

12. ACCOUNTANTS' REPORT



Date: **18 SEP 2013**

The Board of Directors
Caring Pharmacy Group Berhad
 No. 3-2, 3rd Mile Square
 No. 151, Jalan Kelang Lama
 Batu 3½
 58100 Kuala Lumpur

Dear Sirs,

CARING PHARMACY GROUP BERHAD ("CARiNG" OR "the Company") ACCOUNTANTS' REPORT

1. PURPOSE OF REPORT

This report has been prepared by Messrs. Crowe Horwath, an approved company auditor and a firm of chartered accountants registered in Malaysia, for inclusion in the Prospectus of CARiNG in connection with the listing of CARiNG on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Securities"). The details of the listing scheme are disclosed in paragraph 2.2 of this report.

1.1 ABBREVIATIONS

Unless the context otherwise requires, the following abbreviations shall apply throughout this report:

Abbreviations

CARiNG or the Company	Caring Pharmacy Group Berhad (1011859-D)
CARiNG Group	CARiNG and its subsidiaries
CPRM	Caring Pharmacy Retail Management Sdn Bhd (757411-U)
CPRM Group or the Group	CPRM and its group of subsidiaries
MASB	Malaysian Accounting Standards Board
FPE	Financial Period Ended 31 May
FYE	Financial Year Ended 31 May
MFRS	Malaysian Financial Reporting Standards
FRS	Financial Reporting Standards
PERS	Private Entity Reporting Standards

Crowe Horwath AF 1018
 Chartered Accountants
 Member Crowe Horwath International

Melaka Office
 52 Jalan Kota Laksamana 2/15
 Taman Kota Laksamana, Seksyen 2
 75200 Melaka, Malaysia
 Main +6 06 2825 995
 Fax +6 06 2836 449
 www.crowehorwath.com.my
 info.mlk@crowehorwath.com.my

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****1. PURPOSE OF REPORT (CONT'D)****1.1 ABBREVIATIONS (CONT'D)****Abbreviations**

Bursa Securities	Bursa Malaysia Securities Berhad (635998-W)
RM and Sen	Ringgit Malaysia and sen, respectively
PAT	Profit After Taxation
IPO	The Initial Public Offering for the IPO Shares in conjunction with our Listing
IPO Shares	The Public Issue Shares collectively

2. DETAILS OF LISTING SCHEME**2.1 THE COMPANY**

CARiNG was incorporated in Malaysia under the Companies Act, 1965 on 30 July 2012 as a private limited company under the name of Caring Pharmacy Group Sdn. Bhd.. On 24 October 2012, the Company was converted to a public limited by shares and assumed its present name of Caring Pharmacy Group Berhad.

CARiNG's principal activities are investment holding and provision of management services. The principal activities of the subsidiary companies are set out in Section 3.2 of this report.

2.2 LISTING SCHEME

In conjunction with and as an integral part of the listing of and quotation for the entire issued and paid-up share capital of CARiNG on the Main Market of Bursa Securities, the Company will implement the following:-

(i) Acquisition

On 25 February 2013, the Company has entered into a conditional Share Purchase Agreement with the vendors of CPRM for the acquisition of 2,310,918 ordinary share of RM1.00 each, representing the entire issued and paid up share capital of CPRM, for a total consideration of RM182,706,397 based on the audited consolidated profit after tax attributable to equity holders of CPRM Group ("PATAMI") as at 31 May 2012 which amounted to RM18,270,641. The purchase consideration represents a PE Multiple of approximately 10 times based on the audited consolidated PATAMI of CPRM Group for FYE 2012 and was satisfied by the issuance of 182,706,397 new ordinary shares of RM1.00 each in CARiNG at an issue price of RM1.00 per share.

The acquisition exercise was completed on 4 September 2013.

12. ACCOUNTANTS' REPORT (Cont'd)



2. DETAILS OF LISTING SCHEME (CONT'D)

2.2 LISTING SCHEME (CONT'D)

(ii) Public Issue

Pursuant to the Public Issue, the Company shall issue 35,000,000 new ordinary shares of RM1.00 each at an issue price of RM1.25 per Share to be allocated in the following manner:

- (a) 10,886,000 new shares, representing approximately 5.00% of the enlarged issue and paid-up share capital of CARiNG will be made available for application by Malaysian public and to be allocated via ballot, of which at least 50% is to be set aside for Bumiputera individuals, companies, societies, co-operatives and institutions.
- (b) 5,716,000 new shares, representing approximately 2.63% of the enlarged issued and paid-up share capital of CARiNG, will be made available for application by the eligible directors, employees and business associates of the CARiNG Group.
- (c) 4,200,000 new shares, representing approximately 1.93% of the enlarged issued and paid-up share capital of CARiNG, will be reserved for private placement to Bumiputera investors to be approved by the Ministry of International Trade and Industry ("MITI").
- (d) 14,198,000 new shares, representing approximately 6.52% of the enlarged issued and paid-up share capital of CARiNG, will be made available for private placement to selected investors.

(iii) Listing

Upon completion of the IPO, the Company shall list its entire enlarged issued and paid-up share capital of RM217,706,400 comprising 217,706,400 ordinary shares of RM1.00 each, on the Main Market of Bursa Securities.

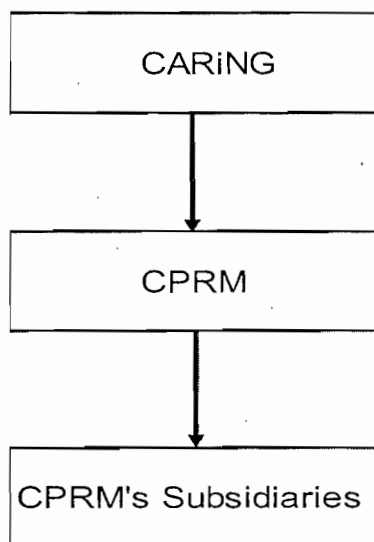
THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)



3. GROUP STRUCTURE

3.1 The group structure of CARiNG at the date of this report is as follow:-



The list of CPRM subsidiary companies are set out in Section 3.2 of this report.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
3. GROUP STRUCTURE (CONT'D)**3.2 SUBSIDIARY COMPANIES**

Details of the subsidiary companies, which are all incorporated in Malaysia, under the CARING Group as at the date of this report are as follows:-

Direct

Name of company	Date of incorporation	Fully Issued and Paid-up Capital RM	Effective Equity Interest %	Principal activities
CPRM	26 December 2006	2,310,918	100	Investment holding and the provision of management services

Indirect – held through CPRM**Wholly-owned subsidiaries**

Caring Pharmacy Estore Sdn. Bhd.	8 December 2009	2	100	Internet and warehouse sales of healthcare and personal care products
Caring Pharmacy (MSF) Sdn. Bhd.	10 February 2009	100,000	100	Operation of community pharmacy including retailing of pharmaceutical, healthcare and personal care products
Caring Pharmacy (SW) Sdn. Bhd.	20 February 2009	300,000	100	As above
Caring Pharmacy Sdn. Bhd.	21 April 1994	1,000,000	100	As above
United Caring Venture Sdn. Bhd.	4 May 2005	100,000	100	As above
Viva Caring Sdn. Bhd.	25 April 2000	100,000	100	As above
Miracle Cure Caring Sdn. Bhd.	25 March 2013	2	100	Dormant
Caring Pharmacy Help Sdn. Bhd.	10 July 2013	2	100	Dormant

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath_{TM}
3. GROUP STRUCTURE (CONT'D)**3.2 SUBSIDIARY COMPANIES (CONT'D)**

Name of company	Date of incorporation	Fully Issued and Paid-up Capital RM	Effective Equity Interest %	Principal activities
<i>Indirect – held through CPRM</i>				
<u><i>Partially-owned subsidiaries</i></u>				
Ace Caring Pharmacy Sdn. Bhd.	3 August 2007	100,000	51	Operation of community pharmacy including retailing of pharmaceutical, healthcare and personal care products
Be Caring Sdn. Bhd.	31 March 2003	100,000	51	As above
Caring Belle Sdn. Bhd.	16 February 2001	100,000	80	As above
Caring Health Solutions Sdn. Bhd.	10 January 2007	100,000	51	As above
Caring 'N' You Pharmacy Sdn. Bhd.	23 August 2007	100,000	60	As above
Caring Pharmacy (ABM) Sdn. Bhd.	25 September 2009	100,000	75	As above
Caring Pharmacy (AMC) Sdn. Bhd.	30 September 2009	100,000	60	As above
Caring Pharmacy (Ampang) Sdn. Bhd.	14 July 2008	100,000	60	As above
Caring Pharmacy (IDR) Sdn. Bhd.	22 September 2011	100,000	51	As above
Caring Pharmacy (JB Molek) Sdn. Bhd.	15 July 2011	100,000	60	As above
Caring Pharmacy (Kinrara) Sdn. Bhd.	1 June 2000	100,000	50	As above
Caring Pharmacy (KLP) Sdn. Bhd.	11 June 2007	100,000	60	As above
Caring Pharmacy (Lifeplus) Sdn. Bhd.	11 November 2011	100,000	70	As above
Caring Pharmacy (Puchong) Sdn. Bhd.	6 November 2008	100,000	80	As above

Page 6 of 70

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)



3. GROUP STRUCTURE (CONT'D)

3.2 SUBSIDIARY COMPANIES (CONT'D)

Name of company	Date of incorporation	Fully Issued and Paid-up Capital RM	Effective Equity Interest %	Principal activities
Indirect – held through CPRM				
<u>Partially-owned subsidiaries</u>				
Caring Pharmacy (Shah Alam) Sdn. Bhd.	15 July 2011	100,000	60	Operation of community pharmacy including retailing of pharmaceutical, healthcare and personal care products
Caring Pharmacy (SK) Sdn. Bhd.	2 June 2011	100,000	90	As above
Caring Pharmacy Always Sdn. Bhd.	8 April 2010	100,000	70	As above
Caring Pharmacy Paradise Sdn. Bhd.	15 March 2012	100,000	60	As above
Green Surge Sdn. Bhd.	8 July 2010	100,000	70	As above
Caring Trio Sdn. Bhd.	31 May 2012	100,000	60	As above
Cosy Vision Sdn. Bhd.	20 November 2012	100,000	60	As above
Living Glory Sdn. Bhd.	7 October 2011	100,000	70	As above
Mega Caring Sdn. Bhd.	5 October 2012	100,000	60	As above
MN Pharmacy Sdn. Bhd.	23 April 2004	100,000	60	As above
My Caring Pharmacy Sdn. Bhd.	21 April 2009	100,000	60	As above
One Caring Pharmacy Sdn. Bhd.	3 February 2010	100,000	60	As above
Preciouslife Pharmacy Sdn. Bhd.	30 May 2008	100,000	70	As above
Stay Caring Sdn. Bhd.	3 August 2004	100,000	51	As above
Sterling Pharmacy Sdn. Bhd.	2 April 2002	100,000	50	As above

Page 7 of 70

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
3. GROUP STRUCTURE (CONT'D)**3.2 SUBSIDIARY COMPANIES (CONT'D)**

Name of company	Date of incorporation	Fully Issued and Paid-up Capital RM	Effective Equity Interest %	Principal activities
<i>Indirect – held through CPRM</i>				
<u>Partially-owned subsidiaries</u>				
Tonic Pharma Sdn. Bhd.	4 July 2007	100,000	60	Operation of community pharmacy including retailing of pharmaceutical, healthcare and personal care products
United RX Care Sdn. Bhd.	31 March 2010	100,000	60	As above
Vertex Pharmacy Sdn. Bhd.	7 July 2008	100,000	51	As above
Victorie Caring Sdn. Bhd.	16 December 2009	100,000	60	As above
Fuji Acre Sdn. Bhd.	4 March 2013	100,000	70	As above
Caring Trinity Sdn. Bhd.	2 May 2013	100,000	60	Dormant
Caring Pharmacy Rising Sdn. Bhd.	2 May 2013	100,000	60	Dormant

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
4. DIVIDENDS

No dividend has been paid by CARiNG since the date of its incorporation.

Details of dividend paid or declared by CPRM for the financial years under review are as follows:

Company	Related to	Paid on	Type of Dividend	Dividend Rate (%)	Net Amount (RM'000)
CPRM	FYE 31 May 2010	9 November 2009	Interim single-tier dividend	52%	1,200
CPRM	FYE 31 May 2011	22 October 2010	Interim single-tier dividend	519%	12,000
CPRM	FYE 31 May 2012	16 August 2011	Interim single-tier dividend	346%	8,000
CPRM	FYE 31 May 2012	2 November 2012	Final single-tier dividend	250%	5,777
CPRM	FYE 31 May 2013	18 February 2013	Interim single-tier dividend	150%	3,466

5. RELEVANT FINANCIAL PERIOD AND AUDITORS

The relevant financial period of the audited financial statements provided in this report ("Relevant Financial Period") and the auditors for the Relevant Financial Period are as follows:-

Entity	FPE/FYE	Auditors	Auditors' Report
CARiNG	FPE 31 May 2013	Messrs. Crowe Horwath	Appendix I
CPRM Group	FYE 31 May 2010	Messrs. Crowe Horwath	Appendix II
	FYE 31 May 2011	Messrs. Crowe Horwath	Appendix III
	FYE 31 May 2012	Messrs. Crowe Horwath	Appendix IV
	FYE 31 May 2013	Messrs. Crowe Horwath	Appendix V

CARiNG Group only existed on 4 September 2013 upon completion of the Acquisition by CARiNG of CPRM. Hence, there are no consolidated financial statements of CARiNG Group for FYE 31 May 2013.

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
5. RELEVANT FINANCIAL PERIOD AND AUDITORS (CONT'D)

For the purpose of this report, the audited financial statements of CARiNG for FPE 2013 and audited consolidated financial statements of CPRM Group for FYE 2010 to FYE 2013 are presented.

The financial statements for CARiNG for the FPE 31 May 2013 have been reported in accordance with applicable approved MFRSs in Malaysia.

The consolidated financial statements of CPRM Group for the FYE 2010 and FYE 2011 were prepared based on PERSS. CPRM Group had adopted applicable approved FRSs in Malaysia for the FYE 2012 and adopted applicable approved MFRSs in Malaysia for the FYE 2013.

We have reviewed the consolidated financial statements of CPRM Group for FYE 2010 and FYE 2011 for the conversion to FRSs in Malaysia, prepared for the purpose of this report. This adoption of FRS did not have any material financial effect on the consolidated financial statements of CPRM Group except as disclosed in Section 6.1.1 (a).

The audited financial statements of CARiNG and CPRM Group for the Relevant Financial Period under review were not subject to any audit qualification or emphasis of matter. There has been no exceptional or extraordinary item during the Relevant Financial Period under review.

6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES
6.1 BASIS OF PREPARATION
6.1.1 New FRSs, Amendments to FRSs and IC Interpretations adopted

For FYE 2012, the Group has applied FRS 1, First-Time Adoption of Financial Reporting Standards, in preparing these financial statements. The transition date to FRS is 1 June 2010. Except as disclosed in Section 6.1.1 (a) and additional disclosure in the notes to the financial statements, there were no significant differences between FRS and PERS on the Group's financial statements.

At the beginning of FYE 2012, the Group had adopted all the new and revised FRSs issued by the MASB which are effective for the financial periods beginning on or after 1 June 2011.

(a) FRS 132 Financial Instruments : Disclosure and Presentation
Quasi loans

Prior to 1 June 2010, loans or advances to subsidiaries were stated at cost less accumulated impairment loss, if any. Under FRS 132, these loans or advances of which the settlement is neither planned nor likely to occur in the foreseeable future are, in substance, a part of the shareholder's net investment in the subsidiaries. This change of accounting policy is to be applied retrospectively.

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe HorwathTM
6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
6.1 BASIS OF PREPARATION (CONT'D)
6.1.1 New FRSs, Amendments to FRSs and IC Interpretations adopted

For FYE 2013, the financial statements of the Group have been prepared in accordance with MFRSs, which are also in line with International Financial Reporting Standards as issued by the International Accounting Standards Board.

There were no financial impacts on the transition from FRSs to MFRSs.

The Group has not applied in advance the following applicable accounting standards and interpretations (including the consequential amendments) that have been issued by the MASB but are not yet effective for FYE 2013:-

MFRSs and IC Interpretations (Including the Consequential Amendments)	Effective Date
MFRS 9 Financial Instruments	1 January 2015
MFRS 10 Consolidated Financial Statements	1 January 2013
MFRS 11 Joint Arrangements	1 January 2013
MFRS 12 Disclosure of Interests in Other Entities	1 January 2013
MFRS 13 Fair Value Measurement	1 January 2013
MFRS 119 Employee Benefits	1 January 2013
MFRS 127 Separate Financial Statements	1 January 2013
Amendments to MFRS 7: Disclosures – Offsetting Financial Assets and Financial Liabilities	1 January 2013
Amendments to MFRS 9: Mandatory Effective Date of MFRS 9 and Transition Disclosures	1 January 2015
Amendments to MFRS 10, MFRS 11 and MFRS 12: Transition Guidance	1 January 2013
Amendments to MFRS 10, MFRS 12 and MFRS 127: Investment Entities	1 January 2014
Amendments to MFRS 101: Presentation of Items of Other Comprehensive Income	1 July 2012
Amendments to MFRS 132: Offsetting Financial Assets and Financial Liabilities	1 January 2014
Annual Improvements to MFRSs 2009 – 2011 Cycle	1 January 2013

The above accounting standards and interpretations (including the consequential amendments) do not have any significant financial impact on the Group's financial statements upon their initial application.

6.2 CONSISTENCY OF APPLICATION OF ACCOUNTING POLICIES

This report is prepared on a basis consistent with the accounting policies adopted by the Group as disclosed in paragraph 6.3.

Page 11 of 70

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES****(a) Critical Accounting Estimates and Judgements**

Estimates and judgements are continually evaluated by the directors and management and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and judgements that affect the application of the Group's accounting policies and disclosures, and have a significant risk of causing a material adjustment to the carrying amounts of assets, liabilities, income and expenses are discussed below:-

(i) Depreciation of Property, Plant and Equipment

The estimates for the residual values, useful lives and related depreciation charges for the property, plant and equipment are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions.

The Group anticipates that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount.

Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

(ii) Income Taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group recognises tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the year in which such determination is made.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(a) Critical Accounting Estimates and Judgements (Cont'd)***(iii) Impairment of Non-financial Assets*

When the recoverable amount of an asset is determined based on the estimate of the value-in-use of the cash-generating unit to which the asset is allocated, the management is required to make an estimate of the expected future cash flows from the cash-generating unit and also to apply a suitable discount rate in order to determine the present value of those cash flows.

(iv) Write-down of Inventories

Reviews are made periodically by management on damaged, obsolete and slow-moving inventories. These reviews require judgement and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories.

(v) Impairment of Trade and Other Receivables

An impairment loss is recognised when there is objective evidence that a financial asset is impaired. Management specifically reviews its loans and receivables financial assets on a case by case basis as the risk of impairment on these assets is not considered significant in view of the Group's business. Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. If the expectation is different from the estimation, such difference will impact the carrying value of receivables.

