the eligible Directors and employees will subscribe for their respective entitlements in respect of the Offer Shares reserved for the eligible Directors and employees of the STC Group pursuant to the Offer for Sale
- (1) Deemed interest by virtue of its direct interest in OASB.
 - (2) Deemed interest by virtue of his wife, Pan Kim Foon and his direct interests in OASB, and his wife and daughter, Tan Chung Ling's direct interests in STC.
 - (3) Deemed interest by virtue of his direct and indirect interests in WEISB and OASB.
 - (4) Deemed interest by virtue of her direct interest in OASB, her direct and/or indirect interests in BHSB and WEISB.
 - (5) Deemed interest by virtue of her husband, Chong Che Chong's direct interest in STC and their direct and/or indirect interests in OASB and WEISB.
 - (6) Deemed interest by virtue of his father, Ho So @ Ho Wai Ming and his direct interest in WEISB.
 - (7) Deemed interest by virtue of his son, Ho Hau Chieh and his direct interest in WEISB.
 - (8) Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping and her direct interests in OASB, and her husband and daughter, Tan Chung Ling's direct interests in STC.
 - (9) Deemed interest by virtue of her mother, Khong Lee Mee's direct interest in OASB and her direct and/or indirect interests in BHSB and WEISB.
 - (10) Deemed interest by virtue of his mother, Khong Lee Mee's direct interest in OASB and his direct and/or indirect interests in BHSB and WEISB.
 - (11) Deemed interest by virtue of his mother, Khong Lee Mee's direct interest in OASB and his direct and/or indirect interests in BHSB and WEISB.
 - (12) Deemed interest by virtue of his brother, Mohd Radzi Bin Othman and his direct interest in NISB.
 - (13) Deemed interest by virtue of his brother, Mustafa Fauzi Bin Othman and his direct interest in NISB.
 - (14) Deemed interest by virtue of her father, Tan Ah Bah @ Tan Ah Ping and her mother, Pan Kim Foon's direct interests in STC, and her father and mother's direct interests in OASB.
 - (15) Deemed interest by virtue of his wife, Pan Kim Foon and his direct interests in OASB.
 - (16) Deemed interest by virtue of her husband, Chong Che Chong and her direct interests in WEISB and her husband's direct interest in OASB.
 - (17) Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping and her direct interests in OASB.
 - (18) Deemed interest by virtue of her father, Tan Ah Bah @ Tan Ah Ping and her mother, Pan Kim Foon's direct interests in OASB.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

Notes:-

- ^ Holding less than 5% interest in OASB.
- * Based on the assumption that the eligible Directors and employees will subscribe for their respective entitlements in respect of the Offer Shares reserved for the eligible Directors and employees of the STC Group pursuant to the Offer for Sale
- (1) Deemed interest by virtue of his direct and indirect interests in WEISB and OASB.
- (2) Deemed interest by virtue of his wife, Pan Kim Foon and his direct interests in OASB.
- (3) Deemed interest by virtue of his wife, Pan Kim Foon and his direct interests in OASB, and his wife and daughter, Tan Chung Ling's direct interests in STC.
- (4) Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping and her direct interests in OASB.
- (5) Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping and her direct interests in OASB, and her husband and daughter, Tan Chung Ling's direct interests in STC.
- (6) Deemed interest by virtue of her direct interest in OASB, her direct and/or indirect interests in BHSB and WEISB.
- (7) Deemed interest by virtue of its direct interest in OASB.

6.1.3 Profile of the Substantial Shareholders

(i) OASB

OASB was incorporated as a private limited company in Malaysia under the Act, on 13 March 2004. Its current authorised share capital comprises 100,000 OASB Shares, of which 100,000 OASB Shares have been issued and fully paid-up. It is principally an investment holding company.

The directors and substantial shareholders of OASB and their respective shareholdings as at 15 December 2004 are as follows:

Name	Designation	<---Direct--->		<---Indirect--->	
		No. of OASB shares	%	No. of OASB shares	%
Tan Ah Bah @ Tan Ah Ping	Director	43,150	43.15	9,590 ⁽¹⁾	9.59
Chong Che Chong	Director	3,800	3.80	25,340 ⁽²⁾	25.34
Khong Lee Mee	-	1,060	1.06	29,450 ⁽³⁾	29.45
Pan Kim Foon	Director	9,590	9.59	43,150 ⁽⁴⁾	43.15
WEISB	-	25,340	25.34	-	-
Lee Kuan Meng	Director	7,970	7.97	-	-
Hun Boon Lin	-	-	-	29,140 ⁽⁵⁾	29.14
Ho So @ Ho Wai Ming	-	-	-	25,340 ⁽⁶⁾	25.34
Ho Hau Chieh	-	-	-	25,340 ⁽⁷⁾	25.34
Tan Chian Miang	-	-	-	30,510 ⁽⁸⁾	30.51
Tan Kok Hian	-	-	-	30,510 ⁽⁹⁾	30.51
Tan Kok Meng	-	-	-	30,510 ⁽¹⁰⁾	30.51
Tan Chung Ling	-	-	-	52,740 ⁽¹¹⁾	52.74
Chong Chee Siong	Director	290	0.29	-	-

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

Notes:-

- (1) Deemed interest by virtue of his wife Pan Kim Foon's direct interest in OASB.
- (2) Deemed interest by virtue of his and his wife, Hun Boon Lin's direct interest in WEISB.
- (3) Deemed interest by virtue of her direct and/or indirect interests in WEISB and BHSB.
- (4) Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping's direct interest in OASB.
- (5) Deemed interest by virtue of her direct interest in WEISB and her husband, Chong Che Chong's direct and/or indirect interests in OASB and WEISB.
- (6) Deemed interest by virtue of his son, Ho Hau Chieh and his direct interests in WEISB.
- (7) Deemed interest by virtue of his father, Ho So @ Ho Wai Ming and his direct interests in WEISB.
- (8) Deemed interest by virtue of her direct and indirect interest in BHSB and her mother, Khong Lee Mee's direct interest in WEISB and BHSB.
- (9) Deemed interest by virtue of his direct and indirect interest in BHSB and his mother, Khong Lee Mee's direct interest in WEISB and BHSB.
- (10) Deemed interest by virtue of his direct and indirect interest in BHSB and his mother, Khong Lee Mee's direct interest in WEISB and BHSB.
- (11) Deemed interest by virtue of her father, Tan Ah Bah @ Tan Ah Ping's direct interest in OASB and her mother, Pan Kim Foon's direct interest in OASB.

(ii) NISB

NISB was incorporated as a private limited company in Malaysia under the Act, on 23 August 2002. Its current authorised share capital comprises 100,000 ordinary shares of RM1.00 each, all of which have been issued and fully paid-up. It is principally an investment holding company.

The directors and substantial shareholders of NISB and their respective shareholdings as at 15 December 2004 are as follows:

Name	Designation	<---Direct--->		<---Indirect--->	
		No. of NISB shares	%	No. of NISB shares	%
Mustafa Fauzi Bin Othman	Director	50,000	50.00	50,000 ⁽¹⁾	50.00
Mohd Radzi Bin Othman	Director	50,000	50.00	50,000 ⁽²⁾	50.00

Notes:-

- (1) Deemed interest by virtue of his brother, Mohd Radzi Bin Othman's direct interest in NISB.
- (2) Deemed interest by virtue of his brother, Mustafa Fauzi Bin Othman's direct interest in NISB.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

(a) Mustafa Fauzi bin Othman

Mustafa Fauzi bin Othman, a Malaysian, aged 47, is a director of NISB. In year 1978, he graduated with a Certificate in Mechanical Draughtman from Institut Kemahiran Mara, Kuala Lumpur. Subsequently, in year 1995, he obtained a Certificate in Integrated VHF Communication System from the Worldwide Technical Education Centre, Illinois, United States of America. In year 1980, he joined the Polis Diraja Malaysia and was a Chief Inspector before he resigned in 1997. He then joined Maritime Consortium Management as the Head of Security until 2001. Presently, he is a director of Mandat Bersama Sdn Bhd.