(vi) Classification of Leasehold Land

The classification of leasehold land as a finance lease or an operating lease requires the use of judgement in determining the extent to which risks and rewards incidental to its ownership lie. Despite the fact that there will be no transfer of ownership by the end of the lease term and that the lease term does not constitute the major part of the indefinite economic life of the land, management considered that the present value of the minimum lease payments approximated to the fair value of the land at the inception of the lease. Accordingly, management judged that the Group has acquired substantially all the risks and rewards incidental to the ownership of the land through a finance lease.

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(a) Critical Accounting Estimates and Judgements (Cont'd)***(vii) Impairment of Goodwill and Trademark*

Goodwill and trademark are tested for impairment annually and at other times when such indicators exist. This requires management to estimate the expected future cash flows of the cash-generating unit to which goodwill and trademark are allocated and to apply a suitable discount rate in order to determine the present value of those cash flows. The future cash flows are most sensitive to revenue growth rates estimated, budgeted gross margin and discount rate used. If the expectation is different from the estimation, such difference will impact the carrying values of goodwill and trademark.

(b) Basis of Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries.

A subsidiary is defined as a company in which the parent company has the power, directly or indirectly, to exercise control over its financial and operating policies so as to obtain benefits from its activities.

Subsidiaries are consolidated from the date on which control is transferred to the Group up to the effective date on which control ceases, as appropriate.

Intragroup transactions, balances, income and expenses are eliminated on consolidation. Where necessary, adjustments are made to the financial statements of subsidiaries to ensure consistency of accounting policies with those of the Group.

Business Combinations

Acquisitions of businesses are accounted for using the acquisition method. Under the acquisition method, the consideration transferred for acquisition of a subsidiary is the fair value of the assets transferred, liabilities incurred and the equity interests issued by the Group at the acquisition date. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs, other than the costs to issue debt or equity securities, are recognised in profit or loss when incurred.

In a business combination achieved in stages, previously held equity interests in the acquiree are remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

Non-controlling interests in the acquiree may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets at the date of acquisition. The choice of measurement basis is made on a transaction-by-transaction basis.

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)**6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(b) Basis of Consolidation (Cont'd)**Non-controlling Interests

Non-controlling interests are presented within equity in the consolidated statement of financial position, separately from the equity attributable to the owners of the Company. Transactions with non-controlling interests are accounted for as transactions with owners and are recognised directly in equity. Profit or loss and each component of other comprehensive income are attributed to the owners of the parent and to the non-controlling interests. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

At the end of each reporting period, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Acquisitions of Non-controlling Interests

All changes in the parent's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of consideration paid or received is recognised directly in equity and attributed to owners of the parent.

Loss of Control

Upon loss of control of a subsidiary, the profit or loss on disposal is calculated as the difference between:-

- (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest in the former subsidiary; and
- (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the former subsidiary and any non-controlling interests.

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath_{TM}****6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(b) Basis of Consolidation (Cont'd)**

Amounts previously recognised in other comprehensive income in relation to the former subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained profits) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investments retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under MFRS 139 or, when applicable, the cost on initial recognition of an investment in an associate or a jointly controlled entity.

However, a business combination involving entities under common control is a business combination in which all the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory.

An acquisition that resulted in a business combination involving common control entities is outside the scope of MFRS 3 Business Combinations. For such common control combinations, the merger accounting principles are used to include the assets, liabilities, results, equity changes and cash flows of the combining entities in the audited financial statements.

In applying merger accounting, financial statements items of the combining entities or businesses for the reporting period in which common control combination occurs are included in the audited financial statements of the Group as if the combination had occurred from the date when the combining entities or businesses first come under the control of the controlling party or parties.

Under merger accounting, the Group recognised the assets, liabilities and equity of the combining entities or businesses at the carrying amount as if such audited financial statements had been prepared by the controlling party including adjustments required for conforming to the Groups' accounting policies and applying those policies to all periods presented. There is no recognition of any goodwill or a gain from a bargain purchase at the time of the common control combination. The effect of all transactions and balances between combining entities, whether occurring before or after the combination, are eliminated in preparing the audited financial statements of the Group.

As part of its transition to MFRSs, the Group elected not to restate those business combinations that occurred before the date of transition (1 June 2011). Such business combinations and the related goodwill and fair value adjustments have been carried forward from the previous FRS framework as at the date of transition.

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(c) Goodwill**

Goodwill is measured at cost less accumulated impairment losses, if any. The carrying value of goodwill is reviewed for impairment annually. The impairment value of goodwill is recognised immediately in profit or loss. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Under the acquisition method, any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interests recognised and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities at the date of acquisition is recorded as goodwill.

Where the latter amount exceeds the former, after reassessment, the excess represents a bargain purchase gain and is recognised as a gain in profit or loss.

(d) Functional and Presentation Currency

The individual financial statements of each entity in the Group are presented in the currency of the primary economic environment in which the entity operates, which is the functional currency.

The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is the CPRM's functional and presentation currency.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)

Crowe Horwath_{TM}

6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(e) Financial Instruments

Financial instruments are recognised in the statements of financial position when the Group has become a party to the contractual provisions of the instruments.

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument classified as a liability are reported as an expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity.

Financial instruments are offset when the Group has a legally enforceable right to offset and intends to settle either on a net basis or to realise the asset and settle the liability simultaneously.

A financial instrument is recognised initially, at its fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial instrument.

Financial instruments recognised in the statements of financial position are disclosed in the individual policy statement associated with each item.

(i) Financial Assets

On initial recognition, financial assets are classified as either financial assets at fair value through profit or loss, held-to-maturity investments, loans and receivables financial assets, or available-for-sale financial assets, as appropriate.

- *Financial Assets at Fair Value Through Profit or Loss*

Financial assets are classified as financial assets at fair value through profit or loss when the financial asset is either held for trading or is designated to eliminate or significantly reduce a measurement or recognition inconsistency that would otherwise arise. Derivatives are also classified as held for trading unless they are designated as hedges.

Financial assets at fair value through profit or loss are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. Dividend income from this category of financial assets is recognised in profit or loss when the Group's right to receive payment is established.

As at the end of the reporting period, there were no financial assets classified under this category.

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(e) Financial Instruments (Cont'd)****(i) Financial Assets (Cont'd)**

- *Held-to-maturity Investments*

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the management has the positive intention and ability to hold to maturity. Held-to-maturity investments are measured at amortised cost using the effective interest method less any impairment loss, with revenue recognised on an effective yield basis.

As at the end of the reporting period, there were no financial assets classified under this category.

- *Loans and Receivables Financial Assets*

Trade receivables and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables financial assets. Loans and receivables financial assets are measured at amortised cost using the effective interest method, less any impairment loss. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

- *Available-for-sale Financial Assets*

Available-for-sale financial assets are non-derivative financial assets that are designated in this category or are not classified in any of the other categories.

After initial recognition, available-for-sale financial assets are remeasured to their fair values at the end of each reporting period. Gains and losses arising from changes in fair value are recognised in other comprehensive income and accumulated in the fair value reserve, with the exception of impairment losses. On derecognition, the cumulative gain or loss previously accumulated in the fair value reserve is reclassified from equity into profit or loss.

Dividends on available-for-sale equity instruments are recognised in profit or loss when the Group's right to receive payments is established.

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(e) Financial Instruments (Cont'd)****(i) Financial Assets (Cont'd)**

- Available-for-sale Financial Assets (Cont'd)**

Investments in equity instruments whose fair value cannot be reliably measured are measured at cost less accumulated impairment losses, if any.

As at the end of the reporting period, there were no financial assets classified under this category.

(ii) Financial Liabilities

All financial liabilities are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method other than those categorised as fair value through profit or loss.

Fair value through profit or loss category comprises financial liabilities that are either held for trading or are designated to eliminate or significantly reduce a measurement or recognition inconsistency that would otherwise arise. Derivatives are also classified as held for trading unless they are designated as hedges.

(iii) Equity Instruments

Ordinary shares classified as equity are measured at cost and are not remeasured subsequently.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from proceeds.

Dividends on ordinary shares are recognised as liabilities when approved for appropriation.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(f) Investment in Subsidiaries**

Investments in subsidiaries are stated at cost in the statement of financial position of CPRM, and are reviewed for impairment at the end of the reporting period if events or changes in circumstances indicate that the carrying values may not be recoverable.

On the disposal of the investments in subsidiaries, the difference between the net disposal proceeds and the carrying amount of the investments is recognised in profit or loss.

(g) Trademark

Expenditure incurred on the acquisition of trademarks is capitalised as non-current assets. The useful life of trademark is estimated to be indefinite because based on the current market share of the trademark, management believes there is no foreseeable limit to the period over which the trademark is expected to generate net cash flows to the Group. Trademark is stated at cost less any impairment losses. The carrying amount of trademark is reviewed annually and adjusted for impairment where it is considered necessary.

(h) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses, if any.

Depreciation is calculated under the straight-line method to write off the cost of the property, plant and equipment over their estimated useful lives. The principal annual rates used for this purpose are as follows:-

Leasehold lands	Over the lease period of 70 to 80 years
Buildings	2%
Computer equipment	33.33%
Motor vehicles	20%
Office equipment	20%
Furniture and fittings	20%
Renovation	20%

The depreciation method, useful lives and residual values are reviewed, and adjusted if appropriate, at the end of each reporting period to ensure that the amounts, method and periods of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of the property, plant and equipment.

Depreciation on assets under construction commences when the assets are ready for their intended use.

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(h) Property, plant and equipment (Cont'd)**

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when the cost is incurred and it is probable that the future economic benefits associated with the asset will flow to the Group and the cost of the asset can be measured reliably. The carrying amount of parts that are replaced is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred. Cost also comprises the initial estimate of dismantling and removing the asset and restoring the site on which it is located for which the Group is obligated to incur when the asset is acquired, if applicable.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising from derecognition of the asset is recognised in profit or loss.

(i) Impairment**(i) *Impairment of Financial Assets***

All financial assets (other than those categorised at fair value through profit or loss), are assessed at the end of each reporting period whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset.

An impairment loss in respect of held-to-maturity investments and loans and receivables financial assets is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

An impairment loss in respect of available-for-sale financial assets is recognised in profit or loss and is measured as the difference between its cost (net of any principal payment and amortisation) and its current fair value, less any impairment loss previously recognised in the fair value reserve. In addition, the cumulative loss recognised in other comprehensive income and accumulated in equity under fair value reserve, is reclassified from equity to profit or loss.

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)**6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(i) Impairment (Cont'd)****(i) Impairment of Financial Assets (Cont'd)**

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised. In respect of available-for-sale equity instruments, impairment losses previously recognised in profit or loss are not reversed through profit or loss. Any increase in fair value subsequent to an impairment loss made is recognised in other comprehensive income.

(ii) Impairment of Non-Financial Assets

The carrying values of assets, other than those to which MFRS 136 - Impairment of Assets does not apply, are reviewed at the end of each reporting period for impairment when there is an indication that the assets might be impaired. Impairment is measured by comparing the carrying values of the assets with their recoverable amounts. The recoverable amount of the assets is the higher of the assets' fair value less costs to sell and their value-in-use, which is measured by reference to discounted future cash flow.

An impairment loss is recognised in profit or loss immediately.

In respect of assets other than goodwill, and when there is a change in the estimates used to determine the recoverable amount, a subsequent increase in the recoverable amount of an asset is treated as a reversal of the previous impairment loss and is recognised to the extent of the carrying amount of the asset that would have been determined (net of amortisation and depreciation) had no impairment loss been recognised. The reversal is recognised in profit or loss immediately.

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(j) Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the weighted average basis and comprises the purchase price and incidentals incurred in bringing the inventories to their present location and condition.

Net realisable value represents the estimated selling price less the estimated costs necessary to make the sale.

Where necessary, write down or write off is made for all damaged, obsolete and slow moving items.

(k) Income Taxes

Income tax for the year comprises current and deferred tax.

Current tax is the expected amount of income taxes payable in respect of the taxable profit for the year and is measured using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are recognised for all taxable temporary differences other than those that arise from goodwill or a gain from a bargain purchase or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit.

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. The carrying amounts of deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same taxation authority.

12. ACCOUNTANTS' REPORT (Cont'd)



Crowe Horwath™

6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(k) Income Taxes (Cont'd)

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transactions either in other comprehensive income or directly in equity and deferred tax arising from a business combination is included in the resulting goodwill or a gain from a bargain purchase.

(l) Cash and Cash Equivalents

Cash and cash equivalents comprise cash in hand, bank balances, deposits with financial institutions and short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(m) Employee Benefits

(i) Short-term Benefits

Wages, salaries, paid annual leave, bonuses and non-monetary benefits are recognised in profit or loss in the period in which the associated services are rendered by employees of the Group.

(ii) Defined Contribution Plans

The Group's contributions to defined contribution plans are recognised in profit or loss in the period to which they relate. Once the contributions have been paid, the Group has no further liability in respect of the defined contribution plans.

(n) Related Parties

A party is related to an entity (referred to as the "reporting entity") if:-

- (a) A person or a close member of that person's family is related to a reporting entity if that person:-
 - (i) has control or joint control over the reporting entity;
 - (ii) has significant influence over the reporting entity; or
 - (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(n) Related Parties (Cont'd)**

- (b) An entity is related to a reporting entity if any of the following conditions applies:-
- (i) The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) Both entities are joint ventures of the same third party.
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
 - (vi) The entity is controlled or jointly controlled by a person identified in (a) above.
 - (vii) A person identified in (a)(i) above has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

(o) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognised because it is not probable that an outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

A contingent liability is not recognised but is disclosed in the notes to the financial statements. When a change in the probability of an outflow occurs so that the outflow is probable, it will then be recognised as a provision.

12. ACCOUNTANTS' REPORT (Cont'd)**6. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****6.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)****(p) Borrowing Costs**

Borrowing costs, directly attributable to the acquisition and construction of property, plant and equipment are capitalised as part of the cost of those assets, until such time as the assets are ready for their intended use or sale. Capitalisation of borrowing costs is suspended during extended periods in which active development is interrupted.

All other borrowing costs are recognised in profit or loss as expenses in the period in which they incurred.

(q) Revenue and Other Income**(i) Sale of Goods**

Revenue is recognised upon delivery of goods and customers' acceptance and where applicable, net of returns and trade discounts.

(ii) Rental Income

Rental income is recognised on an accrual basis.

(iii) Interest Income

Interest income is recognised on an accrual basis.

(iv) Advertising and promotion income

Advertising and promotion income is recognised on an accrual basis.

7. FINANCIAL INFORMATION AND LIMITATION

The scope of work involved in the preparation of this report does not constitute an audit in accordance with approved standards on auditing in Malaysia.

All information is extracted from a combination of the audited financial statements, management accounts, representations and/or explanations provided by the management of the Group and mathematical calculations.

12. ACCOUNTANTS' REPORT (Cont'd)



Crowe Horwath™

8. AUDITED FINANCIAL STATEMENTS

8.1 CARING

8.1.1 STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME OF CARING

	Note	30.07.2012 to 31.05.2013 RM'000
Revenue		-
Administrative expenses		(7)
Loss for the financial period	8.1.5	(7)
Taxation	8.1.6	-
Loss for the financial period/Total comprehensive expense for the financial period		(7)
GP margin (%)		n/a
PBT margin (%)		n/a
PAT margin (%)		n/a
Effective tax rate (%)		n/a
Earning before interest, tax, depreciation and amortisation ("EBITDA") (RM'000)		(7)
Number of ordinary shares in issue of RM1.00 each ('000)		*
Gross earnings per share ("EPS") (sen)		n/a
Net EPS (sen)		n/a

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
8. AUDITED FINANCIAL STATEMENTS**8.1 CARING****8.1.2 STATEMENT OF FINANCIAL POSITION OF CARING**

	Note	31.05.2013 RM'000
CURRENT ASSET		
Cash and bank balances		10
TOTAL ASSET		10
EQUITY AND LIABILITIES		
EQUITY		
Share capital	8.1.7	*
Accumulated losses		(7)
TOTAL EQUITY		(7)
CURRENT LIABILITIES		
Accruals		2
Amount owing to a related party	8.1.8	15
TOTAL LIABILITIES		17
TOTAL EQUITY AND LIABILITIES		10

Note :

(*) - Represents RM3

Number of ordinary shares in issue of
RM1.00 each ('000)

*

Net tangible assets ("NTA") (RM'000)

(7)

NTA per ordinary share (RM)

n/a

Inventory turnover period (days)

n/a

Trade receivables turnover ratio (days)

n/a

Trade payables turnover ratio (days)

n/a

Gearing ratio (times)

n/a

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS****8.1 CARING****8.1.3 STATEMENT OF CASH FLOWS OF CARING**

30.07.2012
to
31.05.2013
RM'000

CASH FLOWS FOR OPERATING ACTIVITY

Loss before taxation/Operating loss before working capital changes	(7)
--	-----

Increase in accruals	2
----------------------	---

NET CASH FOR OPERATING ACTIVITY	(5)
---------------------------------	-----

CASH FLOWS FROM FINANCING ACTIVITIES

Proceed from issuance of shares	*
---------------------------------	---

Advances from a related party	15
-------------------------------	----

NET CASH FROM FINANCING ACTIVITIES	15
------------------------------------	----

**CASH AND CASH EQUIVALENTS AT END
OF THE FINANCIAL PERIOD**

10

Note :

(*) - Represents RM3

12. ACCOUNTANTS' REPORT *(Cont'd)***Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS****8.1 CARING****8.1.4 STATEMENT OF CHANGES IN EQUITY OF CARING**

	Share capital RM'000	Accumulated losses RM'000	Total RM'000
At 30.07.2012 (date of incorporation)	*	-	*
Total comprehensive expense for the financial period	-	(7)	(7)
Balance at 31.5.2013	*	(7)	(7)

Note :

(*) - Represents RM3

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS****8.1 CARING****8.1.5 LOSS BEFORE TAXATION**

30.07.2012
to
31.05.2013
RM'000

Loss for the financial period is arrived at
after charging:-

Audit fee	2
Incorporation fee	3
	<hr/>

8.1.6 INCOME TAX EXPENSE

30.07.2012
to
31.05.2013
RM'000

Malaysian Income Tax
- Current period

-

Loss for the financial period

(7)

Tax at the statutory tax rate

(2)

Tax effect of :-

Non-deductible expenses

2

Income tax expense for the financial period

-

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS****8.1 CARING****8.1.7 SHARE CAPITAL**

	31.05.2013	31.05.2013
	Number of shares '000	RM'000
Ordinary shares of RM1.00 each:-		
Authorised:-		
At 30.7.2012 (Date of incorporation)	100	100
Increase during the financial period	499,900	499,900
At 31.5.2013	500,000	500,000
Issued and fully paid-up		
At date of incorporation/At 31.5.2013	*	*

Note :

(*) - Represent RM3

8.1.8 AMOUNT OWING TO A RELATED PARTY

	RM'000
A company in which certain directors have significant financial interests	
Non-trade balances	15

The non-trade balance represents unsecured, interest free advances and payments made on behalf. The amount owing is repayable on demand and is to be settled in cash.

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS****8.1 CARiNG****8.1.9 FINANCIAL INSTRUMENT**

CARiNG's financial risk management policy seeks to ensure that adequate financial resources are available for the development of CARiNG's business whilst managing its market risk (including foreign currency risk, interest rate risk and equity price risk), credit risk and liquidity risk.

(a) Financial Risk Management Policies

CARiNG's is dormant and therefore the exposure to any financial risks including market, credit and liquidity is minimal.

(b) Classification of Financial Instruments

	31.05.2013 RM'000
Financial Asset	
<u>Loan and receivables financial asset</u>	
Cash and bank balances	10
	<hr/>
Financial Liabilities	
<u>Other financial liabilities</u>	
Accruals	2
Amount owing to a related party	15
	<hr/>
	17
	<hr/>

(c) Fair Values Of Financial Instruments

The carrying amount of the financial assets and liabilities reported in the financial statements approximated their fair values due to the relatively short-term maturity of the financial instruments.

(d) Fair Value Hierarchy

At the end of the reporting period, there were no financial instruments carried at fair values.

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS****8.1 CARiNG****8.1.10 SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD**

On 25 February 2013, CARiNG entered into a conditional Share Purchase Agreement with the vendors of CPRM for the acquisition of 2,310,918 ordinary share of RM1.00 each, representing the entire issued and paid up share capital of CPRM, for a total consideration of RM182,706,397 for the purpose of listing on the Main Market of Bursa Malaysia Securities Berhad. The purchase consideration was to be satisfied by the issuance of 182,706,397 new ordinary shares of RM1.00 each in the Company at an issue price of RM1.00 per share.

The completion of the Share Purchase Agreement was conditional upon the fulfillment of the following conditions precedent:

- i) the approval of the shareholders of the vendor to the disposal;
- ii) the approval of the shareholders of CARiNG;
- iii) the approval of the Securities Commission of Malaysia for the listing of CARiNG on the Main Market of Bursa Malaysia Securities Berhad; and
- iv) if required, any other governmental, administrative or regulatory authorities whose approvals are deemed necessary by CARiNG and the vendor to complete the sale and purchase exercise.

8.1.11 SIGNIFICANT EVENTS AFTER THE FINANCIAL PERIOD

The approval from the Securities Commission Malaysia for the listing of CARiNG on the Main Market of Bursa Malaysia Securities Berhad was obtained on 9 July 2013.

The sale and purchase exercise as highlighted in Note 8.1.10 to the financial statements has been completed on 4 September 2013.

8.1.12 COMPARATIVE FIGURES

No comparative figures are available as this is the first set of financial statements prepared by CARiNG since incorporation.

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
8. AUDITED FINANCIAL STATEMENTS**8.2 CPRM GROUP****8.2.1 STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME OF CPRM GROUP**

	Note	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Revenue	8.2.5	170,566	206,501	248,284	301,417
Cost of sales		(124,860)	(150,261)	(184,152)	(223,627)
Gross profit ("GP")		45,706	56,240	64,132	77,790
Other operating income	8.2.6	7,840	9,563	15,229	19,580
		53,546	65,803	79,361	97,370
Selling and distribution expenses		(19,319)	(24,500)	(30,798)	(40,175)
Administrative expenses		(12,595)	(15,312)	(18,959)	(24,551)
Other operating expenses		(1,756)	(1,972)	(2,641)	(2,763)
Finance costs		(41)	(30)	(16)	(55)
Profit before taxation ("PBT")	8.2.7	19,835	23,989	26,947	29,826
Taxation	8.2.8	(4,561)	(5,808)	(6,876)	(7,497)
Profit after taxation ("PAT")		15,274	18,181	20,071	22,329
Other comprehensive income, net of tax		-	-	-	-
Total comprehensive income for the financial year		15,274	18,181	20,071	22,329
Profit before taxation attributable to:-					
Owners of the Company		17,664	21,746	24,501	27,397
Non-controlling interests		2,171	2,243	2,446	2,429
		19,835	23,989	26,947	29,826
Profit after taxation attributable to:-					
Owners of the Company		13,552	16,458	18,271	20,559
Non-controlling interests		1,722	1,723	1,800	1,770
		15,274	18,181	20,071	22,329
GP margin (%)		26.80	27.23	25.83	25.81
PBT margin (%)		11.63	11.62	10.85	9.90
PAT margin (%)		8.95	8.80	8.08	7.41
Effective tax rate (%)		22.99	24.21	25.52	25.14
Earning before interest, tax, depreciation and amortisation ("EBITDA") (RM'000)		21,605	25,986	29,535	32,615
Number of ordinary shares in issue of RM1.00 each ('000)		2,311	2,311	2,311	2,311
Gross earnings per share ("EPS") (sen)		764	941	1,060	1,186
Net EPS (sen)		586	712	791	890

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.2 CONSOLIDATED STATEMENTS OF FINANCIAL POSITION OF CPRM GROUP**

	Note	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
ASSETS					
NON-CURRENT ASSETS					
Property, plant and equipment	8.2.9	7,252	7,090	11,475	27,192
Intangible assets	8.2.10	1,986	1,986	2,946	2,946
Deferred tax assets	8.2.11	168	188	165	448
		9,406	9,264	14,586	30,586
CURRENT ASSETS					
Inventories	8.2.12	35,069	37,771	50,319	57,507
Trade receivables	8.2.13	408	252	375	176
Other receivables, deposits and prepayments	8.2.14	2,127	2,549	3,404	7,947
Amounts owing by related companies	8.2.15	-	4	^	-
Tax recoverable		476	364	396	587
Deposits with financial institutions	8.2.16	16,292	27,644	25,869	28,355
Cash and bank balances		9,052	5,808	10,382	13,159
		63,424	74,392	90,745	107,731
TOTAL ASSETS		72,830	83,656	105,331	138,317

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
8. AUDITED FINANCIAL STATEMENTS (CONT'D)**8.2 CPRM GROUP (CONT'D)****8.2.2 CONSOLIDATED STATEMENTS OF FINANCIAL POSITION OF CPRM GROUP (CONT'D)**

	Note	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
EQUITY AND LIABILITIES					
EQUITY					
Share capital	8.2.17	2,311	2,311	2,311	2,311
Retained profits		33,109	37,567	47,875	59,191
Merger deficit	8.2.18	(1,589)	(1,589)	(1,589)	(1,589)
TOTAL EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY		33,831	38,289	48,597	59,913
NON-CONTROLLING INTERESTS	8.2.19	4,029	4,224	6,277	6,534
TOTAL EQUITY		37,860	42,513	54,874	66,447
NON-CURRENT LIABILITIES					
Term loans	8.2.20	1,928	1,254	1,035	9,603
Deferred tax liabilities	8.2.11	232	311	205	150
		2,160	1,565	1,240	9,753
CURRENT LIABILITIES					
Trade payables	8.2.21	28,580	34,514	43,795	54,223
Other payables and accruals	8.2.22	2,070	2,706	3,604	5,718
Amount owing to non-controlling shareholders	8.2.23	257	469	252	256
Amounts owing to related parties	8.2.24	372	63	52	40
Provision for taxation		1,387	1,656	1,339	1,438
Term loans	8.2.20	144	170	175	442
		32,810	39,578	49,217	62,117
TOTAL LIABILITIES		34,970	41,143	50,457	71,870
TOTAL EQUITIES AND LIABILITIES		72,830	83,656	105,331	138,317
<i>Number of ordinary shares in issue of RM1.00 each ('000)</i>					
		2,311	2,311	2,311	2,311
<i>Net tangible assets ("NTA") (RM'000)</i>					
		33,831	38,289	48,597	59,913
<i>NTA per ordinary share (RM)</i>					
		15	17	21	26
<i>Inventory turnover period (days)</i>					
		103	92	100	94
<i>Trade receivables turnover ratio (days)</i>					
		1	1	1	1
<i>Trade payables turnover ratio (days)</i>					
		84	84	87	89
<i>Gearing ratio (times)</i>					
		0.05	0.03	0.02	0.15

Notes:-

^ - Amount represents less than RM1,000

Page 38 of 70

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibü • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.3 CONSOLIDATED STATEMENTS OF CASH FLOWS OF CPRM GROUP**

	Note	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES					
Profit before taxation		19,835	23,989	26,947	29,826
Adjustments for:-					
Depreciation of property, plant and equipment		1,734	1,970	2,576	2,737
Equipment written off		3	-	-	21
Interest expenses		36	27	12	52
Gain on disposal of property, plant and equipment		(122)	(26)	(2)	(85)
Interest income		(311)	(527)	(709)	(809)
Rental income		(77)	(70)	(82)	(158)
Operating profit before working capital changes		21,098	25,363	28,742	31,584
Increase in inventories		(8,706)	(2,702)	(12,547)	(7,188)
Increase in trade and other receivables		(757)	(270)	(976)	(1,368)
Increase in trade and other payables		7,182	6,261	10,393	12,216
CASH FROM OPERATIONS		18,817	28,652	25,612	35,244
Interest paid		(36)	(27)	(12)	(52)
Tax refunded		-	22	50	10
Tax paid		(4,411)	(5,390)	(7,359)	(7,937)
NET CASH FROM OPERATING ACTIVITIES		14,370	23,257	18,291	27,265
CASH FLOWS FOR INVESTING ACTIVITIES					
Proceeds from dilution in equity interest in a subsidiary		20	-	15	14
Proceeds from disposal of property, plant and equipment		167	30	8	88
Purchase of intangible asset		(1,874)	-	-	-
Payment of goodwill		-	-	(960)	-
Payment of deposit for the acquisition of property, plant and equipment		-	-	-	(1,706)
Purchase of property, plant and equipment		(2,585)	(1,812)	(6,969)	(18,478)
Accretion in equity interest in a subsidiary		(192)	-	-	-
Interest received		311	527	709	809
Rental received		77	70	82	158
NET CASH FOR INVESTING ACTIVITIES		(4,076)	(1,185)	(7,115)	(19,115)
BALANCE CARRIED FORWARD		10,294	22,072	11,176	8,150

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.3 CONSOLIDATED STATEMENTS OF CASH FLOWS OF CPRM GROUP (CONT'D)**

	Note	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
BALANCE BROUGHT FORWARD		10,294	22,072	11,176	8,150
CASH FLOWS FOR FINANCING ACTIVITIES					
Dividends paid		(2,230)	(13,648)	(9,843)	(11,583)
Payment of initial public offering expenses		-	-	-	(956)
Proceeds from issuance of shares by subsidiaries to non-controlling shareholders		170	30	259	218
Net (repayment to)/advances from non-controlling shareholders		(211)	(90)	(217)	4
Quasi loans from non-controlling shareholders		320	392	1,638	595
Drawdown of term loans		-	-	-	9,055
Repayment of term loans		(187)	(648)	(214)	(220)
Repayment of hire purchase obligations		(85)	-	-	-
NET CASH FOR FINANCING ACTIVITIES		(2,223)	(13,964)	(8,377)	(2,887)
NET INCREASE IN CASH AND CASH EQUIVALENTS		8,071	8,108	2,799	5,263
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR		17,273	25,344	33,452	36,251
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	8.2.25	25,344	33,452	36,251	41,514

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.4 STATEMENTS OF CHANGES IN EQUITY OF CPRM GROUP**

	Note	Share capital RM'000	Retained profits RM'000	Merger deficit RM'000	Total shareholders equity RM'000	Non-controlling Interests RM'000	Total equity RM'000
Balance at 1.6.2009		2,276	20,527	(1,594)	21,209	3,177	24,386
Issuance of share capital		35	-	-	35	-	35
Effect of issue of share capital by subsidiaries		-	-	-	-	170	170
Quasi loans from non-controlling shareholders		-	-	-	-	320	320
Total comprehensive income for the financial year		-	13,552	-	13,552	1,722	15,274
Accretion in equity interest in a subsidiary		-	230	5	235	(330)	(95)
Dividends paid							
- by the Company	8.2.26	-	(1,200)	-	(1,200)	-	(1,200)
- by subsidiaries to non-controlling shareholders		-	-	-	-	(1,030)	(1,030)
Balance at 31.5.2010/1.6.2010		2,311	33,109	(1,589)	33,831	4,029	37,860
Total comprehensive income for the financial year		-	16,458	-	16,458	1,723	18,181
Effect of issue of share capital by subsidiaries		-	-	-	-	30	30
Quasi loans from non-controlling shareholders		-	-	-	-	90	90
Dividends paid							
- by the Company	8.2.26	-	(12,000)	-	(12,000)	-	(12,000)
- by subsidiaries to non-controlling shareholders		-	-	-	-	(1,648)	(1,648)
Balance at 31.5.2011		2,311	37,567	(1,589)	38,289	4,224	42,513

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.4 STATEMENTS OF CHANGES IN EQUITY OF CPRM GROUP (CONT'D)**

	Note	Share capital RM'000	Retained profits RM'000	Merger deficit RM'000	Total shareholders equity RM'000	Non-controlling Interests RM'000	Total equity RM'000
Balance at 1.6.2011		2,311	37,567	(1,589)	38,289	4,224	42,513
Total comprehensive income for the financial year		-	18,271	-	18,271	1,800	20,071
Effect of issue of share capital by subsidiaries		-	-	-	-	259	259
Quasi loans from non-controlling shareholders		-	-	-	-	1,859	1,859
Dilution in equity interest in a subsidiary		-	37	-	37	(22)	15
Dividends paid							
- by the Company	8.2.26	-	(8,000)	-	(8,000)	-	(8,000)
- by subsidiaries to non-controlling shareholders		-	-	-	-	(1,843)	(1,843)
Balance at 31.5.2012/1.6.2012		2,311	47,875	(1,589)	48,597	6,277	54,874
Total comprehensive income for the financial year		-	20,559	-	20,559	1,770	22,329
Effect of issue of share capital by subsidiaries		-	-	-	-	218	218
Quasi loans from non-controlling shareholders		-	-	-	-	595	595
Dilution in equity interest in a subsidiary		-	1	-	1	13	14
Dividends paid							
- by the Company	8.2.26	-	(9,244)	-	(9,244)	-	(9,244)
- by subsidiaries to non-controlling shareholders		-	-	-	-	(2,339)	(2,339)
Balance at 31.5.2013		2,311	59,191	(1,589)	59,913	6,534	66,447

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.5 REVENUE**

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Sales of goods	170,536	206,471	248,264	301,367
Rental income	30	30	20	50
	<u>170,566</u>	<u>206,501</u>	<u>248,284</u>	<u>301,417</u>

8.2.6 OTHER OPERATING INCOME

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Advertising and promotion income	5,343	6,535	11,343	14,657
Distribution and delivery charges	1,766	2,189	2,756	3,585
Gain on disposal of property, plant and equipment	122	26	2	85
Interest income	311	527	709	809
Other contribution from suppliers	61	88	144	170
Rental income	47	40	62	108
Sundry income	190	158	213	166
	<u>7,840</u>	<u>9,563</u>	<u>15,229</u>	<u>19,580</u>

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.7 PROFIT BEFORE TAXATION**

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Profit before taxation is arrived at after charging:-				
Audit fee				
- for the current financial year	105	116	187	227
- under provision in the previous financial year	-	6	14	-
- others	-	60	-	-
Depreciation of property, plant and equipment	1,734	1,970	2,576	2,737
Directors' fee paid	524	789	588	813
Directors' non-fee emoluments	3,938	5,436	6,512	8,062
Equipment written off	3	-	-	21
Incorporation expenses	10	4	15	11
Interest expenses	36	27	12	52
Rental of equipment	330	-	-	-
Rental of premises	5,351	7,004	9,064	12,154
Staff costs	12,588	15,456	19,483	26,435

8.2.8 TAXATION

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Current tax expenses:-				
- Malaysian Income Tax for the financial year	4,427	5,704	6,946	7,807
- (over)/under provision in the previous financial year	(50)	45	13	28
	4,377	5,749	6,959	7,835
Deferred tax expenses :- (Note 8.2.11)				
- relating to origination and reversal of temporary differences	151	79	(81)	(345)
- under/(over) provision in the previous financial year	33	(20)	(2)	7
	184	59	(83)	(338)
	4,561	5,808	6,876	7,497

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.8 TAXATION (CONT'D)**

The corporate tax rate on the first RM500,000 of chargeable income in respect of companies with issued and paid-up share capital not exceeding RM2,500,000 is 20% while the rate applicable to the remaining balance of the chargeable income is at 25%.