He does not hold any directorships in other public listed companies for the past two (2) years.

(b) Mohd Radzi bin Othman

Mohd Radzi bin Othman, a Malaysian, aged 49, is a director of NISB. His career started in 1977 when he joined Tentera Laut Diraja Malaysia as a communication supervisor. In year 1993, he joined Maritime Consortium Management as a Radio Officer and subsequently was promoted as Purchasing Manager. He resigned and joined Global Carrier Property Sdn Bhd in 1998 as an Assistant Manager, a position which he holds until now.

He does not hold any directorships in other public listed companies for the past two (2) years.

6.1.4 Profile of the Promoters**(i) Chong Che Chong**

Chong Che Chong, aged 51, is the Non-Executive Chairman of STC. His involvement in the Electrical Industrial Equipment Industry began in 1969, when he joined Wong Electrical & Teak Wood Sdn Bhd as a Shop Assistant. Two years later, he was promoted to the position of Sale Executive. From 1973 to 1975, he assumed the role of Sales Manager and General Manager, and was responsible for business development and implementation of marketing strategies of the company. In 1976, together with several partners, he formed Wong Electrical & Teak Wood (Penang) Sdn Bhd to expand the business distribution network to the Northern region of Malaysia. He also assumed the role of Executive Director. In 1978, he was appointed as Executive Director in Wong Electrical & Teak Wood Sdn Bhd. In 1981, the business' distribution network was further enhanced when he formed Wong Electrical & Teak Wood (Selangor) Sdn Bhd together with the same partners. In the same year, he ventured into the lighting business with the incorporation of Wong Lighting (M) Sdn Bhd. Three years later, he continued to expand the business connections when he assumed the role of Executive Director in Soon Fay Sdn Bhd. In 1996, he was appointed as Managing Director of the above mentioned companies.

In 1992, he represented Wong Electrical Industries Sdn Bhd during the commencement of STM and was appointed as Chairman of STM in 1996. He has accumulated vast experience in the electrical business, having worked in the industry for more than 35 years. He provides advice in matters concerning the development, growth and expansion of the STM Group. He also assumes the role of Chairman in all the subsidiaries of STM, save for NKIL.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

Presently, he also holds numerous directorships and business interests in several other private companies, such as Chi-Tak Electrical group of companies and Wong Electrical & Teak Wood group of companies.

(ii) Tan Ah Bah @ Tan Ah Ping

Mr Tan Ah Bah @ Tan Ah Ping, aged 53, is the Managing Director of STC. He is the founder of the STM Group. He brings with him more than 30 years of experience in the Electrical Industrial Equipment Industry and has been instrumental to the growth, success and development of the STM Group. Having gained working experience in the Electrical Industrial Equipment Industry for 6 years from 1972, Mr Tan Ah Bah @ Tan Ah Ping formed Syarikat Success Electronics Trading, a sole proprietorship, which was involved in the manufacturing of electrical apparatus including transformers, electric converters, choke and battery chargers for automobiles. As part of his expansionary plans, in 1980, Mr Tan Ah Bah @ Tan Ah Ping's wife, Madam Pan Kim Foon set up Success Electronics Trading, another sole-proprietorship, to take over the manufacturing and trading of electrical apparatus of Syarikat Success Electronics Trading.

In 1990, with a view to consolidate their business, Mr Tan Ah Bah @ Tan Ah Ping and Madam Pan Kim Foon together with a few other shareholders, incorporated SETM to take over the business activities of Success Electronics Trading. In 1995, STM, acquired all the shares of SETM and became the holding company of SETM.

In 1998, he established STMKT to focus on the local marketing activities of the STM Group and in 1999, DS was established to focus on the manufacture of metal stamping parts. Subsequently, OMI was incorporated in 2000 to focus on the manufacture of metal casings.

Currently, he is responsible for the overall management, strategic business planning and development, decision making and technical advisory of the STC Group. He also assumes the role of Managing Director in all the subsidiaries of STC.

(iii) Pan Kim Foon

Pan Kim Foon, aged 49, is an Executive Director of STC. She advises the STC Group on business strategies and planning, purchasing and management matters. She has 26 years of working experience in the Electrical Industrial Equipment Industry. She started her career with Syarikat Success Electronics Trading as an assistant to her husband, Mr Tan Ah Bah @ Tan Ah Ping. In 1980, she established Success Electronics Trading, a sole proprietorship, to take over the manufacturing and trading of electrical apparatus of Syarikat Success Electronics Trading and was responsible for sales activities. In 1990, she and her husband together with a few shareholders incorporated SETM to take over the business activities of Success Electronics Trading and she was appointed as Executive Director of SETM. She oversees the management functions, strategic business planning and development of the STC Group. She is also the Executive Director in the other subsidiaries of STC, namely STM, STMKT, SESP and NKIL.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)**(iv) Chong Chee Siong**

Chong Chee Siong, aged 44, is the Alternate Director to Chong Che Chong. He is also the Head of Business Development of the STC Group. He is responsible for the STC Group's new market development for both the local and overseas markets, sources and introduce new products for the Research and Development Department and is also involved in other business development activities. He has 28 years of working experience in the Electrical Industrial Equipment Industry. He started his career with Wong Electrical & Teak Wood Sdn Bhd in 1976 as a Sales and Administration Assistant. He was responsible for the goods purchase, indoor and outdoor sales and store control. In 1994, he was appointed as the director of Wong Electrical & Teak Wood (Selangor) Sdn Bhd and assumed this position until now. He oversees the operation, sales and finance of the various companies of the STM Group. He is also a director in several subsidiaries of STM, namely SETM, NKIL, STMKT and SESP.

Presently, he also holds numerous directorships and business interests in other private companies, such as Wong Electrical & Teak Wood (Selangor) Sdn Bhd, Chi-Tak Electrical (Selangor) Sdn Bhd, Kejuruteraan K.K. Sdn Bhd, Natpillar (M) Sdn Bhd, WEISB, Mesh Filtration Sdn Bhd and K.K. Metal Processing Sdn Bhd.

(v) Liang Kok Boon

Liang Kok Boon, aged 44, is the Head of Finance and Corporate Affairs of the STC Group. He is responsible for the STC Group's financial, cashflow and collection matters. He has 25 years of working experience in the Electrical Industrial Equipment Industry. He started his career with Syarikat Petaling Letrik Sdn Bhd in 1979 as a Sales and Administration Assistant. He was responsible for the goods purchase and indoor and outdoor sales. He left in 1987 to form Chi-Tak Electrical (Selangor) Sdn Bhd as a director cum shareholder. In 1991, he was appointed as a Director of STM and SETM and assumed this position until now. He is responsible in overseeing the operation, sales and finance of the companies of the STM Group. He is also a director of a few subsidiaries of STM, namely, SETM, NKIL, STMKT and SESP.

Presently, he also holds numerous directorships in several private companies, such as Chi-Tak Electrical (Selangor) Sdn Bhd, Chi-Tak Control Instruments (Selangor) Sdn Bhd, Chi-Tak Holdings Sdn Bhd, Chi-Tak Electrical (KL) Sdn Bhd, Bestlite Electrical Sdn Bhd and Beaconlite Electrical Supplier Sdn Bhd.

(vi) Yeoh Cheng Twan @ Yeoh Kong Liang

Yeoh Cheng Twan @ Yeoh Kong Liang, aged 57, is an indirect shareholder of STC. He has 35 years of working experience in the electrical business. He started his career in 1967, as a shop assistant with Hwa Foong Electric Company Sdn Bhd. In 1971, he left for Mekolite Industry Sdn Bhd as a sales representative. In 1975, he formed Syarikat See Wide Letrik Sdn Bhd with two partners and was appointed as Executive Director. He then assumed the role of Managing Director in 1999, a position he holds till today. He is responsible for the overall management, formulation and implementation of marketing strategies and financial management of the company. He is also a director of a few other private companies established in Malaysia. He is a member of The Electrical & Electronics Association of Malaysia (TEEAM).

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

(vii) Lee Kuan Meng

Lee Kuan Meng, aged 46, is an indirect shareholder of STC. He has 30 years of working experience in the electrical business. He started his career with Wong Electrical & Teak Wood Sdn Bhd in 1975, as Sales Executive. In 1981, he formed Chi-Tak Electrical Sdn Bhd with a few partners and is presently the Managing Director of the company. He is responsible for overall management, financial management of the company and implementation of marketing strategies and financial management of the company. He is also the director of a few other private companies established in Malaysia. He is a member of the Penang Electrical & Electronics Association of Malaysia (PEMA).

(viii) Khong Lee Mee

Khong Lee Mee, aged 53, is an indirect shareholder of STC. She started her career with Chan & Folk Public Accountant in 1969 as an Accounts Executive. In 1976, she became a partner of Syarikat See Wide Letrik Sdn Bhd and was appointed as a Non-Executive Director. In 1996, she joined Wong Lighting (M) Sdn Bhd as the Finance Manager. She is responsible for the business operation and financial planning of the company.

She is also a director of several other private companies established in Malaysia, namely, Translite Electric Sdn Bhd, Syarikat See Wide Letrik Sdn Bhd, See Wide Industries Sdn Bhd, Treasured Heights Sdn Bhd and Honest Theme Sdn Bhd.

(ix) BHSB

BHSB was incorporated as a private limited company in Malaysia under the Act on 9 February 1995. Its current authorized share capital comprises 5,000,000 ordinary shares of RM1.00 each, of which 2,277,102 ordinary shares of RM1.00 each have been issued and paid-up. Its principal activities are that of investment and property holding.

The substantial shareholders of BHSB and their respective shareholdings as at 15 December 2004 are as follows:-

Name	Nationality	Direct		Indirect	
		No. of BHSB shares	%	No. of BHSB shares	%
Khong Lee Mee	Malaysian	569,277	25.0	1,707,825 ⁽¹⁾	75.0
Tan Chian Miang	Malaysian	569,275	25.0	1,707,827 ⁽²⁾	75.0
Tan Kok Hian	Malaysian	569,275	25.0	1,707,827 ⁽³⁾	75.0
Tan Kok Meng	Malaysian	569,275	25.0	1,707,827 ⁽⁴⁾	75.0

Notes:-

- (1) Deemed interest by virtue of her children, Tan Chian Miang, Tan Kok Hian and Tan Kok Meng's, direct interests in BHSB.
- (2) Deemed interest by virtue of her mother, Khong Lee Mee and her brothers, Tan Kok Hian and Tan Kok Meng's, direct interests in BHSB.
- (3) Deemed interest by virtue of his mother, Khong Lee Mee, his sister, Tan Chian Miang and his brother, Tan Kok Meng's, direct interests in BHSB.
- (4) Deemed interest by virtue of his mother, Khong Lee Mee, his sister, Tan Chian Miang and his brother, Tan Kok Hian's, direct interests in BHSB.

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The directors of BHSB and their respective shareholdings as at 15 December 2004 are as follows:-

Name	Designation	Direct		Indirect	
		No. of BHSB shares	%	No. of BHSB shares	%
Khong Lee Mee	Director	569,277	25.0	1,707,825 ⁽¹⁾	75.0
Tan Chian Miang	Director	569,275	25.0	1,707,827 ⁽²⁾	75.0
Tan Kok Hian	Director	569,275	25.0	1,707,827 ⁽³⁾	75.0

Notes:-

- (1) Deemed interest by virtue of her children, Tan Chian Miang, Tan Kok Hian and Tan Kok Meng's, direct interests in BHSB.
- (2) Deemed interest by virtue of her mother, Khong Lee Mee and her brothers, Tan Kok Hian and Tan Kok Meng's, direct interests in BHSB.
- (3) Deemed interest by virtue of his mother, Khong Lee Mee, his sister, Tan Chian Miang and his brother, Tan Kok Meng's, direct interests in BHSB.

(x) WEISB

WEISB was incorporated as a private limited company in Malaysia under the Act on 31 October 1987. Its current authorised share capital comprises 10,000,000 ordinary shares of RM1.00 each, of which 2,790,003 ordinary shares have been issued and fully paid-up. Its principal activities are that of investment and property holding.

The substantial shareholders of WEISB their respective shareholdings as at 15 December 2004 are as follows:-

Name	Nationality	Direct		Indirect	
		No. of WEISB shares	%	No. of WEISB shares	%
Chong Che Chong	Malaysian	269,013	9.64	392,400 ⁽¹⁾	14.06
Hun Boon Lin	Malaysian	392,400	14.06	269,013 ⁽²⁾	9.64
Khong Lee Mee	Malaysian	530,613	19.02	-	-
Ho Hau Chieh	Malaysian	350,400	12.56	257,273 ⁽³⁾	9.22
Ho So @ Ho Wai Ming	Malaysian	257,273	9.22	350,400 ⁽⁴⁾	12.56
Low Cheok	Singaporean	164,148	5.89	-	-
Tan Chian Miang	Malaysian	-	-	530,613 ⁽⁵⁾	19.02
Tan Kok Hian	Malaysian	-	-	530,613 ⁽⁶⁾	19.02
Tan Kok Meng	Malaysian	-	-	530,613 ⁽⁶⁾	19.02

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

Notes:-

- (1) Deemed interest by virtue of his wife, Hun Boon Lin's direct interest in WEISB.
- (2) Deemed interest by virtue of her husband, Chong Che Chong's direct interest in WEISB.
- (3) Deemed interest by virtue of his father, Ho So @ Ho Wai Ming's direct interest in WEISB.
- (4) Deemed interest by virtue of his son, Ho Hau Chieh's direct interest in WEISB.
- (5) Deemed interest by virtue of her mother, Khong Lee Mee's direct interest in WEISB.
- (6) Deemed interest by virtue of his mother, Khong Lee Mee's direct interest in WEISB.

The directors of WEISB and their respective shareholdings as at 15 December 2004 are as follows:-

Name	Designation	Direct		Indirect	
		No. of WEISB shares	%	No. of WEISB shares	%
Chong Che Chong	Director	269,013	9.64	392,400 ⁽¹⁾	14.06
Chong Chee Siong	Director	46,957	1.68	-	-
Ho So @ Ho Wai Ming	Director	257,273	9.22	350,400 ⁽²⁾	12.56
Tan Chian Miang	Director	-	-	530,613 ⁽³⁾	19.02

Notes:-

- (1) Deemed interest by virtue of his wife, Hun Boon Lin's direct interest in WEISB.
- (2) Deemed interest by his virtue of his son, Ho Hau Chieh's direct interest in WEISB.
- (3) Deemed interest by virtue of her mother, Khong Lee Mee's direct interests in WEISB.