A reconciliation of income tax expense applicable to the profit before taxation at the statutory tax rate to income tax expense at the effective tax rate of the CPRM Group is as follows:-

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Profit before taxation	19,835	23,989	26,947	29,826
Tax at the applicable corporate tax rate	4,668	5,711	6,425	7,164
Tax effects of:-				
Non-taxable income	(180)	(144)	(129)	(183)
Non-deductible expenses	133	122	217	265
Reversal of deferred tax assets not recognised in prior years	(53)	-	-	-
Deferred tax assets not recognised during the financial year	10	94	352	216
(Over)/Under provision in the previous financial year				
- Malaysian Income Tax	(50)	45	13	28
- deferred tax	33	(20)	(2)	7
Tax charge for the financial year	4,561	5,808	6,876	7,497

Subject to agreement with tax authorities, at the end of the reporting period, the unutilised capital allowances and unabsorbed tax losses of CPRM Group are as follow:-

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Unutilised capital allowances	1,106	1,037	1,891	2,025
Unabsorbed tax losses	852	633	1,975	3,728
	1,958	1,670	3,866	5,753

12. ACCOUNTANTS' REPORT (Cont'd)

Crowe Horwath[™]

8. AUDITED FINANCIAL STATEMENTS (CONT'D)

8.2 CPRM GROUP (CONT'D)

8.2.9 PROPERTY, PLANT AND EQUIPMENT

Net Book Value		Leasehold lands RM'000	Buildings RM'000	Computer equipment RM'000	Motor vehicles RM'000	Office equipment RM'000	Furniture and fittings RM'000	Renovation RM'000	Asset in progress RM'000	Total RM'000
At 1.6.2009		1,481	1,697	290	465	583	991	942	-	6,449
Additions		-	-	306	437	453	918	471	-	2,585
Disposal		-	-	(8)	(35)	(2)	-	-	-	(45)
Written off		-	-	(3)	-	-	-	-	-	(3)
Depreciation charge		(20)	(23)	(295)	(213)	(307)	(462)	(414)	-	(1,734)
At 31.5.2010		1,461	1,674	290	654	727	1,447	999	-	7,252
At 1.6.2010		1,461	1,674	290	654	727	1,447	999	-	7,252
Additions		-	-	287	95	350	753	327	-	1,812
Disposal		-	-	-	-	(2)	(2)	-	-	(4)
Depreciation charge		(20)	(24)	(284)	(232)	(344)	(644)	(422)	-	(1,970)
At 31.5.2011		1,441	1,650	293	517	731	1,554	904	-	7,090

12. ACCOUNTANTS' REPORT (Cont'd)



Crowe Horwath™

8. AUDITED FINANCIAL STATEMENTS (CONT'D)

8.2 CPRM GROUP (CONT'D)

8.2.9 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Net Book Value	Leasehold lands RM'000	Buildings RM'000	Computer equipment RM'000	Motor vehicles RM'000	Office equipment RM'000	Furniture and fittings RM'000	Renovation RM'000	Asset in progress RM'000	Total RM'000
At 1.6.2011	1,441	1,650	293	517	731	1,554	904	-	7,090
Additions	746	540	390	178	810	1,404	921	1,980	6,969
Disposal	-	-	-	-	(1)	(5)	-	-	(6)
Reversal	-	-	(2)	-	-	-	-	-	(2)
Depreciation charge	(38)	(26)	(326)	(268)	(447)	(890)	(581)	-	(2,576)
At 31.5.2012	2,149	2,164	355	427	1,093	2,063	1,244	1,980	11,475
At 1.6.2012	2,149	2,164	355	427	1,093	2,063	1,244	1,980	11,475
Additions	2,250	419	601	114	664	821	668	12,941	18,478
Disposal	-	-	(1)	-	(2)	-	-	-	(3)
Written off	-	-	-	-	-	(14)	(7)	-	(21)
Depreciation charge	(66)	(54)	(425)	(217)	(508)	(872)	(595)	-	(2,737)
At 31.5.2013	4,333	2,529	530	324	1,247	1,998	1,310	14,921	27,192

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)



Crowe Horwath™

8. AUDITED FINANCIAL STATEMENTS (CONT'D)

8.2 CPRM GROUP (CONT'D)

8.2.9 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Leasehold lands RM'000	Buildings RM'000	Computer equipment RM'000	Motor vehicles RM'000	Office equipment RM'000	Furniture and fittings RM'000	Renovation RM'000	Asset in progress RM'000	Total RM'000
At 31.5.2010									
Cost	1,511	1,729	1,578	1,133	2,014	3,377	2,658	-	14,000
Accumulated depreciation	(50)	(55)	(1,288)	(479)	(1,287)	(1,930)	(1,659)	-	(6,748)
Net book value	1,461	1,674	290	654	727	1,447	999	-	7,252
At 31.5.2011									
Cost	1,511	1,729	1,860	1,162	2,359	4,125	2,984	-	15,730
Accumulated depreciation	(70)	(79)	(1,567)	(645)	(1,628)	(2,571)	(2,080)	-	(8,640)
Net book value	1,441	1,650	293	517	731	1,554	904	-	7,090

12. ACCOUNTANTS' REPORT (Cont'd)Crowe Horwath[™]**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.9 PROPERTY, PLANT AND EQUIPMENT (CONT'D)**

	Leasehold lands RM'000	Buildings RM'000	Computer equipment RM'000	Motor vehicles RM'000	Office equipment RM'000	Furniture and fittings RM'000	Renovation RM'000	Asset in progress RM'000	Total RM'000
At 31.5.2012									
Cost	2,257	2,268	2,253	1,340	3,167	5,524	3,906	1,980	22,695
Accumulated depreciation	(108)	(104)	(1,898)	(913)	(2,074)	(3,461)	(2,662)	-	(11,220)
Net book value	2,149	2,164	355	427	1,093	2,063	1,244	1,980	11,475
At 31.5.2013									
Cost	4,507	2,687	2,855	1,306	3,822	6,264	4,495	14,921	40,857
Accumulated depreciation	(174)	(158)	(2,325)	(982)	(2,574)	(4,266)	(3,186)	-	(13,665)
Net book value	4,333	2,529	530	324	1,248	1,998	1,309	14,921	27,192

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.9 PROPERTY, PLANT AND EQUIPMENT (CONT'D)**

The net book value of properties pledged as security for bank borrowings are as follows:-

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Leasehold lands	1,461	1,441	1,415	3,685
Buildings	1,674	1,650	1,632	1,941
Asset in progress	-	-	1,980	14,921
	3,135	3,091	5,027	20,547

8.2.10 INTANGIBLE ASSETS

	Goodwill RM'000	Trademark RM'000	Total RM'000
Net carrying amount:-			
Balance at 1.6.2009	-	-	-
Addition during the financial year	112	1,874	1,986
At 31.5.2010 / 1.6.2010	112	1,874	1,986
Addition during the financial year	-	-	-
At 31.5.2011 / 1.6.2011	112	1,874	1,986
Addition during the financial year	960	-	960
At 31.5.2012 / 1.6.2012	1,072	1,874	2,946
Addition during the financial year	-	-	-
At 31.5.2013	1,072	1,874	2,946

12. ACCOUNTANTS' REPORT (Cont'd)



8. AUDITED FINANCIAL STATEMENTS (CONT'D)

8.2 CPRM GROUP (CONT'D)

8.2.10 INTANGIBLE ASSETS (CONT'D)

Key assumption used in value-in-use calculations

The Group has assessed the recoverable amount of trademark and goodwill allocated and determined that no impairment is required.

The recoverable amount of cash-generating unit is determined based on value-in-use calculation using discounted cash flow projection based on financial budgets approved by management covering a ten-year period. The key assumptions used for value-in-use calculation are based on past experience and the discount rate applied to the cash flow projection is 6.60% per annum which was the base lending rate of leading financial institutions in Malaysia as at 31 May 2013.

8.2.11 DEFERRED TAXATION

	Note	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Deferred tax assets					
At 1 June		(153)	(168)	(188)	(165)
Recognised in profit or loss	8.2.8	(15)	(20)	23	(283)
At 31 May		(168)	(188)	(165)	(448)
Deferred tax liabilities					
At 1 June		33	232	311	205
Recognised in profit or loss	8.2.8	199	79	(106)	(55)
At 31 May		232	311	205	150
Net deferred tax liabilities/(assets)		64	123	40	(298)

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.11 DEFERRED TAXATION (CONT'D)**

Deferred tax assets and liabilities are attributable to the following items:-

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Deferred tax liabilities:-				
- An excess of carrying amount over tax base	463	426	287	241
Deferred tax assets:-				
- Unabsorbed business losses	(190)	(110)	(185)	(392)
- Unutilised capital allowances	(209)	(193)	(62)	(147)
	(399)	(303)	(247)	(539)
Net deferred tax liabilities/(assets)	64	123	40	(298)

No deferred tax assets are recognised in respect of the following items:-

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Unutilised capital allowances	-	168	618	1,177
Unabsorbed tax losses	-	282	1,222	2,129
	-	450	1,840	3,306

8.2.12 INVENTORIES

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
At cost :-				
Trading goods	35,069	37,771	50,319	57,507

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.12 INVENTORIES (CONT'D)**

The ageing of the Group's inventories as at the end of the respective financial years are as follows:-

FYE 2010

	< 3months	4 - 6 months	7 - 12 months	> 12months	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
Pharmaceutical Products					
- Scheduled Drugs	8,245	1,546	216	95	10,102
- Health Supplements	7,579	2,082	377	236	10,274
- OTC Drugs	1,994	336	71	37	2,438
Personal Care Products	6,691	1,215	532	1,102	9,540
Medical and Healthcare Devices	1,468	236	235	189	2,128
Other Products and Services	334	65	12	176	587
Total	26,311	5,480	1,443	1,835	35,069

FYE 2011

	< 3months	4 - 6 months	7 - 12 months	> 12months	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
Pharmaceutical Products					
- Scheduled Drugs	8,873	935	128	23	9,959
- Health Supplements	9,664	1,055	740	63	11,522
- OTC Drugs	2,723	299	153	4	3,179
Personal Care Products	7,737	1,032	611	809	10,189
Medical and Healthcare Devices	1,633	190	165	383	2,371
Other Products and Services	421	69	10	51	551
Total	31,051	3,580	1,807	1,333	37,771

FYE 2012

	< 3months	4 - 6 months	7 - 12 months	> 12months	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
Pharmaceutical Products					
- Scheduled Drugs	11,154	1,197	226	58	12,635
- Health Supplements	11,699	1,869	531	287	14,386
- OTC Drugs	4,167	645	121	193	5,126
Personal Care Products	10,693	1,797	854	951	14,295
Medical and Healthcare Devices	1,983	467	214	544	3,208
Other Products and Services	557	45	18	49	669
Total	40,253	6,020	1,964	2,082	50,319

12. ACCOUNTANTS' REPORT (Cont'd)**8.2 CPRM GROUP (CONT'D)****8.2.12 INVENTORIES (CONT'D)**

The ageing of the Group's inventories as at the end of the respective financial years are as follows:- (cont'd)

FYE 2013

	< 3months RM'000	4 - 6 months RM'000	7 - 12 months RM'000	> 12months RM'000	Total RM'000
Pharmaceutical Products					
- Scheduled Drugs	13,166	2,068	215	92	15,541
- Health Supplements	13,377	2,314	406	67	16,164
- OTC Drugs	5,323	315	50	37	5,725
Personal Care Products	12,557	2,919	823	249	16,548
Medical and Healthcare Devices	2,221	368	246	126	2,961
Other Products and Services	490	59	12	7	568
Total	47,134	8,043	1,752	578	57,507

None of the inventories are stated at net realisable value.

8.2.13 TRADE RECEIVABLES

CPRM Group's sales are normally conducted on cash basis. Credit terms on transactions conducted with business associates are assessed and approved on a case-by-case basis.

8.2.14 OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Other receivables	100	272	359	1,967
Deposits	1,983	2,260	3,045	5,980
Prepayments	44	17	-	-
	2,127	2,549	3,404	7,947

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.15 AMOUNTS OWING BY RELATED COMPANIES**

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Holding company				
Non-trade balances	-	3	^	-
Fellow subsidiaries				
Trade balances	-	1	-	-
	-	4	^	-

Notes:-

^ - Amount represents less than RM1,000

- (a) The trade balances are subject to the normal trade credit terms of 60 days. The amounts owing are to be settled in cash.
- (b) The non-trade balances represent unsecured, interest-free advances and payments made on behalf. The amounts owing are repayable on demand and to be settled in cash.

8.2.16 DEPOSITS WITH FINANCIAL INSTITUTIONS

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Fixed deposits with financial institution	-	-	-	360
Placements with financial institution	16,292	27,644	25,869	27,995
	16,292	27,644	25,869	28,355

The placements with financial institutions represent monies deposited into fixed income funds which are not restricted to fixed maturity. The funds invest mainly into fixed deposits with licensed banks, short-term repurchase agreements (REPOs) and short term Malaysian Government Securities and thus have minimum exposure to changes in market value. These deposits can be cashed out on call basis and have cheque facilities.

The weighted average effective interest rates per annum of deposits at the end of the reporting period are as follows:

	FYE 2010 %	FYE 2011 %	FYE 2012 %	FYE 2013 %
Fixed deposits with financial institution	-	-	-	3.00 - 3.15
Placements with financial institution	1.46 - 2.59	2.51 - 2.77	2.17 - 2.77	2.09 - 2.72

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.16 DEPOSITS WITH FINANCIAL INSTITUTIONS (CONT'D)**

The average maturities of fixed deposits as at the end of the reporting period are as follows:-

	FYE 2010 Days	FYE 2011 Days	FYE 2012 Days	FYE 2013 Days
Fixed deposits with financial institution	-	-	-	30 - 365

8.2.17 SHARE CAPITAL

	FYE 2010 (^{'000})	FYE 2011 (^{'000})	FYE 2012 (^{'000})	FYE 2013 (^{'000})	FYE 2010 RM' ⁰⁰⁰	FYE 2011 RM' ⁰⁰⁰	FYE 2012 RM' ⁰⁰⁰	FYE 2013 RM' ⁰⁰⁰
Number of shares								
Ordinary shares of RM1 each:-								
Authorised	10,000	10,000	10,000	10,000	10,000	10,000	10,000	10,000
Issued and fully paid-up :-								
At 1 June	2,276	2,311	2,311	2,311	2,276	2,311	2,311	2,311
Allotment during the financial year	35	-	-	-	35	-	-	-
At 31 May	2,311	2,311	2,311	2,311	2,311	2,311	2,311	2,311

8.2.18 MERGER DEFICIT

The merger deficit in the financial years arose from subsidiaries which were consolidated under the merger method of accounting.

The merger deficit arose from the difference between the carrying value of the investment and the nominal value of the shares of the subsidiaries upon consolidation using merger accounting principles.

8.2.19 NON-CONTROLLING INTERESTS

Included in non-controlling interests is an amount of RM2,864,136 (2012 - RM2,269,000; 2011 - RM90,000; 2010 - RM320,000) representing quasi loans from non-controlling shareholders.

Quasi loans represent advances from non-controlling shareholders of which the settlement is neither planned nor likely to occur in the foreseeable future. These amounts are, in substance, a part of the non-controlling shareholders' net investment in the subsidiaries.

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.20 TERM LOANS**

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Current portion:-				
- repayable within one year	144	170	175	442
Non-current portion:-				
- repayable between one to two years	148	176	127	511
- repayable between two to five years	467	271	214	3,692
- repayable more than five years	1,313	807	694	5,400
Total non-current portion	1,928	1,254	1,035	9,603
	2,072	1,424	1,210	10,045

Term loans are repayable over 180 to 240 monthly instalments from the date of drawdown and secured by the following:-

- (i) legal charges over CPRM Group's leasehold lands and buildings as disclosed in Note 8.2.9; and
- (ii) joint and several guarantee from certain directors of CPRM Group.

The weighted average effective interest rates per annum at the end of the reporting period for borrowings were as follow:-

	FYE 2010 %	FYE 2011 %	FYE 2012 %	FYE 2013 %
Term loans	4.87	4.86	4.83	4.27

8.2.21 TRADE PAYABLES

The normal credit terms granted to CPRM Group range from 30 days to 120 days. Other credit terms are granted to CPRM Group on a case-by-case basis.

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.22 OTHER PAYABLES AND ACCRUALS**

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Other payables	355	312	922	2,246
Accrued expenses	691	970	895	1,046
Payroll liabilities	1,024	1,424	1,787	2,426
	2,070	2,706	3,604	5,718

8.2.23 AMOUNT OWING TO NON-CONTROLLING SHAREHOLDERS

The amount owing is unsecured, interest-free and repayable on demand. The amount is to be settled in cash.

8.2.24 AMOUNTS OWING TO RELATED PARTIES

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Holding company				
Non-trade balances	312	-	-	-
Fellow subsidiaries				
Trade balances	60	63	52	-
Companies in which certain directors have significant financial interests				
Trade balances	-	-	-	40
	372	63	52	40

- (a) The trade balances are subject to the normal trade credit terms of 60 days. The amounts owing are to be settled in cash.
- (b) The non-trade balances represent unsecured, interest-free advances and payments made on behalf. The amounts owing are repayable on demand and to be settled in cash.

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.25 CASH AND CASH EQUIVALENTS**

For the purpose of the cash flow statements, cash and cash equivalents comprise the following:-

	Note	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Deposits with financial institutions	8.2.16	16,292	27,644	25,869	28,355
Cash and bank balances		9,052	5,808	10,382	13,159
		25,344	33,452	36,251	41,514

8.2.26 DIVIDENDS

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Paid:-				
<u>In respect of the previous financial year:-</u>				
Final tax-exempt dividend of RM2.50 per ordinary share	-	-	-	5,777
<u>In respect of the current financial year:-</u>				
Interim tax-exempt dividend of RM0.5192 per ordinary share	1,200	-	-	-
Interim tax-exempt dividend of RM5.1927 per ordinary share	-	12,000	-	-
Interim tax-exempt dividend of RM3.4618 per ordinary share	-	-	8,000	-
Interim tax-exempt dividend of RM1.50 per ordinary share	-	-	-	3,467
	1,200	12,000	8,000	9,244

8.2.27 CAPITAL COMMITMENTS

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Capital expenditure commitments				
Authorised and contracted for - property, plant and equipment	-	-	17,820	4,950

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
8. AUDITED FINANCIAL STATEMENTS (CONT'D)**8.2 CPRM GROUP (CONT'D)****8.2.28 SIGNIFICANT RELATED PARTY DISCLOSURES****(a) Identities of related parties**

In addition to the information detailed elsewhere in the financial statements, the Group has related party relationships with its directors, key management personnel and entities within the same group of companies.

(b) Other than those disclosed elsewhere in the financial statements, the Group also carried out the following significant transactions with the related parties during the financial years:-

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Key management personnel				
Gain on disposal of property, plant and equipment	-	-	-	(86)
Holding company*				
Rental expenses	301	270	270	112
Dividends paid	1,080	10,638	4,212	1,825
Purchase of trademark	1,874	-	-	-
Fellow subsidiaries				
Purchase of goods	202	217	210	-
Rental income	-	(35)	(42)	(42)
Companies in which certain directors have significant financial interests				
Consultancy fee	64	64	-	-
Purchase of equipment	-	5	1	-
Purchase of goods	114	9	10	222
Rental expenses	-	-	-	163
A company in which a director and a substantial shareholder have significant financial interests				
Rental expenses	-	-	-	163

Information regarding outstanding balances arising from related party transactions as at the end of the reporting period is disclosed in Notes 8.2.15 and 8.2.24.

Note:-

(*) – Pursuant to a corporate restructuring exercise, Caring Pharmacy Holdings Sdn. Bhd. ceased to be the holding company on 22 October 2012 and has been re-designated to "a company in which certain directors have significant financial interests". With effect from 26 December 2012, the new holding company is Motivasi Optima Sdn. Bhd.

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.28 SIGNIFICANT RELATED PARTY DISCLOSURES (CONT'D)**

(b) Key management personnel compensation:-

	FYE 2010 RM'000	FYE 2011 RM'000	FYE 2012 RM'000	FYE 2013 RM'000
Short-term employee benefits	2,119	2,293	2,884	2,897
Post employment benefits	294	329	427	435
	2,413	2,622	3,311	3,332

8.2.29 FINANCIAL INSTRUMENTS

CPRM Group's activities are exposed to a variety of market risk (including foreign currency risk, interest rate risk and equity price risk), credit risk and liquidity risk. CPRM Group's overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on CPRM Group's financial performance.

(a) Financial Risk Management Policies

CPRM Group's policies in respect of the major areas of treasury activity are as follows:-

(i) Market Risk*(i) Foreign Currency Risk*

CPRM Group does not have any transactions or balances denominated in foreign currency and hence is not exposed to foreign currency risks.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. CPRM Group's exposure to interest rate risk arises from interest-bearing financial assets and liabilities. CPRM Group's policy is to obtain the most favourable interest rates available. As CPRM Group's exposure to interest rate risk is immaterial, sensitivity analysis is not disclosed.

(iii) Equity Price Risk

CPRM Group does not have any quoted investment and hence is not exposed to equity price risks.

12. ACCOUNTANTS' REPORT (Cont'd)**8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.29 FINANCIAL INSTRUMENTS (CONT'D)****(a) Financial Risk Management Policies (Cont'd)****(ii) Credit Risk**

CPRM Group's business model does not result in significant exposure to credit risks from receivables. For other financial assets (including cash and bank balances and deposits with financial institutions), CPRM Group minimises credit risk by dealing exclusively with high credit rating counterparties.