6.1.5 Substantial Shareholders' and Promoters' Directorships and Substantial Shareholdings in Other Public Corporations for the Past Two (2) Years

None of the substantial shareholders and Promoters has any directorships or substantial shareholdings in other public corporations for the past two (2) years up to 15 December 2004.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

6.1.6 Changes in the Substantial Shareholders' and Promoters' Shareholdings in STC

The changes in the substantial shareholders and Promoters' shareholdings in STC since the date of incorporation of STC up to 15 December 2004 are as follows:-

	No. of Shares held as at date of incorporation				No. of Shares held After the Offer for Sale**			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Substantial shareholders/ Promoters								
Lee Yew Keong	2	50.00	-	-	2	*	-	-
Siew Thean Chye	2	50.00	-	-	2	*	-	-
OASB	-	-	-	-	42,346,637	52.93	-	-
NISB	-	-	-	-	17,054,369	21.32	-	-
WEISB	-	-	-	-	-	-	42,346,637 ⁽¹⁾	52.93
Tan Ah Bah @ Tan Ah Ping	-	-	-	-	70,000	0.09	42,470,637 ⁽²⁾	53.09
Chong Che Chong	-	-	-	-	70,000	0.09	42,346,637 ⁽³⁾	52.93
Khong Lee Mee	-	-	-	-	-	-	42,346,637 ⁽⁴⁾	52.93
Hun Boon Lin	-	-	-	-	-	-	42,416,637 ⁽⁵⁾	53.02
Ho Hau Chieh	-	-	-	-	-	-	42,346,637 ⁽⁶⁾	52.93
Ho So @ Ho Wai Ming	-	-	-	-	-	-	42,346,637 ⁽⁷⁾	52.93
Pan Kim Foon	-	-	-	-	70,000	0.09	42,470,637 ⁽⁸⁾	53.09
Tan Chian Miang	-	-	-	-	-	-	42,346,637 ⁽⁹⁾	52.93
Tan Kok Hian	-	-	-	-	-	-	42,346,637 ⁽¹⁰⁾	52.93
Tan Kok Meng	-	-	-	-	-	-	42,346,637 ⁽¹¹⁾	52.93
Mustafa Fauzi Bin Othman	-	-	-	-	-	-	17,054,369 ⁽¹²⁾	21.32
Mohd Radzi Bin Othman	-	-	-	-	-	-	17,054,369 ⁽¹³⁾	21.32
Tan Chung Ling	-	-	-	-	54,000	0.07	42,486,637 ⁽¹⁴⁾	53.11

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

	No. of Shares held as at date of incorporation				No. of Shares held After the Offer for Sale**			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
(cont'd)								
BHSB	-	-	-	-	-	-	^	^
Chong Chee Siong	-	-	-	-	45,000	0.06	^	^
Liang Kok Boon	-	-	-	-	45,000	0.06	^	^
Yeoh Cheng Twan @ Yeoh Kong Liang	-	-	-	-	-	-	^	^
Lee Kuan Meng	-	-	-	-	-	-	^	^

Notes:-

* Negligible

^ Holding less than 5% interest in OASB.

** Based on the assumption that the eligible Directors and employees will subscribe for their respective entitlements in respect of the Offer Shares reserved for the eligible Directors and employees of the STC Group pursuant to the Offer for Sale

(1) Deemed interest by virtue of its direct interest in OASB.

(2) Deemed interest by virtue of his wife, Pan Kim Foon and his direct interests in OASB, and his wife and daughter, Tan Chung Ling's direct interests in STC.

(3) Deemed interest by virtue of his direct and indirect interests in WEISB and OASB.

(4) Deemed interest by virtue of her direct interest in OASB, her direct and/or indirect interests in BHSB and WEISB.

(5) Deemed interest by virtue of her husband, Chong Che Chong's direct interest in STC and their direct and/or indirect interests in OASB and WEISB.

(6) Deemed interest by virtue of his father, Ho So @ Ho Wai Ming and his direct interest in WEISB.

(7) Deemed interest by virtue of his son, Ho Hau Chieh and his direct interest in WEISB.

(8) Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping and her direct interests in OASB, and her husband and daughter, Tan Chung Ling's direct interests in STC.

(9) Deemed interest by virtue of her mother, Khong Lee Mee's direct interest in OASB and her direct and/or indirect interests in BHSB and WEISB.

(10) Deemed interest by virtue of his mother, Khong Lee Mee's direct interest in OASB and his direct and/or indirect interests in BHSB and WEISB.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

- (11) Deemed interest by virtue of his mother, Khong Lee Mee's direct interest in OASB and his direct and/or indirect interests in BHSB and WEISB.
- (12) Deemed interest by virtue of his brother, Mohd Radzi Bin Othman and his direct interest in NISB.
- (13) Deemed interest by virtue of his brother, Mustafa Fauzi Bin Othman and his direct interest in NISB.
- (14) Deemed interest by virtue of her father, Tan Ah Bah @ Tan Ah Ping and her mother, Pan Kim Foon's direct interest in STC, and her father and mother's direct interests in OASB.

6.2 Directors

6.2.1 Directors' Shareholdings in the Company

The Directors of STC, all of whom are Malaysians, and their respective shareholdings in STC before and after the Offer for Sale are as follows:-

	Designation	No. of Shares Held Before the Offer for Sale				No. of Shares Held After the Offer for Sale*			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Chong Che Chong	Non-Executive Chairman	-	-	45,780,057 ⁽¹⁾	57.23	70,000	0.09	42,346,637 ⁽¹⁾	52.93
Tan Ah Bah @ Tan Ah Ping	Managing Director	-	-	45,780,057 ⁽⁴⁾	57.23	70,000	0.09	42,470,637 ⁽²⁾	53.09
Pan Kim Foon	Executive Director	-	-	45,780,057 ⁽⁵⁾	57.23	70,000	0.09	42,470,637 ⁽³⁾	53.09
Woh Way Cheang	Executive Director	-	-	-	-	70,000	0.09	-	-
Chong Kian Soon	Independent Non-Executive Director	-	-	-	-	35,000	0.04	-	-
Liew G Hoe @ Liew Chee Hoe	Independent Non-Executive Director	-	-	-	-	35,000	0.04	-	-
Chong Chee Siong	Alternate Director to Chong Che Chong	-	-	^	^	45,000	0.06	^	^

Notes:

^ Holding less than 5% interest in OASB.

* Based on the assumption that the eligible Directors and employees will subscribe for their respective entitlements in respect of the Offer Shares reserved for the eligible Directors and employees of the STC Group pursuant to the Offer for Sale.

(1) Deemed interest by virtue of his direct and indirect interests in WEISB and OASB.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL(Cont'd)

- (2) *Deemed interest by virtue of his wife, Pan Kim Foon and his direct interests in OASB, and his wife and daughter, Tan Chung Ling's direct interests in STC.*
- (3) *Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping and her direct interests in OASB, and husband and daughter, Tan Chung Ling's direct interests in STC.*
- (4) *Deemed interest by virtue of his wife, Pan Kim Foon and his direct interests in OASB.*
- (5) *Deemed interest by virtue of her husband, Tan Ah Bah @ Tan Ah Ping and her direct interests in OASB.*

6.2.2 Profile of the Directors
(i) Chong Che Chong

Please refer to Section 6.1.4 (i) above.