CPRM Group establishes an allowance for impairment that represents its estimate of incurred losses in respect of the trade and other receivables as appropriate. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. Impairment is estimated by management based on prior experience and the current economic environment.

Credit risk concentration profile

CPRM Group does not have any major concentration of credit risk related to any individual customer or counterparty.

Exposure to credit risk

As CPRM Group does not hold any collateral, the maximum exposure to credit risk is represented by the carrying amount of the financial assets as at the end of the reporting period.

Ageing analysis

The ageing analysis of CPRM Group's trade receivables at the end of the reporting period is as follows:-

	2013 RM'000	2012 RM'000
Gross amount/carrying value		
Not past due	170	342
Past due:		
- less than 3 months	6	-
- Over 6 months	-	33
	<u>176</u>	<u>375</u>

12. ACCOUNTANTS' REPORT (Cont'd)

Crowe Horwath™

8. AUDITED FINANCIAL STATEMENTS (CONT'D)**8.2 CPRM GROUP (CONT'D)****8.2.29 FINANCIAL INSTRUMENTS (CONT'D)**

(a) Financial Risk Management Policies (Cont'd)
(iii) Liquidity Risk

Liquidity risk arises mainly from general funding and business activities. CPRM Group practises prudent risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facilities.

The following table sets out the maturity profile of the financial liabilities as at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):-

	Weighted Average Effective Rate %	Carrying Amount RM'000	Contractual		Within		Over 5 Years	
			Cash Flows RM'000	Undiscounted RM'000	1 Year RM'000	1 - 5 Years RM'000	RM'000	RM'000
2013								
Trade payables	-	54,223	54,223	54,223	54,223	-	-	-
Other payables and accruals	-	5,718	5,718	5,718	5,718	-	-	-
Amount owing to non-controlling shareholders	-	256	256	256	256	-	-	-
Amounts owing to related parties	-	40	40	40	40	-	-	-
Term loans	4.27	10,045	13,088	445	445	4,203	8,440	8,440
		70,282	73,325	60,682	4,203	8,440		

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Kiang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

Page 63 of 70

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.29 FINANCIAL INSTRUMENTS (CONT'D)****(a) Financial Risk Management Policies (Cont'd)****(iii) Liquidity Risk (Cont'd)**

	Weighted Average Effective Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000	Over 5 Years RM'000
2012						
Trade payables	-	43,795	43,795	43,795	-	-
Other payables and accruals	-	3,604	3,604	3,604	-	-
Amount owing to non-controlling shareholders	-	252	252	252	-	-
Amounts owing to related parties	-	52	52	52	-	-
Term loans	4.83	1,210	2,056	226	396	1,434
		48,913	49,759	47,929	396	1,434

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibau • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)
Crowe Horwath™
8. AUDITED FINANCIAL STATEMENTS (CONT'D)**8.2 CPRM GROUP (CONT'D)****8.2.29 FINANCIAL INSTRUMENTS (CONT'D)****(b) Capital Risk Management**

CPRM Group manages its capital to ensure that entities within CPRM Group will be able to maintain an optimal capital structure so as to support their businesses and maximise shareholders value. To achieve this objective, CPRM Group may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

CPRM Group manages its capital based on debt-to-equity ratio. CPRM Group's strategies were unchanged from the previous financial year. The debt-to-equity ratio is calculated as net debt divided by total equity. Net debt is calculated as borrowings plus trade and other payables less cash and cash equivalents.

The debt-to-equity ratio of the CRPM Group at the end of the reporting period was as follows:-

	2013 RM'000	2012 RM'000
Trade payables	54,223	43,795
Other payables and accruals	5,718	3,604
Amount owing to non-controlling shareholders	256	252
Amounts owing to related parties	40	52
Term loans	10,045	1,210
	<u>70,282</u>	<u>48,913</u>
Less:		
Deposits with financial institutions	(28,355)	(25,869)
Cash and bank balances	(13,159)	(10,382)
	<u>28,768</u>	<u>12,662</u>
Net debt		
	<u>66,447</u>	<u>54,874</u>
Total equity		
	<u>0.43</u>	<u>0.23</u>
Debt-to-equity ratio		

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.29 FINANCIAL INSTRUMENTS (CONT'D)****(c) Classification Of Financial Instruments**

	2013 RM'000	2012 RM'000
Financial Assets		
<u>Loans and receivables financial assets</u>		
Trade receivables	176	375
Other receivables and deposits	7,947	3,404
Amounts owing by related companies	-	[^]
Deposits with financial institutions	28,355	25,869
Cash and bank balances	13,159	10,382
	<u>49,637</u>	<u>40,030</u>
Financial Liabilities		
<u>Other financial liabilities</u>		
Trade payables	54,223	43,795
Other payables and accruals	5,718	3,604
Amount owing to non-controlling shareholders	256	252
Amounts owing to related parties	40	52
Term loans	10,045	1,210
	<u>70,282</u>	<u>48,913</u>

Notes:-

[^] - Amount represents less than RM1,000

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT *(Cont'd)*



8. AUDITED FINANCIAL STATEMENTS (CONT'D)

8.2 CPRM GROUP (CONT'D)

8.2.29 FINANCIAL INSTRUMENTS (CONT'D)

(d) Fair Values Of Financial Instruments

The carrying amounts of the financial assets and financial liabilities reported in the financial statements approximated their fair values.

The following summarises the methods used to determine the fair values of the financial instruments:-

- (i) The financial assets and financial liabilities maturing within the next 12 months approximated their fair values due to the relatively short-term maturity of the financial instruments.
- (ii) The carrying amounts of the term loans approximated their fair values as these instruments bear interest at variable rates.

(e) Fair Value Hierarchy

At the end of the reporting period, there were no financial instruments carried at fair values.

8.2.30 CURRENCY

All amounts are stated in Ringgit Malaysia.

8.2.31 TRANSITION TO THE MFRS FRAMEWORK

These are the first financial statements of CPRM Group prepared in accordance with MFRSs. The accounting policies in Note 6.3 to this report have been applied to all financial information covered under this report.

THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK

12. ACCOUNTANTS' REPORT (Cont'd)**Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.32 RESTATEMENT TO THE AUDITED FINANCIAL STATEMENTS**

- (a) The following comparative figures have been reclassified to conform with the presentation of the audited financial statements for the FYE 2011 and FYE 2012:-

	As previously reported RM'000	As restated RM'000
Statement of Profit Or Loss And Other Comprehensive Income (Extract):-		
FYE 2010		
Cost of sales	127,705	124,860
Other operating income	11,335	7,840
Selling and distribution expenses	17,961	19,319
Administrative expenses	14,603	12,595
FYE 2011		
Cost of sales	152,571	150,261
Other operating income	11,873	9,563
Selling and distribution expenses	21,998	24,500
Administrative expenses	17,814	15,312

The above reclassifications have been effected due to the following:-

- (i) Reclassification of redemption cost in connection with CPRM Group's loyalty programme from administrative expenses to selling and distribution expenses for FYE 2010 and FYE 2011;
- (ii) Reclassification of purchase and product rebates given by our suppliers from other operating income to cost of sales for FYE 2010 and FYE 2011;
- (iii) Reclassification of prompt payment discount income given by our suppliers from other operating income to cost of sales for FYE 2010; and
- (iv) Reclassification of part time wages income from subsidiaries from other operating income to selling and distribution expenses for the FYE 2010.

These have been effected to reclassify the above items into more appropriate categories of expenses by function. They do not represent a change in accounting policies and do not have any impact on the profit before taxation or profit after taxation of the CPRM Group.

12. ACCOUNTANTS' REPORT *(Cont'd)***Crowe Horwath™****8. AUDITED FINANCIAL STATEMENTS (CONT'D)****8.2 CPRM GROUP (CONT'D)****8.2.32 RESTATEMENT TO THE AUDITED FINANCIAL STATEMENTS (CONT'D)**

- (a) The following comparative figures have been reclassified to conform with the adoption of FRS 132 – Financial Instruments: Disclosure and Presentation as disclosed in Section 6.1.1 (a).

	As previously reported RM'000	As restated RM'000
Statement of Financial Position (Extract):-		
FYE 2010		
Amount owing to directors	577	257
Non-controlling interests	3,709	4,029
FYE 2011		
Amount owing to directors	879	469
Non-controlling interests	3,814	4,224

9. SUBSEQUENT EVENTS

There is no significant subsequent event between the date of the last financial statements used in the preparation of this report and the date of this report which will affect materially the contents of this report except as disclosed below:-

- (a) Acquisition of additional 19,500 ordinary shares of RM1.00 each in Fuji Acre Sdn. Bhd. for a total consideration of RM19,500 satisfied by cash on 8 July 2013; and
- (b) Incorporation of Caring Pharmacy Help Sdn. Bhd. as a new wholly owned subsidiary on 10 July 2013 with an issued and paid-up capital of 2 ordinary shares of RM1.00 each.

12. ACCOUNTANTS' REPORT *(Cont'd)*



Crowe HorwathTM

10. AUDITED FINANCIAL STATEMENTS

As of the date of this report, no audited financial statements have been prepared in respect of any period subsequent to 31 May 2013 for CARiNG and CPRM Group.

Yours faithfully

Crowe Horwath
Firm No: AF 1018
Chartered Accountants

Wong Tak Mun
Approval No: 1793/09/14 (J)
Chartered Accountant

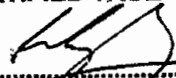
12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX I (i)



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CARING PHARMACY GROUP BERHAD (Incorporated in Malaysia) Company No: 1011859-D

CERTIFIED TRUE COPY


WONG TAK MUN
Partner

Crowe Horwath AF 1018
Chartered Accountants
Crowe Horwath AF 1018
Chartered Accountants
Member Crowe Horwath International

Melaka Office
52 Jalan Kota Laksamana 2/15
Taman Kota Laksamana, Seksyen 2
75200 Melaka, Malaysia
Main +6 06 2825 995
Fax +6 06 2836 449
www.crowehorwath.com.my
info.mlk@crowehorwath.com.my

Report on the Financial Statements

We have audited the financial statements of Caring Pharmacy Group Berhad, which comprise statement of financial position as at 31 May 2013 of the Company, and statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the financial period then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 9 to 22.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Malaysian Financial Reporting Standards and the requirements of the Companies Act 1965 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

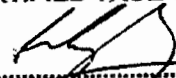
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX I (ii)



CERTIFIED TRUE COPY


WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY GROUP BERHAD (CONT'D)**

(Incorporated in Malaysia)

Company No: 1011859-D

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Company as of 31 May 2013 and of its financial performance and cash flows for the financial period then ended in accordance with Malaysian Financial Reporting Standards and the requirements of the Companies Act 1965 in Malaysia.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Crowe Horwath
Firm No: AF 1018
Chartered Accountants

12 September 2013

Melaka

Wong Tak Mun
Approval No: 1793/09/14 (J)
Chartered Accountant

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX II (i)



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD.**

Company No : 757411-U

Report on the Financial Statements

We have audited the financial statements of Caring Pharmacy Retail Management Sdn. Bhd., which comprise the balance sheet as at 31 May 2010 of the Group and of the Company, and the income statements, statements of changes in equity and cash flow statements of the Group and of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory notes, as set out on pages 9 to 41.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

CERTIFIED TRUE COPY

WONG TAK MUN
Partner

Crowe Horwath AF 1018
Chartered Accountants

Crowe Horwath AF 1018
Chartered Accountants
Member Crowe Horwath International

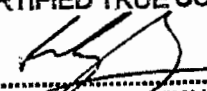
Melaka Office
52 Jalan Kota Laksamana 2/15
Taman Kota Laksamana, Seksyen 2
75200 Melaka, Malaysia
Main +6 06 2825 995
Fax +6 06 2836 449
www.crowehorwath.com.my
info.mlk@crowehorwath.com.my

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX II (ii)



CERTIFIED TRUE COPY


WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD. (CONT'D)**

Company No : 757411-U

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 May 2010 and of their financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report the following:-

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries have been properly kept in accordance with the provisions of the Act;
- (b) We are satisfied that the accounts of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes; and
- (c) Our audit reports on the accounts of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

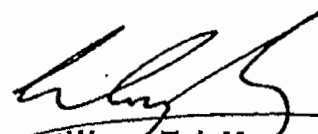
Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Crowe Horwath
Firm No. : AF 1018
Chartered Accountants

Melaka

30 September 2010


Wong Tak Mun
Approval No. 1793/09/12 (J)
Chartered Accountant

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX III (i)



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD.**

Company No : 757411-U

Report on the Financial Statements

We have audited the financial statements of Caring Pharmacy Retail Management Sdn. Bhd., which comprise the balance sheet as at 31 May 2011 of the Group and of the Company, and the income statements, statements of changes in equity and cash flow statements of the Group and of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 9 to 37.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

CERTIFIED TRUE COPY

WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants
Crowe Horwath AF 1018
Chartered Accountants
Member Crowe Horwath International

Melaka Office
52 Jalan Kota Laksamana 2/15
Taman Kota Laksamana, Seksyen 2
75200 Melaka, Malaysia
Main +6 06 2825 995
Fax +6 06 2836 449
www.crowehorwath.com.my
info.mlk@crowehorwath.com.my

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX III (ii)



CERTIFIED TRUE COPY


WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD. (CONT'D)**

Company No : 757411-U

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Private Entity Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 May 2011 and of their financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report the following:-

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.
- (b) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purpose.
- (c) The audit report on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Crowe Horwath
Firm No: AF 1018
Chartered Accountants

7 October 2011

Melaka

Wong Tak Mun
Approval No : 1793/09/12 (J)
Chartered Accountant

Page 8

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX IV (i)



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD.**

(Incorporated in Malaysia)
Company No : 757411-U

Report on the Financial Statements

We have audited the financial statements of Caring Pharmacy Retail Management Sdn. Bhd., which comprise the statements of financial position as at 31 May 2012 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 9 to 64.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements that give a true and fair view in accordance with Financial Reporting Standards and the Companies Act 1965 in Malaysia, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

CERTIFIED TRUE COPY

WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants
Crowe Horwath AF 1018
Chartered Accountants
Member Crowe Horwath International

Melaka Office
52 Jalan Kota Laksamana 2/15
Taman Kota Laksamana, Seksyen 2
75200 Melaka, Malaysia
Main +6 06 2825 995
Fax +6 06 2836 449
www.crowehorwath.com.my
info.mlk@crowehorwath.com.my

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX IV (ii)



CERTIFIED TRUE COPY

WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD. (CONT'D)**

(Incorporated In Malaysia)
Company No : 757411-U

Opinion

In our opinion, the financial statements have been properly drawn up in accordance with Financial Reporting Standards and the Companies Act 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 May 2012 and of their financial performance and cash flows for the financial year then ended.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report the following:-

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.
- (b) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purpose.
- (c) The audit report on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Crowe Horwath
Firm No: AF 1018
Chartered Accountants

14 SEP 2012

Melaka

Wong Tak Mun
Approval No : 1793/09/12 (J)
Chartered Accountant

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX V (i)



CERTIFIED TRUE COPY


WONG TAK MUN
 Partner

Crowe Horwath AF 1018
 Chartered Accountants

Crowe Horwath AF 1018
 Chartered Accountants
 Member Crowe Horwath International

Melaka Office
 52 Jalan Kota Laksamana 2/15
 Taman Kota Laksamana, Seksyen 2
 75200 Melaka, Malaysia
 Main +6 06 2825 995
 Fax +6 06 2836 449
www.crowehorwath.com.my
info.mlk@crowehorwath.com.my

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CARING PHARMACY RETAIL MANAGEMENT SDN. BHD.

(Incorporated in Malaysia)
 Company No :757411-U

Report on the Financial Statements

We have audited the financial statements of Caring Pharmacy Retail Management Sdn. Bhd., which comprise the statements of financial position as at 31 May 2013 of the Group and of the Company, and statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 11 to 69.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Malaysian Financial Reporting Standards and the requirements of the Companies Act 1965 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Page 8

Crowe Horwath Offices in Malaysia:

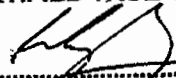
Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)

APPENDIX V (ii)



CERTIFIED TRUE COPY


WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD. (CONT'D)**

(Incorporated in Malaysia)
Company No :757411-U

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Group and of the Company as of 31 May 2013 and of their financial performance and cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards and the requirements of the Companies Act 1965 in Malaysia.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report the following:-

- (a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.
- (b) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.
- (c) The audit report on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Matters

- 1. As stated in Note 4.1 to the financial statements, Caring Pharmacy Retail Management Sdn. Bhd. adopted Malaysian Financial Reporting Standards on 1 June 2012 with a transition date of 1 June 2011. These standards were applied retrospectively by directors to the comparative information in these financial statements, including the statements of financial position as at 31 May 2012 and 1 June 2011, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows for the financial year ended 31 May 2012 and related disclosures. We were not engaged to report on the comparative information and it is unaudited. Our responsibilities as part of our audit of the financial statements of the Group and of the Company for the financial year ended 31 May 2013 have, in these circumstances, included obtaining sufficient appropriate audit evidence that the opening balances as at 1 June 2012 do not contain misstatements that materially affect the financial position as of 31 May 2013 and financial performance and cash flows for the financial year then ended.

Page 9

Crowe Horwath Offices in Malaysia:

Kuala Lumpur • Klang • Penang • Johor Bharu • Melaka • Muar • Kuching • Sibul • Bintulu • Miri • Kota Kinabalu • Labuan

12. ACCOUNTANTS' REPORT (Cont'd)

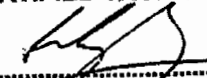
APPENDIX V (iii)



**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
CARING PHARMACY RETAIL MANAGEMENT SDN. BHD. (CONT'D)**

(Incorporated in Malaysia)
Company No : 757411-U

CERTIFIED TRUE COPY


WONG TAK MUN
Partner
Crowe Horwath AF 1018
Chartered Accountants

Other Matters (Cont'd)

2. This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.



Crowe Horwath
Firm No: AF 1018
Chartered Accountants

23 August 2013

Melaka



Wong Tak Mun
Approval No : 1793/09/14 (J)
Chartered Accountant

13. DIRECTORS' REPORT

CARING PHARMACY GROUP BHD [Company No. 1011859-D]

Registered Address : No. 3-2, 3rd Mile Square, No. 151, Jalan Kelang Lama, Batu 3 ½, 58100 Kuala Lumpur.
Correspondence Address : No 8B, Jalan 1/137C, Bedford Business Park, Jalan Kelang Lama, 58000 Kuala Lumpur
Tel: (603) 77821988 Fax: (603) 77851928

Date: 7 October 2013

The Shareholders of Caring Pharmacy Group Berhad

Dear Sir/ Madam,

On behalf of the Board of Directors of Caring Pharmacy Group Berhad ("CARiNG"), we wish to report after due enquiry by the Board of Directors of CARiNG, that the period from 31 May 2013 (being the date of the last audited financial statements of Caring and its subsidiary companies ("Group") have been made up) to the date herein (being a date not earlier than fourteen (14) days before the issuance of this Prospectus):-

- (a) the business of our Group has, in the opinion of our Directors, been satisfactorily maintained;
- (b) in the opinion of our Directors, no circumstances have arisen since the last audited financial statements of our Group which have adversely affected the trading or the value of the assets of our Group;
- (c) the current assets of our Group appear in the books at values which are believed to be realisable in the ordinary course of business;
- (d) save as disclosed in the Prospectus, no contingent liabilities have arisen by reason of any guarantees or indemnities given by our Group;
- (e) since the last audited financial statements of our Group, there have been no default or any known event that could give rise to a default situation, on payments of either interest and/or principal sums in relation to any borrowings of our Group, in which the Directors are aware of; and
- (f) save as disclosed in the Prospectus, since the last audited financial statements of our Group, there have been no material changes in the published reserves or any unusual factors affecting the profits of our Group.