(ii) Tan Ah Bah @ Tan Ah Ping

Please refer to Section 6.1.4 (ii) above.

(iii) Pan Kim Foon

Please refer to Section 6.1.4 (iii) above.

(iv) Woh Way Cheang

Woh Way Cheang, aged 42, is an Executive Director of STC. He is also the Head of Operations overseeing the manufacturing operations, assisting in overall strategic planning and the business development of the STC Group. He has 17 years of working experience in the Electrical Industrial Equipment Industry. He graduated from Kolej Tunku Abdul Rahman with a Diploma in Technology Materials Engineering in 1986. In 1993, he obtained his Mechanical Engineering Degree from the Institution of Mechanical Engineer, United Kingdom.

His career started in 1987 when he joined Matsushita Refrigerator Bedok in Singapore for 3 years as a Technician and left as Line Leader for production control and machine repair. In 1990, he left to join Sumitomo Electric Sintered Components Sdn Bhd as a Production Foreman and subsequently promoted as Production Executive. In 1994, he joined Akoko Sdn Bhd as Production Engineer and was subsequently promoted as Assistant Manager. He was responsible for the management of the manufacturing of mountain bike. In 1995, he joined SETM as a Production Manager and later was promoted to Operations Manager in 1997. Subsequently in 2000, he was promoted to General Manager, a position he holds until now. From 1999 to 2000, he was appointed as the Directors of DS and OMI respectively.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

(v) Chong Kian Soon

Chong Kian Soon, aged 33, is an Independent Non-Executive Director of STC. Chong Kian Soon has almost 10 years of audit experience. He is a member of the Malaysian Institute of Certified Public Accountants ("MICPA") and a Chartered Member of the Institute of Internal Auditors Malaysia ("IIAM"). He joined Price Waterhouse (now known as PricewaterhouseCoopers) in 1995 and was trained and qualified as a member of MICPA in 1998. He left PricewaterhouseCoopers in 2001 and established his consulting practice.

Currently, he is the Managing Director of IA Capital Sdn Bhd which specialises in providing governance advisory service. In addition, he is leading IA Academy, an academy division, jointly with Columbus Circle Technologies Sdn Bhd, a MSC status company in providing professional development program.

(vi) Liew G Hoe @ Liew Chee Hoe

Liew G Hoe @ Liew Chee Hoe, aged 68, is an Independent Non-Executive Director of STC. He graduated with a degree in electrical engineering from the University of Manchester (U.K.) in 1958. Thereafter, he joined the Lembaga Elektrik Negara in 1959 as engineer. He resigned in 1972 to join Tamco Cutler Hammer as an Electrical Engineer and was subsequently promoted to Work Manager. In 1975, he left Tamco Cutler Hammer to form G.H. Liew Engineering Services Sdn Bhd which provides maintenance and testing in electrical engineering. Mr Liew was the past President of The Electrical & Electronic Association of Malaysia (TEEAM) from 1989 to 1993. He was also the President of the Asean Federation of Electrical Engineering Contractors from 1987 to 1989.

(vii) Chong Chee Siong

Please refer to Section 6.1.4 (iv) above.

6.2.3 Directorships and Substantial Shareholdings in Other Public Corporations for the Past Two (2) Years

None of the Directors has any directorships and substantial shareholdings in any public corporations for the past two (2) years up to 15 December 2004.

6.2.4 Directors' Remuneration and Benefits

The aggregate remuneration and benefits of the Directors of STC for services in all capacities to STC and its subsidiaries for the FYE 2003 and the eight (8) months financial period ended 31 August 2004 amounted to RM1,758,360 and RM1,075,120 respectively. For the FYE 2004, the amount payable to the Directors for services rendered to the STC Group in the aforesaid capacities is estimated to be RM1,624,948. Details of aggregate remuneration are as follows:-

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

Range (RM'000)	FYE 2003	Eight (8) Months Financial Period Ended 31 August 2004	FYE 2004
	Number of Directors	Number of Directors	Number of Directors
0 - 50	2	4*	5
50 - 100	2	2*	2
100 - 200	3	3*	3
Above 200	4	2*	3

Note:

* The Directors' remuneration and benefits include provision for bonus, directors' fee and incentive for the eight (8) months financial period ended 31 August 2004, which may be revised at the conclusion of the FYE 2004 subject to final decision from the management of STC.

6.3 Audit Committee

The composition of the Audit Committee is as follows:

Name	Designation	Directorship
Chong Kian Soon	Chairman	Independent Non-Executive Director
Woh Way Cheang	Member	Executive Director
Liew G Hoe @ Liew Chee Hoe	Member	Independent Non-Executive Director

The Audit Committee of the Company is appointed by the Board and is responsible for reviewing issues of accounting policies and presentation for external financing reporting, monitoring the work of the internal audit function and ensuring that an objective and professional relationship is maintained with the external auditors who in turn have access at all times to the Chairman of the Audit Committee.

The Audit Committee reviews, amongst others, any related party transactions and potential and current conflict of interest within the Group. The Audit Committee periodically reviews the procedures set by the Company to monitor any related party transactions to ensure that these transactions are carried out on normal commercial terms not more favourable to the related parties than those generally available to the third parties, dealing at arm's length and are not the detrimental to the Company's minority shareholders. All reviews by the Audit Committee are reported to the Board for its further action.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL *(Cont'd)*

6.4 Key Management and Key Technical Personnel

6.4.1 Key Management and Key Technical Personnel's Shareholdings in STC

Details of the key management and key technical personnel's shareholding in STC before and after the Offer for Sale are as follows:-

	Designation	No. of Shares Held Before the Offer for Sale				No. of Shares Held After the Offer for Sale*			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Chong Chee Siong	Head of Business Development	-	-	^	^	45,000	0.06	^	^
Woh Way Cheang	Head of Operations	-	-	-	-	70,000	0.09	-	-
Liang Kok Boon	Head of Finance and Corporate Affairs	-	-	^	^	45,000	0.06	^	^
Tan Chung Ling	Business Development Manager	-	-	45,780,057 ⁽¹⁾	57.23	54,000	0.07	42,486,637 ⁽²⁾	53.11
Chan Ah Weng	Research and Development Advisor	-	-	-	-	35,000	0.04	-	-
Wong Wai Hung	Finance Manager	-	-	-	-	40,000	0.05	-	-
Kang Chong Ying	Production Manager	-	-	-	-	40,000	0.05	-	-
Siti Rohayu Bt. Mustaffa	Personnel Officer	-	-	-	-	20,000	0.03	-	-
Lee Bee Hwee	Export Manager	-	-	-	-	30,000	0.04	-	-
Fong Yit Sin	Sales Manager	-	-	-	-	40,000	0.05	-	-
Chow Chee Meng	Sales Manager	-	-	-	-	40,000	0.05	-	-
Chang Poay Hee	Technical Manager	-	-	-	-	50,000	0.06	-	-
See Saw Ming	Purchasing Manager	-	-	-	-	30,000	0.04	-	-

Notes:-

^ Holding less than 5% interest in OASB.

* Based on the assumption that the eligible Directors and employees will subscribe for their respective entitlements in respect of the Offer Shares reserved for the eligible Directors and employees of the STC Group pursuant to the Offer for Sale.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL *(Cont'd)*

- (1) *Deemed interest by virtue of her father, Tan Ah Bah @ Tan Ah Ping and her mother, Pan Kim Foon's direct interests in OASB.*
- (2) *Deemed interest by virtue of her father, Tan Ah Bah @ Tan Ah Ping and her mother, Pan Kim Foon's direct interests in STC, and her father and mother's direct interests in OASB.*

6.4.2 Profile of the Key Management and Key Technical Personnel

(i) **Chong Chee Siong**

Please refer to Section 6.1.4 (iv) above.

(ii) **Woh Way Cheang**

Please refer to Section 6.2.2 (iv) above.

(iii) **Liang Kok Boon**

Please refer to Section 6.1.4 (v) above.

(iv) **Tan Chung Ling**

Tan Chung Ling, aged 27, is the Business Development Manager of STMKT. She has 3 years of working experience since 2001. In 1999, she obtained her Bachelor of Commerce from Murdoch University, Australia. In 2001, she obtained her Masters of Electronic Commerce from Curtin University in Australia. Her career started in 2001 when she joined SETM as International Sales Coordinator. Subsequently in 2003, she was transferred internally to STMKT as Marketing Executive, involved in marketing activities, such as marketing planning, products sales and promotion. In 2004, she was promoted to Business Development Manager of STMKT. She is responsible for business strategic planning, market planning and developing new markets.

(v) **Chan Ah Weng**

Chan Ah Weng, aged 50, is the Research & Development ("R & D") Advisor of SETM. He graduated from Nanyang Institute of Electronics and started his career in 1975 as a technician with Power Electronics Sdn Bhd, an electronics and electrical products manufacturer in power supply, uninterrupted power supply, battery charger and transformers. He was then promoted as the Production cum Technical Supervisor in 1978 and was responsible for monitoring the production operations and assisted in products designs. Subsequently, in 1980, he was further promoted as the R&D and Technical Support Executive and was responsible for the company's R&D and overall technical support.

In 1988, he joined HC Electronics Sdn Bhd as a R&D Director and was in-charge of the overall R&D and design of the company's ranges of electronics and electrical products especially battery chargers, uninterrupted power supply, power supply, stabilizers, automatic voltage regulator, transformer and etc. He then left the company in 1995 and joined Control System Integrator Sdn Bhd as Support Engineer in charge of providing technical support for the company's products.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

In 1996, he joined SETM as the R&D Support Engineer and was responsible for R&D, new products technical designs, application and feasibility study of the STM Group. In 2003, he was promoted as the R&D Advisor, a position he assumes until now. His area of responsibilities include providing technical advisory on the STM Group's new products R&D and technical design including development of new ranges of products and is also in charge of ensuring that the existing product specification enhancement and performance improvement meets customers expectation.

(vi) Wong Wai Hung

Wong Wai Hung, aged 37, is the Finance Manager of SETM. He is responsible for the STC Group's management and financial accounting, audit, taxation, trade mark and regulatory compliance and secretarial matters. He has 13 years of working experience in financial and accounting management. He graduated from the Tunku Abdul Rahman College with a Diploma in Commerce, majoring in Management Accounting, in 1991. He is an Associate Member and Chartered Management Accountant of the Chartered Institute of Management Accountants (CIMA) since 1997. In the same year he was admitted to the Malaysia Institute of Accountants (MIA) as associate member and became a Chartered Accountant of MIA in 2001. In 2004, he obtained his Master of Business Administration (Electronic Commerce) from Charles Stuart University, Australia.

He started his career in an audit firm, Messrs Ong & Wong as an Audit Trainee in 1989. In 1991, he joined a housing developing firm named Chong Kee Ling & Son as an Account Assistant for a year. Thereafter, he worked in a manufacturing company, EAC Rubber Industries (M) Sdn Bhd as an Account Supervisor from 1991 to 1993. In 1993, he joined NKK International (M) Sdn Bhd, a main contractor of gas pipeline, as an Assistant Accountant. After 2 years of experience, he left to join another company which is engaged in the general building and civil contractor, Cahaya Kelang Construction Sdn Bhd, as an Accountant. He was responsible for the overall financial management of the construction group, taxation, audit and secretarial matters, and led in evaluating and implementing the computerisation project accounting system for the company. In 1998, he joined SETM as a Finance Manager and is presently in charge of the overall financial and accounting management, audit and secretarial matters, banking and finance and regulatory compliance matters of all subsidiary companies of STC.

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6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)**(vii) Kang Chong Ying**

Kang Chong Ying, aged 44, is the Production Manager of SETM. He graduated from the Institute of Commercial Management in Dorset, England with a Diploma in Business Studies in 1989 and in 2001, he obtained his Certificate in Electronics from Nanyang Institute of Electronics in Kuala Lumpur. He has 25 years of working experience since his career started in 1979 when he joined Jack Chia & Co. (M) Sdn Bhd, a manufacturer and distributor of confectionery and over-the-counter products, as a Store worker. Subsequently in 1981, he was promoted to Store Assistant and thereafter, he was promoted as the Assistant Storekeeper and was fully responsible for the entire Petaling Jaya store. In 1985, he left to join Clipsal (M) Sdn Bhd as a Storekeeper and was promoted as a Sales Executive of the company in 1989.

In 1991, he joined Athens Electric Sdn Bhd as a Production Supervisor and was responsible for the supervision of production operators, basic production planning and scheduling. In 1994, he joined SETM as a Production Supervisor and later was promoted as a Production Manager in 2000, a position he assumes until now. He is responsible for the production plans and programmes, coordinating and controlling all production activities, and he is the Quality Management Representative for SETM's ISO 9001 quality management system. He is an Associate Member of the Institute of Commercial Management since 1990 and Full Member of the Institute of Commercial Management in 1997.

(viii) Siti Rohayu Bt. Mustaffa

Siti Rohayu Bt. Mustaffa, aged 29, is the Personnel Officer of SETM. She has 5 years of working experience in payroll, staff training and management of human resource matters. She graduated from the University of Malaya with a Sarjana Muda Pengajian Melayu in 1999. She started her career with SETM in 1999 as a personal clerk in Human Resource & Administration Division and thereafter in 2000, she was promoted as a Personnel Officer, a position she holds until now.

(ix) Lee Bee Hwee

Lee Bee Hwee, aged 31, is the Export Manager of SETM. She graduated from the University of Malaya with a Degree in Bachelor of Arts and Social Science in 1998. Between 1991 to 1995, while continuing her tertiary education, she worked as a temporary staff in Southern Tiling & Construction Sdn Bhd, a renovation, material supply and construction company during her semester break. In 1996, she worked on a part time basis as a General & Purchasing Clerk in Trinion Engineering and Trading Sdn Bhd and then as a Research Assistant in the Faculty of Arts & Science at University of Malaya and was involved in the survey on community development and social networks. In 1998, she joined SETM as a Quality System Executive. In 2000, she was promoted to Production Executive and in the same year, she assumed the position of Senior International Sales Coordinator. In 2004, she was further promoted to Export Manager, primarily responsible for the sales to export market.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)**(x) Fong Yit Sin**

Fong Yit Sin, aged 34, is the Sales Manager of STMKT. He has 8 years of working experience in production and 6 years of sales experience. He started his career in 1989, in a steel manufacturing company, Assab Steel Sdn Bhd as an operator. In 1993, he was then transferred to Assab Heat Treatment Sdn Bhd, as a Production Officer and was responsible for overseeing the production line. In 1994, he left to join an advertisement company, Inkjet Images Sdn Bhd as operator and was subsequently promoted as Assistant Production Manager in 1996. He was responsible for overseeing the production department and maintenance of machine.