Yours faithfully

For and on behalf of the Board of Directors

Caring Pharmacy Group Berhad



CHONG YEOW SIANG
Managing Director

14. ADDITIONAL INFORMATION

14.1 SHARE CAPITAL

- (i) No securities will be allotted or issued on the basis of this Prospectus later than 12 months after the date of the issue of this Prospectus.
- (ii) As at the date of this Prospectus, we have only one (1) class of shares in our Company, namely ordinary shares of RM1.00 each, all of which rank *pari passu* with one another.
- (iii) Save as disclosed in Sections 2.6, 3.5, 5.4, 5.5 and 5.6 of this Prospectus, no shares, debentures, warrants, options, convertible securities or uncalled capital of our Company and our subsidiaries have been issued or are proposed to be issued as fully or partly paid-up in cash or otherwise, within the two (2) years preceding the date of this Prospectus.
- (iv) Save for the IPO Shares reserved for the eligible Directors, eligible employees and shareholders of subsidiaries of our Group as disclosed in Section 3.5.1(ii) of this Prospectus, no person or eligible Director or eligible employee or shareholder of subsidiary of our Group has been or is entitled to be given an option to subscribe for any shares, stocks or debentures of our Company or our subsidiaries.
- (v) Save for the IPO Shares reserved for the eligible Directors, eligible employees and shareholders of subsidiaries of our Group as disclosed in Section 3.5.1(ii) of this Prospectus, there is currently no other scheme for or involving our Directors or employee or shareholder of subsidiary of our Group.
- (vi) Neither our Company nor our subsidiaries have any capital that is under option, or agreed conditionally or unconditionally to be put under option as at the date of this Prospectus.
- (vii) Neither our Company nor our subsidiaries have any outstanding convertible securities as at the date of this Prospectus.

14.2 EXTRACTS OF ARTICLES OF ASSOCIATION

The following provisions are extracts from our Articles. Capitalised terms as used in this Section 14.2 of this Prospectus shall have the same meaning as defined in our Articles, unless otherwise defined in this Prospectus.

(i) Transfer of Securities

Article 34

The transfer of any listed securities or class of listed securities of the Company which have been deposited with the Depository shall be by way of book entry by the Depository in accordance with the Rules and notwithstanding Sections 103 and 104 of the Act, but subject to subsection 107C(2) of the Act and any exemption that may be made from compliance with subsection 107C(1) of the Act, the Company shall be precluded from registering and effecting any transfer of such listed securities.

Article 35

Subject to the provisions of the Act, the Depositories Act and the Rules, the transfer of all or any of his shares of the Company not so deposited with the Depository (not being Deposited Securities) by any Member shall be in the manner provided in the Rules to the extent that the same is not inconsistent with these Articles.

14. ADDITIONAL INFORMATION (Cont'd)

The instrument of transfer of any share shall be executed by or on behalf of the transferor and the transferor shall be deemed to remain the holder of the share until the name of the transferee is entered into the Register and/or the Record of Depositors as the case may be in respect thereof.

Article 36

Subject to the provisions of the Act, the Depositories Act and the Rules, the registration of transfers may be suspended at such times and for such periods as the Directors may from time to time determine not exceeding in the whole, thirty (30) days in any year. Ten (10) Market Days' notice, or such other period as may from time to time be specified by the Exchange governing the Register concerned, of intention to close the Register and the reason thereof shall be given to the Exchange and published in a daily newspaper circulating in Malaysia. Such notice shall state the Books Closing Date which shall not be less than eight (8) clear market days from the date of notification to the Exchange.

Article 38

There should be no restriction on the transfer of fully paid Shares except where required by law or the relevant regulations or where the Company has a lien and no share shall in any circumstances be transferred to any infant, bankrupt or person of unsound mind.

Article 39

The Depository may refuse to register any transfer of deposited security that does not comply with the Depositories Act and the Rules.

(ii) Remuneration of Directors**Article 105**

The Directors shall be paid for their services, such fixed sum (if any) as shall from time to time be determined by the Company in general meeting, and such fees shall be divided among the Directors in such proportions and manner as the Directors may determine or failing agreement, equally PROVIDED ALWAYS that:

- (a) fees payable to Directors who hold non-executive office in the Company shall be paid by a fixed sum and not by a commission on or percentage of profits or turnover.
- (b) salaries and other emoluments payable to Directors who hold an executive office in the Company pursuant to a contract of service need not be determined by the Company in general meeting but such salaries and emoluments may not include a commission on or percentage of turnover.
- (c) fees payable to Directors shall not be increased except pursuant to a resolution passed at a general meeting, where notice of the proposed increase has been given in the notice convening the meeting.
- (d) any fee paid to an alternate Director shall be such as shall be agreed between himself and the Director nominating him and shall be paid by the Director nominating him, unless the Company be instructed in writing by that Director to pay any portion of his remuneration to such alternate Director out of the remuneration of the latter.

14. ADDITIONAL INFORMATION (Cont'd)

Article 106

- (a) The Directors shall be paid all their travelling, hotel and other expenses properly and necessarily expended by them in and about the business of the Company including their travelling and other expenses incurred in attending meetings of the Directors or any committee of the Directors of the Company.
- (b) If any Director being willing shall be called upon to perform extra services or to make any special exertions in going or residing away from his usual place of business or residence for any of the purposes of the Company or in giving special attention to the business of the Company as a member of a committee of Directors, the Company may remunerate the Director so doing either by a fixed sum or otherwise (other than by a sum to include a commission on or percentage of turnover) as may be determine by the Company in general meeting and such remuneration may be either in addition to or in substitution for his or their share in the remuneration from time to time provided for the Directors.

Article 130(1)

Each Director may from time to time appoint any person who is approved by a majority of his co-directors to act as his alternate Director. Any fee paid by the Company to an Alternate Director shall be deducted from the remuneration of the appointor.

Article 132

The remuneration of a Director holding an executive office pursuant to these Articles shall be fixed by the Directors and may be by way of salary or commission or participation in profits or otherwise or by any or all of these modes but shall not include a commission on or percentage of turnover.

(iii) Voting and Borrowing Powers of Directors

Article 110

- (a) The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the Company, or its subsidiaries, as they shall think fit.
- (b) The Directors shall not borrow any money or mortgage or charge any of the Company's or the subsidiaries' undertaking, property or any uncalled capital, or to issue debentures and other securities whether outright or as security for any debt, liability or obligation of an unrelated third party.
- (c) The Directors may borrow or raise any such money as aforesaid upon or by the issue or sale of any bonds, debentures, debenture stock, or securities, and upon such terms as to time of repayment, rate of interest, price of issue or sale; payment of premium or bonus upon redemption or repayment or upon any other terms as they may think proper.
- (d) Any debenture or other security may be issued at a discount, premium or otherwise and (with the sanction of the Company in general meeting) with any special privilege as to allotment of shares, attending and voting at general meetings of the Company, appointment of Directors or otherwise.

14. ADDITIONAL INFORMATION (Cont'd)

Article 123

Subject to these Articles, any question arising at any meeting of Directors shall be decided by a majority of votes and a determination by a majority of Directors shall for all purposes be deemed a determination of the Directors. In the case of an equality of votes, the Chairman of the meeting shall not have a second or casting vote where:

- (a) two (2) Directors form a quorum and such a quorum is present at the meetings; or
- (b) only two (2) Directors form the quorum or are competent to vote on the question at issue.

Article 125

A Director may contract with and be directly or indirectly interested in any contract or proposed contract or arrangement with the Company and shall not be liable to account for any profit made by him by reason of any such contract; PROVIDED ALWAYS THAT the Director shall declare the nature of his interest in accordance with provision of the Act. Save as herein provided a Director shall not vote in respect of any contract or proposed contract or arrangement in which he has directly or indirectly an interest (and if he shall do so his vote shall not be counted), nor shall he be counted for the purpose of any resolution regarding the same, in the quorum present at the meeting.

Article 126

Where proposals are under the consideration concerning the appointment (including fixing or varying the terms of appointment) of two (2) or more Directors to offices or employments with the Company or any company in which the Company is interested, such proposals may be divided and considered in relation to each of the Directors separately and in such cases each of the Directors concerned shall be entitled to vote in respect of each resolution except that concerning his own appointment.

Article 127

A Director may vote in respect of:

- (a) any arrangement for giving the Director himself or any other Directors any security or indemnity or any other Directors any security or indemnity in respect of money lent by him to or obligations undertaken by him for the benefit of the Company;
- (b) any arrangement for the giving by the Company of any security to a third party in respect of a debt or obligation of the Company for which the Director himself or any other Director has assumed responsibility in whole or in part, under a guarantee or indemnity or by the deposit of a security.
- (c) any proposal concerning the adoption, modification operation of a superannuation fund or retirement benefits scheme under which he may benefit and which has been approved by or is subject to and conditional upon approval of the Board of Inland Revenue for taxation purposes.

Article 130(7)

One (1) person may act as Alternate Director to more than one (1) Director and while he is so acting shall be entitled to a separate vote for each Director he is representing and. If he is himself a Director his vote or votes as an Alternate Director shall be in addition to his own vote.

14. ADDITIONAL INFORMATION (Cont'd)

(iv) Changes in Capital and Variation of Class Rights**Article 5**

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

Article 7

The rights attaching to shares of a class other than ordinary shares shall be expressly set out in these Articles.

Article 10

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

- (a) the consent in writing of the holders of three-fourths (3/4) of the issued shares of that class obtained within two (2) months from the date of the separate general meeting; or
- (b) with the sanction of a special resolution passed at a separate general meeting of the holders of the shares of the class. To every such separate general meeting, the provisions of these Articles relating to general meetings shall mutatis mutandis apply, except that the necessary quorum shall be two (2) persons at least holding or representing by proxy, one-third (1/3) of the issued shares of the class and that any holder of shares of the class present in person or by proxy may demand a poll. To every such special resolution, the provisions of Section 152 of the Act shall with such adaptations as are necessary, apply.

Article 11

The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking as regards participation in the profits or assets of the Company in some or in all respects *pari passu* therewith.

Article 60

The Company may from time to time, whether all the shares for the time being authorised shall have been issued or all the issued shares shall have been fully called or not, in general meeting by ordinary resolution increase its share capital by the creation and issue of new shares, such new capital to be of such amount and to be divided into shares of such respective amounts and (subject to any special rights for the time being attached to any existing class of shares) to carry such preferential, deferred or other special rights (if any) or to be subject to such conditions or restrictions (if any) with regard to dividend, return of capital voting or otherwise, as the Company by the resolution authorising such increase directs.

14. ADDITIONAL INFORMATION *(Cont'd)*

Article 63

Except so far as otherwise provided by the conditions of issue, any capital raised by the creation of new shares shall be considered as part of the original share capital of the Company, and shall be subject to the same provisions with reference to the payment of calls, lien, transfer, transmission, forfeiture and otherwise.

Article 64

The Company may by ordinary resolution:

- (a) increase the share capital by such sum to be divided into shares of such amount as the resolution shall prescribe;
- (b) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
- (c) sub-divide its share capital or any part thereof into shares of smaller amount than is fixed by the Memorandum of Association; provided that in the sub-division the proportion between the amount paid and the amount (if any) unpaid on each reduced share shall be the same as it was in the case of the share from which the reduced share is derived and so that as between the resulting shares, one or more of such shares may, by the resolution by which such sub-division is effected, be given any preference or advantage as regards dividend, return of capital, voting or otherwise over the others or any other of such shares and;
- (d) cancel shares which at the date of the passing of the resolution in that behalf have not been taken or agreed to be taken by any person or which have been forfeited and diminish the amount of its share capital by the amount of the shares so cancelled.

Article 66

The Company may by special resolution reduce its share capital, any capital redemption reserve fund or any share premium account in any manner and with, and subject to, any authorization, and consent required by law.

14.3 LIMITATION ON RIGHTS

There are no limitations imposed by the laws of Malaysia or our Articles of Association on the rights to own securities, including limitations on the right of non-residents or foreign shareholders to hold or exercise their voting rights on our Shares.

14.4 DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

- (i) The names, addresses and occupations of the Directors of our Company are set out in the Corporate Directory Section of this Prospectus.
- (ii) In accordance with the Articles, a Director is not required to hold any qualification share in CARiNG.

14. ADDITIONAL INFORMATION (Cont'd)

- (iii) Save as disclosed in Section 3.11, no commission, discounts, brokerages or other special terms have been paid, granted or are payable by our Company or our subsidiaries within the two (2) years immediately preceding the date of this Prospectus for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any Shares in or debentures of our Company and our subsidiaries or in connection with the issue or sale of any capital of our Company or any of our subsidiaries and no Directors, Promoter or experts is or are entitled to receive any such payment.
- (iv) Other than salaries, employment related benefits, dividends payable to the Promoters and/or Directors as shareholders of our Company and/or subsidiaries and related party transactions as disclosed in Sections 8.4.4, 8.10 and 10 of this Prospectus, no amount or benefit has been paid or given within the two (2) years immediately preceding the date hereof, nor is it intended to be so paid or given, to any Promoter, Director and/or substantial shareholder.
- (v) Save as disclosed in Sections 10 and 14.5 of this Prospectus, none of our Directors and/or substantial shareholders have interest in any subsisting contract or arrangement, which is significant to the business of our Company or our Group taken as a whole.
- (vi) Our Directors and/or substantial shareholders are not aware of any persons who are able, directly or indirectly, jointly or severally, to exercise control over our Company and our subsidiaries.

14.5 MATERIAL CONTRACTS

Save as disclosed below, there are no contracts which are material (including contracts not reduced into writing and contracts not being entered into by the CARiNG Group in the ordinary course of business) that have been entered into by the CARiNG Group within two (2) years preceding the date of this Prospectus:

- (i) Sale and Purchase Agreement, dated 25 February 2013 between the Vendors and CARiNG for the sale and purchase of the entire issued and paid-up share capital of CPRM comprising 2,310,918 ordinary share of RM1.00 each for a total consideration of RM182,706,397 to be satisfied wholly by the issuance of 182,706,397 new shares in CARiNG at an issue price of RM1.00 per share ("**Sale and Purchase Agreement, dated 25 February 2013**"). As at LPD, the Sale and Purchase Agreement, dated 25 February 2013 has been completed;
- (ii) Sale and Purchase Agreement, dated 18 February 2013 between Yap Chai Company Sdn Bhd and CPRM for the sale and purchase of a 3 storey shophouse erected on a piece of land held under Pajakan Negeri 10493, Lot No. 39187, Mukim of Kuala Lumpur, District and State of Wilayah Persekutuan measuring approximately 1679.17 square feet bearing the postal address of No. 22, Jalan Manis 4, Taman Segar, Cheras, 56100 Kuala Lumpur, Wilayah Persekutuan for a total cash consideration of RM2.55 million ("**Sale and Purchase Agreement, dated 18 February 2013**"). As to date, the Sale and Purchase Agreement, dated 18 February 2013 has been completed;
- (iii) Sale and Purchase Agreement, dated 28 December 2011 between Complete Bayview Sdn Bhd and CPRM for the sale and purchase of a 4 storey corporate factory with mezzanine floor erected on Lot Nos. 1 and 2, measuring approximately 33,778 square feet with a built-up area measuring approximately 68,000 square feet, erected on a piece of land held under master title known as Pajakan Negeri 10310, Lot 73, Seksyen 20, Bandar Petaling Jaya, Daerah Petaling, Negeri Selangor Darul Ehsan having an aggregate area measuring approximately 333,777.88 square feet, which is part of an industrial development known as "Tiong Nam Industrial Park @ PJ" for a total cash consideration of RM19.8 million ("**Sale and Purchase Agreement, dated 28 December 2011**"). As at LPD, the Sale and Purchase Agreement, dated 28 December 2011 is pending completion;

14. ADDITIONAL INFORMATION *(Cont'd)*

- (iv) Underwriting Agreement dated 1 October 2013 between CARiNG and the Joint Underwriters for the underwriting of 15,151,500 Public Issue Shares for an underwriting commission of 1.5% and the Managing Underwriter a managing underwriting fee of 0.5% at the IPO Price; and
- (v) Placement Agreement dated 1 October 2013 between CARiNG and the Joint Placement Agents for the placement of 14,198,000 IPO Shares for a placement fee of 2.0% at the IPO Price.

14.6 MATERIAL LITIGATION, CLAIMS OR ARBITRATION

As at the LPD, neither our Company nor our subsidiaries are engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, which may have a material effect on the financial position of our Company or our subsidiaries and our Directors do not have any knowledge of any proceedings pending or threatened or of any facts likely to give rise to any proceedings which may materially and adversely affect the financial position or business of our Company or our subsidiaries.

14.7 PUBLIC TAKE-OVER OFFERS

None of the following has occurred in the last financial year and/or the current financial year up to the LPD:

- (i) Public take-over offers by third parties for the shares of our Company or any of our subsidiaries; or
- (ii) Public take-over offers by our Company or any of our subsidiaries for other companies' shares.

14.8 CONSENTS

The written consents of the Adviser, Joint Underwriters, Joint Placement Agents, Solicitors for the IPO, Share Registrar, Issuing House, Company Secretary and Principal Bankers to the inclusion in this Prospectus of their names and all references thereto in the manner, form and context in which their names appear have been given before the issuance of this Prospectus and have not subsequently been withdrawn.

The written consent of the Auditors and Reporting Accountants to the inclusion of their name, Accountants' Report, the Pro forma Consolidated Financial Information and their letter thereon, audit reports and all references thereto in the manner, form and context in which they are contained in this Prospectus have been given before the issuance of this Prospectus and have not subsequently been withdrawn.

The written consent of the Independent Business and Market Research Consultants to the inclusion in this Prospectus of their name and the IMR Report and all references thereto in the manner, form and context in which they contained in this Prospectus have been given before the issuance of this Prospectus and have not subsequently been withdrawn.

14.9 RESPONSIBILITY STATEMENT

Our Directors and Promoters have seen and approved this Prospectus and they collectively and individually accept full responsibility for the accuracy of the information contained herein. Having made all reasonable enquiries, and that to the best of their knowledge and belief, they confirm there is no false or misleading statements or other facts which if omitted, would make any statement herein false or misleading.

14. ADDITIONAL INFORMATION *(Cont'd)*

KIBB, being our Adviser, Managing Underwriter, Joint Underwriter and Joint 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 IPO.