In 1997, he joined SETM as a Sales Executive and was responsible for handling the local and dealer accounts. In 1998, he was transferred to STMKT. In 1999, he was promoted to Assistant Manager, overseeing the daily operations of sales department's matters related to the local sales. In 2004, he was promoted to Sales Manager for West Malaysia Central Regions and East Malaysia. His main responsibilities include monitoring local sales activities, such as sales targets, gathering market information and other sales activities that may add value to STMKT's sales.

(xi) Chow Chee Meng

Chow Chee Meng, aged 35, is the Sales Manager of STMKT. He started his career in 1991 with Syarikat Fook Tai, a textile company, as a Manager. He was responsible for overseeing the goods purchase, store control and he was also the member of the management committee. In 1997, he left to join SETM as a Sales Executive and handled the local dealers account. In 1998, he was transferred to STMKT. In 1999, he was promoted to Assistant Sales Manager. Subsequently, in 2004, he was promoted as the Sales Manager for West Malaysia, overseeing the marketing activities in the northern and southern regions. He is responsible for the marketing planning, product price control and conduct training for junior sales person. He is also the member of the committee of the sales management team.

(xii) Chang Poay Hee

Chang Poay Hee, aged 47, is the Technical Manager in the Quality Assurance Department of SETM. He graduated from Institute Technology Jaya with an Electrical and Electronics Engineering City & Guide-Full Technical Certification in 1985. He started his career in 1998 with National Semiconductor Sdn Bhd as a Technical Assistant. In 1990, he left to join Sumitomo Electric Sintered Components Sdn Bhd as a Maintenance Foreman. In 1992, he joined USG (Fareast) Sdn Bhd as the Maintenance Manager. He was responsible for the plant machineries preventive and maintenance programme and carried out improvement on machineries. He joined SETM in 1995 as a Technical Manager, a position he assumes until now. His areas of responsibilities include overseeing the quality control, maintenance and technical departments, new products evaluation, customer technical support, and product standard approvals by government bodies.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

(xiii) See Saw Ming

See Saw Ming, aged 32, is the Purchasing Manager of SETM. She has 12 years of working experience in purchasing and sourcing of company's raw material and parts. She graduated from Wawasan Institute under Gorseman College with a Diploma in Business Studies in 1997. She began her career with CS Metal Industries (M) Sdn Bhd in 1992 as a Purchasing Clerk. After serving the company for a year, she joined Makonka Electronics Sdn Bhd as Assistant Buyer. During her employment in the company, she was promoted to Senior Buyer cum Sourcing Supervisor and subsequently, as Import Shipping Supervisor in 1997. She was responsible for the sourcing of the electrical and electronic components and parts as well as follow up on quality and delivery for the local and overseas purchases. In 1998, she joined SETM as a Purchasing Executive. In 2004, she was promoted to Purchasing Manager. She is responsible for the overseas and local sourcing as well as delivery, quality and shipping of imported raw materials.

6.5 Declaration from the Directors, Key Management and Key Technical Personnel

Save as disclosed below, as at 15 December 2004, none of the Directors of STC or key management and key technical personnel of the STC Group has been involved, either in or outside Malaysia, in any of the following:-

- (i) a petition under any bankruptcy or insolvency laws that was filed (and not struck out) against such person or any partnership in which he is or was a partner or any corporation of which he is or was a director or key personnel;
- (ii) charged and/or convicted in a criminal proceeding or is named subject to a pending criminal proceeding; and
- (iii) the subject of any order, judgment or ruling of any court, tribunal or governmental body of competent jurisdiction permanently or temporarily enjoining him from acting as an investment adviser, dealer in securities, director or employee of a financial institution engaging in any type of business practice or activity.

6.6 Relationships

Save as disclosed below, as at 15 December 2004, none of the substantial shareholders, Promoters, Directors, key management and key technical personnel are related to each other:

- (i) Pan Kim Foon is the wife of Tan Ah Bah @ Tan Ah Ping;
- (ii) Tan Chung Ling is the daughter of Tan Ah Bah @ Tan Ah Ping and Pan Kim Foon;
- (iii) Chong Che Chong and Chong Chee Siong are siblings;
- (iv) Hun Boon Lin is the wife of Chong Che Chong;
- (v) Tan Chian Miang, Tan Kok Hian and Tan Kok Meng are siblings;
- (vi) Tan Chian Miang, Tan Kok Hian and Tan Kok Meng are the children of Khong Lee Mee;
- (vii) Ho Hau Chieh is the son of Ho So @ Ho Wai Ming; and
- (viii) Mustafa Fauzi Bin Othman and Mohd Radzi Bin Othman are siblings.

6. INFORMATION ON SUBSTANTIAL SHAREHOLDERS, PROMOTERS, DIRECTORS, KEY MANAGEMENT AND KEY TECHNICAL PERSONNEL (Cont'd)

6.7 Service Agreements

None of the Directors of the Company or the key management and key technical personnel of the Group has any existing or proposed service agreements with the Company or its subsidiary companies.

6.8 Involvement of Executive Directors, Key Management and Key Technical Personnel in other Business/Corporations

Save as disclosed in Section 8.1 of this Prospectus, none of the Executive Directors of STC, key management and key technical personnel of the STC Group are involved in other businesses/corporations.

Notwithstanding the involvement of the following parties in other businesses/corporations as set out in Section 8.1 of this Prospectus, the following key management and key technical personnel will endeavour to manage their time spend in the STC Group as follows:-

Key Management and Key Technical Personnel	Average time allocated to the STC Group per week (%)
Chong Chee Siong	50
Liang Kok Boon	50

Save as disclosed above, all the Executive Directors of STC, key management and key technical personnel of the STC Group are involved full time in the business and operations of the STC Group.

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7. APPROVALS AND CONDITIONS

7.1 Approvals

In conjunction with and as an integral part of the listing of and quotation for the entire issued and paid-up share capital of STC on the Second Board of Bursa Securities, STC undertook the Flotation Exercise as set out in Section 5.3 of this Prospectus, which was approved by the SC, SC (on behalf of FIC) and MITI on dates as set out below:

Authority	Date of Approval
SC	13 September 2004
SC (on behalf of FIC)	13 September 2004
MITI	25 June 2004

The conditions as imposed by the SC, SC (on behalf of FIC) and MITI in their approvals for the Flotation Exercise and Listing of STC on the Second Board of Bursa Securities are as follows:

Authority	Conditions	Status of compliance
SC	<p>(i) OASB is not allowed to sell, transfer or assign its shareholding of 36,000,000 STC Shares (amounting to 45% of the enlarged issued and paid-up share capital of STC of 80,000,000 Shares) for one (1) year from the listing date of STC. In addition, every shareholder of OASB (if an individual) or ultimate individual shareholder (if shareholder of OASB is another unlisted company) must give an undertaking that he/she will not sell, transfer or assign his/her shareholding in the related unlisted company for the period as stipulated above;</p> <p>(ii) With regard to the Group's trade debtors:</p> <p>(a) STC should fully disclose in the listing Prospectus the debtors' position, the ageing analysis and, for amounts exceeding the credit period, comments by Directors on the recoverability of the amounts;</p> <p>(b) Full provision should be made for all overdue trade debtors which are in dispute or under legal action, or for amounts which had been outstanding for more than six (6) months; and</p>	<p>Complied. Refer to Section 7.2 of this Prospectus for details of the moratorium on the Shares.</p> <p>Complied. Disclosures have been made in Section 10.4 of this Prospectus.</p> <p>Complied. Details of provisions made are disclosed in Section 10.4 of this Prospectus.</p>