14.10 DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents may be inspected at our Registered Office during normal business hours for a period of twelve (12) months from the date of this Prospectus:

- (i) The Memorandum and Articles of Association of our Company;
- (ii) The material contracts as referred to in Section 14.5 of this Prospectus;
- (iii) The Pro forma Consolidated Financial Information together with the Reporting Accountants' letter thereon as included in Section 11.1 of this Prospectus;
- (iv) The Accountants' Report referred to in Section 12 of this Prospectus;
- (v) Our Directors' Report referred to in Section 13 of this Prospectus;
- (vi) The IMR Report referred to in Section 7 of this Prospectus prepared by Vital Factor;
- (vii) The letters of consent referred to in Section 14.8 of this Prospectus; and
- (viii) The audited financial statements of CPRM and its subsidiary companies for the past four (4) FYE 2010 to FYE 2013.

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE

15.1 OPENING AND CLOSING OF APPLICATION

Opening of the application : 10.00 a.m. on 18 October 2013

Closing of the application : 5.00 p.m. on 30 October 2013

Applications will be accepted from 10.00 a.m. on 18 October 2013 and will remain open until 5.00 p.m. on 30 October 2013 as stated above or at such later date as our Board, Promoters and the Joint Underwriters at their absolute discretion may jointly decide. **Late applications will not be accepted.**

In the event the date of the closing of the application for the IPO Shares is extended, you will be notified of such extension by way of advertisements placed in widely circulated English and Bahasa Malaysia newspapers within Malaysia prior to the original closing date for application. Should the closing date of the application be extended, the dates for the balloting, despatch of notices of allotment to successful applicants and the Listing will be extended accordingly.

15.2 ELIGIBILITY

You can only apply for our Shares if you fulfil **all** the following:

- (i) You must have a CDS Account. If you do not have a CDS Account, you may open a CDS Account by contacting any of the ADAs listed in Section 15.12 of this Prospectus;
- (ii) You must be one of the following:
 - (a) A Malaysian citizen or foreign citizen who is at least eighteen (18) years old as at the closing date of the application with a Malaysian address; or
 - (b) A corporation/institution incorporated in Malaysia and be subject to the following:
 - (i) If the corporation/institution has a share capital, more than half of the issued share capital (excluding preference share capital) is held by Malaysian citizens; and
 - (ii) There is a majority of Malaysian citizens on the board of directors/trustee; or
 - (c) A superannuation, co-operative, foundation, provident or pension fund established or operating in Malaysia.

We will not accept applications from trustees, persons under eighteen (18) years of age, sole proprietorships, partnerships or other incorporated bodies or associations, other than corporations/institution referred to in paragraph (ii)(b) or (c) above or the trustees thereof; and

- (iii) You are not a director or employee of Equiniti or their immediate family members.

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.3 METHODS OF APPLICATION**

Applications for the IPO Shares may be made using either of the following ways:

Class of applicants	Application method
Malaysian Public (for individuals)	White Application Form or Electronic Share Application ^(a) or Internet Share Application ^(b)
Public (for non-individuals, e.g. corporations, institutions, etc.)	White Application Form only
Selected investors via private placement	Separate letters/forms delivered to the respective investors
Eligible Directors, eligible employees and shareholders of subsidiaries of our Group	Pink Application Form only

Notes:

(a) The following processing fee per Electronic Share Application will be charged by the respective Participating Financial Institutions:

- Affin Bank Berhad – No fee will be charged for application by their account holders;
- AmBank (M) Berhad – RM1.00;
- CIMB Bank Berhad – RM2.50
- HSBC Bank Malaysia Berhad – RM2.50;
- Malayan Banking Berhad – RM1.00;
- Public Bank Berhad – RM2.00;
- RHB Bank Berhad – RM2.50; or
- Standard Chartered Bank Malaysia Berhad (as selected branches only) – RM2.50

(b) The following processing fee per Internet Share Application will be charged by the respective Internet Participating Financial Institution:

- (i) Affin Bank Berhad (www.affinOnline.com) – No fee will be charged for application by their account holders;
- (ii) CIMB Investment Bank Berhad (www.eipocimb.com) – RM2.00 for payment via CIMB Bank or Malayan Banking Berhad;
- (iii) CIMB Bank Berhad (www.cimbclicks.com.my) – RM2.00 per Internet Share Application for applicants with CDS Account held with CIMB Investment Bank Berhad and RM2.50 for applicants with CDS Accounts with other ADAs;
- (iv) Malayan Banking Berhad (www.maybank2u.com.my) – RM1.00 per Internet Share Application;
- (v) RHB Bank Berhad (www.rhbbank.com.my) – RM2.50 per Internet Share Application;
- (vi) Public Bank Berhad (www.pbebank.com) – RM2.00 per Internet Share Application; and
- (vii) Affin Investment Bank Berhad (www.affinTrade.com) – No fee will be charged for application by their account holders.

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

15.4 PROCEDURES FOR APPLICATION

15.4.1 Procedures for application by way of an Application Form

The Malaysian Public should follow the following procedures in making their applications via the **White** Application Form:

Step 1: Obtain application documents

Obtain the **White** Application Form together with the Official “A” and “B” envelopes and a copy of this Prospectus. These documents can be obtained subject to availability from the following parties:

- (a) KIBB;
- (b) participating organisations of Bursa Securities;
- (c) members of the Association of Banks in Malaysia;
- (d) members of the Malaysian Investment Banking Association; and
- (e) Equiniti.

Step 2: Read the Prospectus

In accordance with Section 232(2) of the CMSA, the Application Forms are accompanied by this Prospectus. You are advised to read and understand this Prospectus before making your application.

Step 3: Complete the Application Form

Complete the relevant White Application Form legibly and **STRICTLY** in accordance with the notes and instructions printed on it and in this Prospectus.

(a) Personal particulars

You must ensure that your personal particulars submitted in your application are identical with the records maintained by the Bursa Depository. Please inform the Bursa Depository promptly of any changes to your personal particulars.

If you are an individual and you are not a member of the armed forces or police, your name and national registration identity card (“**NRIC**”) number or passport number must be the same as that stated in:

- (i) your NRIC / passport; or
- (ii) your “Resit Pengenalan Sementara (KPPK 09)” issued pursuant to Peraturan 5(5), Peraturan-peraturan Pendaftaran Negara 1990; or
- (iii) any valid temporary identity document as issued by the National Registration Department from time to time.

If you are a member of the armed forces or police, your name and your armed forces or police personnel number, as the case may be, must be the same as that stated in your authority card.

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

If you are a corporation/institution, the name and certificate of incorporation number must be the same as that stated in the corporation's/institution's certificate of incorporation.

(b) **CDS Account number**

You must state your CDS Account number in the space provided in the Application Form. Invalid, nominee or third party CDS Accounts will **not** be accepted.

(c) **Details of payment**

You must state the details of your payment in the appropriate boxes provided in the White Application Form.

(d) **Number of Shares applied**

Your application must be for 100 Shares or multiples thereof.

Step 4: Prepare appropriate form of payment

Prepare the correct form of payment in RM for the FULL amount payable for the IPO Shares based on the IPO Price of RM1.25 per IPO Share.

Your completed Application Form must be accompanied by remittance in RM for the full amount payable by any of the following:

- (a) **BANKER'S DRAFT OR CASHIER'S ORDER** purchased within Malaysia only and drawn on a bank in Kuala Lumpur; or
- (b) **MONEY ORDER OR POSTAL ORDER** (for applicants from Sabah and Sarawak only); or
- (c) **GUARANTEED GIRO ORDER ("GGO")** from Bank Simpanan Nasional Malaysia Berhad; or
- (d) **ATM STATEMENT** obtained only from any of the following financial institutions:
 - (i) Affin Bank Berhad; or
 - (ii) Alliance Bank Malaysia Berhad; or
 - (iii) CIMB Bank Berhad; or
 - (iv) Hong Leong Bank Berhad; or
 - (v) Malayan Banking Berhad; or
 - (vi) RHB Bank Berhad,

and must be made out in favour of **"EQSB SHARE ISSUE ACCOUNT NUMBER: 652"** and crossed **"A/C PAYEE ONLY"** (excluding ATM statements) and endorsed on the reverse side with your name and address.

We will not accept applications with excess or insufficient remittances or inappropriate forms of payment.

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**Step 5: Finalise application**

Insert the White Application Form with the appropriate payment and a legible photocopy of identification document (NRIC/passport/"Resit Pengenalan Sementara (KPPK 09)"/valid temporary identity document issued by the National Registration Department/authority card/certificate of incorporation) into Official "A" envelope and seal it. Write your name and address on the outside of the Official "A" and "B" envelopes. The name and address written must be identical to your name and address as per your NRIC/passport/"Resit Pengenalan Sementara (KPPK 09)"/valid temporary identity document issued by the National Registration Department/authority card/certificate of incorporation. Affix a stamp on Official "A" envelope and insert Official "A" envelope into Official "B" envelope.

Step 6: Submit application

Each completed Application Form, accompanied by the appropriate remittance and legible photocopy of the relevant documents can be submitted using one of the following methods:

- (a) despatched by **ORDINARY POST** in the official envelopes provided, to the following address:

Equiniti Services Sdn Bhd (11324-H)
Level 8, Menara MIDF
82, Jalan Raja Chulan
50200 Kuala Lumpur
P.O. Box 11122
50736 Kuala Lumpur

- (b) **DELIVERED BY HAND AND DEPOSITED** in the drop-in boxes provided at Ground Floor of Menara MIDF, 82 Jalan Raja Chulan, 50200 Kuala Lumpur.

so as to arrive not later than 5:00 p.m. on 30 October 2013 or such later date or dates as our Board, Promoters and KIBB at their absolute discretion may jointly decide.

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

The Application Forms set out the full instruction for the application of the IPO Shares and the procedures to be followed. The Application Forms together with the notes and instructions shall constitute an integral part of this Prospectus. All applicants are advised to read the Application Forms and the notes and instructions therein carefully. Applications which do not conform strictly to the terms of this Prospectus or the Application Form or notes and instructions or which are illegible may not be accepted at the absolute discretion of our Directors.

15.4.2 Procedures for application by way of an Electronic Share Application

Application for our IPO Shares by way of Electronic Share Application are only applicable to Malaysian individuals in respect of the IPO Shares made available for application by the general public.

Please read carefully and follow the terms of this Prospectus, the procedures, terms and conditions for Electronic Share Application and the procedures set out on the ATM screens of the Participating Financial Institution before making an Electronic Share Application.

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (a) **Steps for Electronic Share Application through a Participating Financial Institution's ATM**
- (i) You must have an account with a Participating Financial Institution (as detailed in Section 15.4.2 (b) below) and an ATM card issued by that Participating Financial Institution to access the account;
 - (ii) You **must have a CDS Account**; and
 - (iii) You may apply for the IPO Shares via the ATM of the Participating Financial Institution by choosing the Electronic Share Application option. Mandatory statements required in the application are set out in Section 15.4.2 (c) of the terms and conditions for Electronic Share Applications. You will have to enter at least the following information through the ATM where the instructions on the ATM screen at which you enter your Electronic Share Application requires you to do so:
 - Personal Identification Number (PIN);
 - EQSB Share Issue Account Number 652;
 - CDS Account number;
 - Number of Shares applied for and/or the RM amount to be debited from the account; and
 - Confirmation of several mandatory statements.
- (b) **Participating Financial Institutions**
- Electronic Share Applications may be made through an ATM of the following Participating Financial Institutions at their branches:
- (i) Affin Bank Berhad; or
 - (ii) AmBank (M) Berhad; or
 - (iii) CIMB Bank Berhad; or
 - (iv) HSBC Bank Malaysia Berhad; or
 - (v) Malayan Banking Berhad; or
 - (vi) Public Bank Berhad; or
 - (vii) RHB Bank Berhad; or
 - (viii) Standard Chartered Bank Malaysia Berhad (at selected branches only).

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

(c) Terms and conditions of Electronic Share Applications

The procedures for Electronic Share Applications at ATMs of the Participating Financial Institutions are set forth on the ATM screens of the relevant Participating Financial Institutions ("Steps"). For illustration purposes, the procedures for Electronic Share Applications at ATMs are set forth in "Steps for Electronic Share Application through a Participating Financial Institution's ATM" in Section 15.4.2 (a) above. You must complete all the steps and follow the instructions set out on the ATM screen to complete an Electronic Share Application. You are advised to read and understand the terms of this Prospectus, the Steps and the terms and conditions for Electronic Share Applications set out below before making an Electronic Share Application. Any reference to "applicant/you" in the terms and conditions for Electronic Share Applications and the Steps shall mean the applicant who applies for the IPO Shares through an ATM of any of the Participating Financial Institutions.

In the case of Electronic Share Applications, you must have a CDS Account to be eligible to utilise the facility.

You must have an existing bank account with, and be an ATM cardholder of, one of the Participating Financial Institutions before you can make an Electronic Share Application at an ATM of that Participating Financial Institution. An ATM card issued by one of the Participating Financial Institutions cannot be used to apply for the IPO Shares at an ATM belonging to other Participating Financial Institutions. Upon the completion of your Electronic Share Application transaction, you will receive a computer-generated transaction slip ("**Transaction Record**"), confirming the details of your Electronic Share Application. The Transaction Record is only a record of the completed transaction at the ATM and not a record of the receipt of the Electronic Share Application or any data relating to such an Electronic Share Application by our Company or Equiniti. Do not submit your Transaction Record with any Application Form. The Transaction Record is for your own retention.

Upon the closing of the offer for the application for the IPO Shares on 30 October 2013 at 5.00 p.m. ("**Closing Date and Time**"), the Participating Financial Institution shall submit a magnetic tape containing its respective customers' applications for the IPO Shares to Equiniti as soon as practicable but not later than 12.00 p.m. of the second business day after the Closing Date and Time.

You are allowed to make an Electronic Share Application for the IPO Shares via an ATM that accepts the ATM cards of the Participating Financial Institution with which you have an account and its branches, subject to you making only one (1) application.

You must ensure that you use your own CDS Account number when making an Electronic Share Application. If you operate a joint account with any Participating Financial Institution, you must ensure that you enter your own CDS Account number when using an ATM card issued to you in your own name. Your application will be rejected if you fail to comply with the foregoing conditions.

The Electronic Share Application shall be made on, and subject to, the above terms and conditions as well as the following terms and conditions:

- (i) The Electronic Share Application shall be made in connection with and subject to the terms of this Prospectus and our Memorandum of Association and Bye-laws.

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

- (ii) You are required to confirm the following statements (by depressing pre-designated keys (or buttons) on the ATM keyboard) and undertake that the following information given is true and correct:
- You are at least eighteen (18) years of age as at the closing date of the share application;
 - You are a Malaysian citizen residing in Malaysia;
 - You have read the relevant Prospectus and understood and agreed with the terms and conditions of this application;
 - This is the only application that you are submitting; and
 - You hereby give consent to the Participating Financial Institution and the Bursa Depository to disclose information pertaining to yourself and your account with the Participating Financial Institution and the Bursa Depository to Equiniti and other relevant authorities.

The application will not be successfully completed and cannot be recorded as a completed transaction at the ATM unless you complete all the Steps required by the Participating Financial Institution. By doing so, you will be treated as signifying your confirmation of each of the above statements as well as giving consent in accordance with the relevant laws of Malaysia including Section 97 of the Banking and Financial Institutions Act 1989 of Malaysia and Section 45 of the Central Depositories Act to the disclosure by the relevant Participating Financial Institution or Bursa Depository, as the case may be, of any of your particulars to Equiniti or any relevant regulatory bodies.

- (iii) **You confirm that you are not applying for the IPO Shares as a nominee of any other persons and that any Electronic Share Application that you make is made by you as the beneficial owner. You shall only make one Electronic Share Application and shall not make any other application for the IPO Shares, whether at the ATMs of any Participating Financial Institutions, on the prescribed Application Forms or via Internet Share Application.**
- (iv) You must have sufficient funds in your bank account with the relevant Participating Financial Institution at the time you make your Electronic Share Application, failing which your Electronic Share Application will not be completed. Any Electronic Share Application, which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Share Application is made, will be rejected.
- (v) You irrevocably agree and undertake to subscribe for or purchase and to accept the number of IPO Shares applied for as stated on the Transaction Record or any lesser number of IPO Shares that may be allotted or allocated to you in respect of your Electronic Share Application. In the event that we decide to allot any lesser number of the IPO Shares or not to allot or allocate any IPO Shares to you, you agree to accept any such decision as final. If your Electronic Share Application is successful, your confirmation (by your action of pressing the designated key (or button) on the ATM) of the number of IPO Shares applied for shall signify, and shall be treated as, your acceptance of the number of IPO Shares that may be allotted to you and to be bound by our Memorandum of Association and Bye-laws.

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

(vi) We reserve the right to reject or accept any Electronic Share Application in whole or in part only without giving any reason therefor. Due consideration will be given to the desirability of allotting or allocating the IPO Shares to a reasonable number of applicants with a view to establishing an adequate market for our Shares.

(vii) If your Electronic Share Application is not successful or successful in part only, the relevant Participating Financial Institution will be informed of the non-successful or partially successful applications within two (2) Market Days after the balloting date. If your Electronic Share Application is not successful, the relevant Participating Financial Institution will credit the full amount of the application monies without interest in RM into your account with that Participating Financial Institution within two (2) Market Days after the receipt of confirmation from Equiniti. You may check your accounts on the fifth (5th) Market Day from the balloting date.

If your Electronic Share Application is accepted in part only, the relevant Participating Financial Institution will credit the balance of the application monies without interest in RM into your account with the Participating Financial Institution within two (2) Market Days after the receipt of confirmation from Equiniti. A number of applications will, however, be held in reserve to replace any successful balloted applications, which are subsequently rejected. For such applications, which are subsequently rejected, the application monies without interest will be refunded to the applicants by Equiniti by crediting into the applicant's account with the Participating Financial Institution within ten (10) Market Days from the day of the final ballot of the application list.

If you encounter any problems in your application, you may refer to the Participating Financial Institutions.

(viii) You request and authorise us:

- to credit the IPO Shares allotted or allocated to you into your CDS Account; and
- to issue share certificate(s) representing such IPO Shares allotted or allocated in the name of the Bursa Malaysia Depository Nominees Sdn. Bhd. and send the same to the Bursa Depository.

(ix) You, acknowledge that your Electronic Share Application is subject to the risks of electrical, electronic, technical, transmission, communications and computer-related faults and breakdowns, fires and other events which are beyond our control, and the control of Equiniti, the Participating Financial Institutions or Bursa Depository, irrevocably agrees that if:

- we or Equiniti do/does not receive your Electronic Share Application; or
- data relating to your Electronic Share Application is wholly or partially lost, corrupted or not otherwise accessible, or not transmitted or communicated to us or Equiniti,

you shall be deemed not to have made an Electronic Share Application and you shall not claim whatsoever against us, Equiniti or the Participating Financial Institutions or the Bursa Depository for the IPO Shares applied for or for any compensation, loss or damage arising from it.