7. APPROVALS AND CONDITIONS (Cont'd)

Authority	Conditions	Status of compliance
	<p>(c) The Directors of STC should confirm and submit a declaration that debts exceeding credit period are recoverable and that full provision has been made to the accounts/forecast in accordance with paragraph (b) above;</p> <p>(iii) With regard to the Group's landed properties:</p> <p>(a) The Company is to obtain the approved building plans for the unapproved structures within one (1) year of SC's approval letter; and</p> <p>(b) The STC Group is to make quarterly announcement to Bursa Securities on the status of the above applications and to update SC when such announcements are made;</p> <p>(iv) With regard to the utilization of the listing proceeds:</p> <p>(a) STC is to disclose the time frame for the utilization in the listing Prospectus. Any extension of time for the completion of the utilization of the proceeds from that determined earlier is to be approved by a clear resolution by the Board of Directors of STC and fully disclosed to Bursa Securities; and</p>	<p>Complied. The confirmation cum declarations were submitted to the SC on 7 December 2004.</p> <p>To be complied with after Listing. The building plans for the properties (PT 19964, 19965 and 19957) which have been fitted with steel platforms were submitted to the Jabatan Kawalan Bangunan of Majlis Perbandaraan Petaling Jaya on 29 September 2004.</p> <p>To be complied with after Listing.</p> <p>Complied. Disclosures on the time frame for the utilization of proceeds have been made in Section 3.7 of this Prospectus. In the event of any extension of time for the completion of the utilization of the proceeds, this condition will be complied with.</p>

7. APPROVALS AND CONDITIONS (Cont'd)

Authority	Conditions	Status of compliance
	<p>(b) STC is to disclose the status of the utilization of the listing proceeds in its quarterly and annual reports until the proceeds are fully utilized.</p> <p>Given that the proposed capital expenditure is to be financed indirectly though the proceeds from the issuance of Shares, STC / PMBB is reminded to adhere to the requirements of Chapter 5 and Chapter 8 of the Issues Guidelines;</p> <p>(v) The proposed/existing Directors and substantial shareholders who are involved in full-time capacity in the Group should not be involved in full-time capacity in their personal businesses;</p> <p>(vi) STC is to disclose the related-parties transactions, as well as the measures to deal with any potential conflict of interest situations that may arise in the future in the listing Prospectus;</p> <p>(vii) The Promoters, proposed/existing Directors and substantial shareholders of STC should not, in the future, carry out any businesses which will compete directly or indirectly and be in conflict with the business of STC;</p>	<p>To be complied with after Listing.</p> <p>Complied, where applicable.</p> <p>Complied. The Directors and substantial shareholders of STC have submitted the relevant undertakings to SC on 7 December 2004 that should they be involved in full-time capacity in the Group, they will not be involved in full-time capacity in their personal businesses.</p> <p>Complied. Disclosures are set out in Sections 8.1 to 8.3 of this Prospectus.</p> <p>The Promoters, Directors and substantial shareholders of STC have submitted their undertakings to SC on 7 December 2004 that they would not carry out any businesses which will compete directly or indirectly and be in conflict with the business of the STC Group in the future.</p>

7. APPROVALS AND CONDITIONS (Cont'd)

Authority	Conditions	Status of compliance																													
	<p>(viii) STC is to disclose the relevant litigations involving Lewden, Cheong Kok Kien, Cheong Kok Meng, Cheong Kok Lam, Chen Khai Voon and STM, in the listing Prospectus; and</p> <p>(ix) PMBB / STC is to fully comply with all the relevant requirements of the Issues Guidelines relating to the implementation of the flotation proposal.</p>	<p>Complied. Disclosures are set out in Sections 2.7.3 and 15.4 of this Prospectus.</p> <p>Complied, where applicable.</p>																													
SC (on behalf of FIC)	<p>The equity structure relating to Bumiputera, non-Bumiputera and foreign shareholdings in STC would change arising from the implementation of the Flotation Exercise, as follows:-</p> <table border="1"> <thead> <tr> <th rowspan="2"></th> <th colspan="2">Before Flotation Exercise</th> <th colspan="2">After Flotation Exercise</th> </tr> <tr> <th>No. of STC Shares</th> <th>%</th> <th>No. of STC Shares</th> <th>%</th> </tr> </thead> <tbody> <tr> <td>Bumiputera</td> <td>-</td> <td>-</td> <td>24,027,369</td> <td>30.03</td> </tr> <tr> <td>Non-bumiputera</td> <td>4</td> <td>100.00</td> <td>52,909,034</td> <td>66.14</td> </tr> <tr> <td>Foreign</td> <td>-</td> <td>-</td> <td>3,063,597</td> <td>3.83</td> </tr> <tr> <td>Total</td> <td>4</td> <td>100.00</td> <td>80,000,000</td> <td>100.00</td> </tr> </tbody> </table> <p>PMBB / STC is to provide the SC with the compliance status with the National Development Policy requirement upon completion of the Flotation Exercise.</p>		Before Flotation Exercise		After Flotation Exercise		No. of STC Shares	%	No. of STC Shares	%	Bumiputera	-	-	24,027,369	30.03	Non-bumiputera	4	100.00	52,909,034	66.14	Foreign	-	-	3,063,597	3.83	Total	4	100.00	80,000,000	100.00	To be complied with after Listing.
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7. APPROVALS AND CONDITIONS (Cont'd)

Authority	Conditions	Status of compliance
MITI (cont'd)	<p>as existing Bumiputera shareholding of 30.03% of the share capital of STC subject to the condition that at least 30% of the recognized Bumiputera shareholding are allowed to be disposed after three (3) months from the listing of STC and the remaining 70% may be disposed in stages subject to the prior approval of the MITI;</p> <p>(ii) STC is required to obtain the approval from the SC for the Flotation Exercise and comply with the guidelines on acquisition of interests, mergers and take-overs; and</p> <p>(iii) STC is required to inform MITI upon completion of the implementation of the Flotation Exercise.</p>	<p>Complied. The approval from the SC and FIC (through SC) was obtained on 13 September 2004.</p> <p>To be complied with after Listing.</p>

7.2 Moratorium on Shares

Under the Issues Guidelines and as one of the conditions of the SC's approval for the Listing, the Promoters, via OASB, are not allowed to sell, transfer or assign their shareholdings in STC amounting to 45% of the issued and paid-up share capital of STC for one (1) year from the date of listing of the STC Shares on the Official List of the Second Board of Bursa Securities.

Name	Shareholding after the Offer for Sale	% of Issued and Paid-Up Share Capital	No. of Shares under Moratorium	% of Issued and Paid-Up Share Capital
OASB	42,346,637*	52.93	36,000,000	45.00

Note:

* All the Promoters' interests in STC are held via OASB subsequent to the Nomination.

The restriction, which is fully accepted by the Promoters, is specifically endorsed on the share certificate representing the shareholding of OASB which is under moratorium to ensure that STC's share registrar does not register any transfer not in compliance with the restriction imposed by the SC and Bursa Securities.

By their letters dated 31 May 2004, OASB and the Promoters have given their undertakings to the SC to comply with the abovementioned terms relating to the sale of their shares under moratorium as outlined above.