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

- (x) All of your particulars in the records of the relevant Participating Financial Institution at the time you make your Electronic Share Application shall be deemed to be true and correct; and we, Equiniti and the relevant Participating Financial Institution shall be entitled to rely on the accuracy thereof.
- (xi) You shall ensure that your personal particulars as recorded by both the Bursa Depository and the relevant Participating Financial Institution are correct and identical. Otherwise, your Electronic Share Application is liable to be rejected. You must inform the Bursa Depository promptly of any change in address, failing which the notification letter of successful allocation will be sent to your registered address last maintained with Bursa Depository.
- (xii) By making and completing an Electronic Share Application, you agree that:
- in consideration of our Company making available the Electronic Share Application facility to you, through the Participating Financial Institutions at their respective ATMs, your Electronic Share Application is irrevocable;
 - we, Equiniti, the Participating Financial Institutions and the Bursa Depository shall not be liable for any delays, failures or inaccuracies in the processing of data relating to your Electronic Share Application to us due to a breakdown or failure of transmission or communication facilities or to any cause beyond our/ their control;
 - notwithstanding the receipt of any payment by us or on our behalf, the acceptance of your offer to subscribe for and purchase the IPO Shares for which your Electronic Share Application has been successfully completed shall be constituted by the issue of notices of successful allocation by us or our behalf for prescribed securities, in respect of the said IPO Shares;
 - you irrevocably authorises the Bursa Depository to complete and sign on your behalf as transferee or renouncee any instrument of transfer and/or other documents required for the issue or transfer of the IPO Shares allotted or allocated to you; and
 - you agree that in the event of any legal disputes arising from the use of Electronic Share Application, our mutual rights, obligations and liabilities shall be determined under the laws of Malaysia be bound by the decisions of the Courts of Malaysia.
- (xiii) If you are successful in your Electronic Share Application, our Directors reserves the rights to require you to appear in person at the registered office of Equiniti within fourteen (14) days of the date of the notice issued to you to ascertain your application is genuine and valid. Our Directors shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by you for the purpose of complying with this provision.
- (xiv) Equiniti, on the authority of our Directors, reserves the right to reject applications which do not conform to these instructions.

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.4.3 Procedures for application by way of an Internet Share Application**

Applications for our Shares by way of Internet Share Application are only applicable to Malaysian individuals in respect of the IPO Shares made available for application by the general public.

Please read carefully and follow the terms of this Prospectus, the procedures, terms and conditions for Internet Share Application and the procedures set out on the Internet financial services website of the Internet Participating Financial Institution before making an Internet Share Application.

Step 1: Set up of account

Before making an application by way of Internet Share Application, you **must have all** of the following:

- (a) an existing account with access to Internet financial services facilities with the following Internet Participating Financial Institutions:
 - (i) Affin Bank Berhad at www.affinOnline.com; or
 - (ii) CIMB Investment Bank Berhad at www.eipocimb.com; or
 - (iii) CIMB Bank Berhad at www.cimbclicks.com.my; or
 - (iv) Malayan Banking Berhad at www.maybank2u.com.my; or
 - (v) RHB Bank Berhad at www.rhbbank.com.my; or
 - (vi) Public Bank Berhad at www.pbebank.com; or
 - (vii) Affin Investment Bank Berhad at www.affinTrade.com.
- (b) an individual CDS Account registered in your name (and not in a nominee's name).

Step 2: Read the Prospectus

You are advised to read and understand this Prospectus before making your application.

Step 3: Apply through Internet

The exact steps for Internet Share Application for the IPO Shares are as set out on the Internet financial services websites of the Internet Participating Financial Institutions.

For illustration purposes only, we have set out below possible steps of an application of the IPO Shares using Internet Share Application.

PLEASE NOTE THAT THE ACTUAL STEPS FOR INTERNET SHARE APPLICATIONS CONTAINED IN THE INTERNET FINANCIAL SERVICES WEBSITES OF THE INTERNET PARTICIPATING FINANCIAL INSTITUTIONS MAY DIFFER FROM THE STEPS OUTLINED BELOW.

- (a) Connect to the Internet financial services website of the Internet Participating Financial Institution with which you have an account. You are advised not to apply for the IPO Shares through any website other than the Internet financial services website of the Internet Participating Financial Institution.

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

- (b) Login to the Internet financial services facility by entering your user identification and PIN/ password.
- (c) Navigate to the section of the website on the applications in respect of initial public offerings.
- (d) Select the counter in respect of the IPO Shares to launch the Electronic Prospectus and the terms and conditions of the Internet Share Application.
- (e) Select the designated hyperlink on the screen to accept the abovementioned terms and conditions, having read and understood such terms and conditions.
- (f) At the next screen, complete the online application form.
- (g) Check that the information contained in the online application form such as the share counter, NRIC number, CDS Account number, number of IPO Shares applied for and the account number to debit are correct, and select the designated hyperlink on the screen to confirm and submit the online application form.
- (h) After selecting the designated hyperlink on the screen, you will have to confirm and undertake that the following mandatory statements are true and correct:
 - (i) You are at least eighteen (18) years of age as at the Closing Date of the application for the IPO Shares;
 - (ii) You are a Malaysian citizen residing in Malaysia;
 - (iii) You have, prior to making the Internet Share Application, received and/or have had access to a printed/electronic copy of this Prospectus, the contents of which you have read and understood;
 - (iv) You agree to all the terms and conditions of the Internet Share Application as set out in this Prospectus and has carefully considered the risk factors set out in this Prospectus, in addition to all other information contained in this Prospectus, before making the Internet Share Application;
 - (v) The Internet Share Application is the only application that you are submitting for the IPO Shares;
 - (vi) You authorise the Internet Participating Financial Institution to deduct the full amount payable for the IPO Shares from your account with the Internet Participating Financial Institution;
 - (vii) You give express consent in accordance with the relevant laws of Malaysia (including but not limited to Section 99 of the Banking and Financial Institutions Act 1989 of Malaysia and Section 45 of the Central Depositories Act) to the disclosure by the Internet Participating Financial Institution and/or the Bursa Depository, as the case may be, of information pertaining to you, the Internet Share Application made by you or your account with the Internet Participating Financial Institution, to Equiniti and the SC and any other relevant authority;
 - (viii) You are not applying for the IPO Shares as a nominee of any other person and the application is made in your own name as the beneficial owner and subject to the risks referred to in this Prospectus; and

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (ix) You authorise the Internet Participating Financial Institution to disclose and transfer to any person, including any government or regulatory authority in any jurisdiction, us, Bursa Securities or other relevant parties in connection with the IPO, all information relating to you if required by any law, regulation, court order or any government or regulatory authority in any jurisdiction or if such disclosure and transfer is, in the reasonable opinion of the Internet Participating Financial Institution, necessary for the provision of the Internet Share Applications services or if such disclosure is requested or required in connection with the IPO. Further, the Internet Participating Financial Institution will take reasonable precautions to preserve the confidentiality of information furnished by you to the Internet Participating Financial Institution in connection with the use of the Internet Share Applications services.
- (i) Upon submission of the online application form, you will be linked to the website of the Internet Participating Financial Institution to effect the online payment of your money for the IPO.
- (j) You must pay for the IPO Shares through the website of the Internet Participating Financial Institution, failing which the Internet Share Application is **not completed**, despite the display of the Confirmation Screen. **"Confirmation Screen"** refers to the screen which appears or is displayed on the Internet financial services website, which confirms that the Internet Share Application has been completed and states the details of your Internet Share Application, including the number of IPO Shares applied for, which can be printed out by you for your records.
- (k) As soon as the transaction is completed, a message from the Internet Participating Financial Institution pertaining to the payment status will appear on the screen on the website through which the online payment for the application of the IPO Shares is being made.
- (l) Subsequent to the above, the Internet Participating Financial Institution shall confirm that the Internet Share Application has been completed, via the Confirmation Screen on its website.
- (m) You are advised to print out the Confirmation Screen for your reference and retention.

Terms and Conditions for Internet Share Applications

The terms and conditions outlined below supplement the additional terms and conditions for Internet Share Application contained in the Internet financial services website of the Internet Participating Financial Institutions. Please refer to the Internet financial services website of the Internet Participating Financial Institutions for the exact terms and conditions and instructions.

- (a) Your application will not be successfully completed and cannot be recorded as a completed application unless you have completed all relevant application steps and procedures for the Internet Share Application which would result in the Internet financial services website displaying the Confirmation Screen. You are required to complete your Internet Share Application by the closing date and time of the IPO mentioned in Section 15.1 of this Prospectus.
- (b) You irrevocably agree and undertake to subscribe for or purchase and to accept the number of IPO Shares applied for as stated on the Confirmation Screen or any lesser number of IPO Shares that may be allotted or allocated to you in respect of your Internet Share Application. Your confirmation by clicking the designated hyperlink

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

on the relevant screen of the website shall be treated as your acceptance of the number of IPO Shares allotted or allocated to you.

- (c) You request and authorise us:
 - (i) to credit the IPO Shares allotted or allocated to you into your CDS Account; and
 - (ii) to issue share certificate(s) representing such IPO Shares allotted or allocated in the name of Bursa Malaysia Depository Nominees Sdn. Bhd. and send the same to the Bursa Depository.
- (d) You, acknowledge that your Internet Share Application is subject to the risks of electrical, electronic, technical, transmission, communications and computer-related faults and breakdowns, faults with computer software, problem occurring during data transmission, computer security threats such as viruses, hackers and crackers, fires and other events which are beyond our control, and the control of the Internet Participating Financial Institution, irrevocably agrees that if:
 - (i) we, Equiniti or the Internet Participating Financial Institution do/does not receive your Internet Share Application and/or payment; or
 - (ii) data relating to your Internet Share Application or the tape or any other devices containing such data is wholly or partially lost, corrupted or not otherwise accessible, or not transmitted or communicated to us or Equiniti,

you shall be deemed not to have made an Internet Share Application and you shall not claim whatsoever against us, Equiniti or the Internet Participating Financial Institutions for the IPO Shares applied for or for any compensation, loss or damage arising from it.
- (e) You irrevocably authorise the Bursa Depository to complete and sign on your behalf as transferee or renounce any instrument of transfer and/or other documents required for the issue or transfer of the IPO Shares allocated to you.
- (f) You agree that in the event of any legal disputes arising from the use of Internet Share Application, our mutual rights, obligations and liabilities shall be determined under the laws of Malaysia and be bound by the decisions of the Courts of Malaysia.
- (g) You shall hold the Internet Participating Financial Institution harmless from any damages, claims or losses whatsoever, as a consequence of or arising from any rejection of your Internet Share Application by us, Equiniti and/or the Internet Participating Financial Institutions for reasons of multiple application, suspected multiple application, inaccurate and/or incomplete details provided by you, or any other cause beyond the control of the Internet Participating Financial Institutions.
- (h) You are not entitled to exercise any remedy of rescission for misrepresentation at any time after we have accepted your Internet Share Application.
- (i) In making the Internet Share Application, you have relied solely on the information contained in this Prospectus. We, our Underwriter, our Adviser and any other person involved in the IPO shall not be liable for any information not contained in this Prospectus which may have been relied by you in making the Internet Share Application.

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

15.5 OTHER TERMS AND CONDITIONS

- (a) You are required to pay the IPO Price of RM1.25 for each IPO Share you have applied for;
- (b) You can submit only one application for the IPO Shares offered to the general public. For example, if you submit an application using a White Application Form, you cannot submit an Electronic Share Application or Internet Share Application.

Equiniti acting under the authority of our Directors, has the discretion to reject applications that appears to be multiple applications.

We wish to caution you that if you submit more than one application in your own name or by using the name of others, with or without their consent, you will be committing an offence under Section 179 of the CMSA and may be punished with a minimum fine of RM1,000,000 and a jail term of up to ten (10) years under Section 182 of the CMSA.

- (c) Your application must be for at least 100 Shares or multiples thereof.
- (d) Your application must be made in connection with and subject to this Prospectus and our Memorandum of Association and Bye-laws. You agree to be bound by our Memorandum of Association and Bye-laws.
- (e) Your submission of an application does not necessarily mean that your application will be successful. Any submission of application is irrevocable.
- (f) Our Company or the Equiniti will not issue any acknowledgement of the receipt of your application or application monies.
- (g) You must ensure that your personal particulars submitted in your application and/or your personal particular as recorded by the Internet Participating Financial Institution are correct and identical with the records maintained by Bursa Depository. Otherwise, your application is liable to be rejected. The Bursa Depository will have to be promptly notified of any change in your address, failing which the notification letter of successful allocation will be sent to your registered or correspondence address last maintained with the Bursa Depository.
- (h) Your remittances having been presented for payment shall not signify that your application has been accepted.

Our acceptance of your application to subscribe for the IPO Shares shall be constituted by the issue of notices of allotment for the IPO Shares to you.

- (i) Submission of your CDS Account number in your application includes your authority or consent in accordance with the Malaysian laws of the Bursa Depository and the Participating Financial Institutions, as the case may be, to disclose information pertaining to your CDS Account and other relevant information to us or Equiniti and any relevant regulatory bodies, as the case may be.

You agree to accept our decision as final should we decide not to allot any IPO Shares to you.

- (j) Additional terms and conditions for Electronic Share Applications are set out in Section 15.4.2 (c) above.
- (k) Additional terms and conditions for Internet Share Applications are set out in Section 15.4.3 above.

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

15.6 AUTHORITY OF OUR DIRECTORS AND EQUINITI

If you are successful in your application, our Directors reserve the rights to require you to appear in person at the registered office of Equiniti within fourteen (14) days of the date of notice issued to you to ascertain your application is genuine and valid. Our Directors shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by you for the purpose of complying with this provision.

Applicants will be selected in a manner to be determined by our Directors. Due consideration will be given to the desirability of allotting or allocating our IPO Shares to a reasonable number of applicants with a view to establishing an adequate market for our Shares.

Equiniti, on the authority of our Directors, reserves the rights to:

- (a) reject applications which do not conform to the instructions in this Prospectus or are illegible, incomplete and inaccurate;
- (b) reject or accept any application, in whole or in part, on a non-discriminatory basis without giving any reason; and
- (c) bank in all application monies from unsuccessful/ partially successful applicants which would subsequently be refunded without interest by registered post.

15.7 OVER/UNDER-SUBSCRIPTION

In the event of an over-subscription for the IPO Shares, Equiniti will conduct a ballot in a fair and equitable manner as approved by our Directors to determine acceptance of applications. In determining the manner of balloting, our Directors will consider the desirability of distributing the IPO Shares, to a reasonable number of applicants for the purpose of broadening our shareholding base and establishing an adequate market in the trading of our Shares.

Pursuant to the Listing Requirements, we need to have a minimum number of 1,000 public shareholders holding not less than 100 Shares each upon Listing and completion of this IPO. We expect to achieve this at the point of Listing. In the event that the above requirement is not met, we may not be allowed to proceed with the Listing. In the event thereof, monies paid in respect of all applications will be refunded without interest.

In the event of an under-subscription in the Malaysian Public offering, the 10,886,000 Shares not applied for will be subscribed by our Joint Underwriters pursuant to the Underwriting Agreement.

15.8 UNSUCCESSFUL/PARTIALLY SUCCESSFUL APPLICANTS

If you are unsuccessful/partially successful in your application, we will return your application monies without interest in the following manner:

15.8.1 For applications by way of White Application From

- (a) the application monies or the balance of it, as the case may be, will be returned to you via the self-addressed and stamped Official "A" envelope you provided by ordinary post (for fully unsuccessful applications) or by registered post to your last address maintained with the Bursa Depository (for partially successful applications) within ten (10) Market Days from the date of the final ballot.

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (b) If your application was rejected because you did not provide a CDS Account number, your application monies will be sent to the address stated in the NRIC or “Resit Pengenalán Sementara (KPPK 09)” or your corresponding Malaysian address or any valid temporary identity document issued by the National Registration Department from time to time, at your own risk.
- (c) Equiniti reserves the right to bank in all application monies from unsuccessful applicants. These monies will be refunded by registered post to your last address maintained with the Bursa Depository or as per item (b) above, as the case may be, within ten (10) Market Days from the date of the final ballot.

15.8.2 For applications by way of Electronic Share Application and Internet Share Application

- (a) Equiniti shall inform the Participating Financial Institutions of the non-successful or partially successful application within two (2) Market Days after the balloting date. The application monies or the balance of it will be credited into your account with the Participating Financial Institution without interest within two (2) Market Days after the receipt of confirmation from Equiniti.
- (b) You may check your account on the fifth (5th) Market Day from the balloting date.
- (c) A number of applications will be reserved to replace any balloted applications which are rejected. The application monies relating to these applications which are subsequently rejected will be refunded without interest by Equiniti by crediting into the applicant's account with the Participating Financial Institution within ten (10) Market Days from the date of the final ballot. For applications that are held in reserve and are subsequently unsuccessful (or only partly successful), the Participating Financial Institution will arrange for a refund of the application money (or any part thereof) without interest within ten (10) Market Days from the date of the final ballot.

15.9 SUCCESSFUL APPLICANTS

If you are successful in your application:

- (a) Our IPO Shares allocated to you will be credited into your CDS Account. We will not be issuing any shares certificate to you.
- (b) A notice of allotment will be despatched to you at the address last maintained with the Bursa Depository where you have an existing CDS Account at your own risk prior to our Listing. This is your only acknowledgement of acceptance of the application.

15.10 CDS ACCOUNTS

Pursuant to Section 14(1) of the Central Depositories Act, Bursa Securities has prescribed the Shares as Prescribed Securities. In consequence thereof, the Shares issued/offered through this Prospectus will be deposited directly with Bursa Depository and any dealings in these Shares will be carried out in accordance with the SICDA and the rules of Bursa Depository.

Pursuant to Section 29 of the Central Depositories Act, all dealings in the IPO Shares will be by book entries through CDS Account. No share certificates will be issued to successful applicants.

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

Only an applicant who has a CDS Account can make an application by way of an Application Form. An applicant should state his CDS Account number in the space provided on the Application Form and he/she shall be deemed to have authorised the Bursa Depository to disclose information pertaining to the CDS Account to Equiniti/the Company. Where an applicant does not presently have a CDS Account, he/she should open a CDS Account at an ADA prior to making an application for the IPO Shares.

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

In the case of an application by way of Internet Share Application, only an applicant who has a CDS Account can make an Internet Share Application. In certain cases, only an applicant who has a CDS Account opened with the Internet Participating Financial Institutions can make an Internet Share Application. Arising therewith, the applicant's CDS Account number would automatically appear in the electronic online application form.

Failure to comply with these specific instructions or inaccuracy in the CDS Account number, arising from use of invalid, third party or nominee accounts, may result in the application being rejected. If a successful applicant fails to state his/her CDS Account number, Equiniti on the authority of our Company will reject the application. Equiniti on the authority of our Board also reserves the right to reject any incomplete and inaccurate application. Applications may also be rejected if the applicants' particulars provided in the Application Forms, or in the case of Electronic Share Application or Internet Share Application, if the records of the Participating Financial Institutions or Internet Participating Financial Institution at the time of making the Electronic Share Application or Internet Share Application differ from those in Bursa Depository's records, such as the identity card number, name and nationality.

15.11 ENQUIRIES

You may contact Equiniti if you have any queries on the White Application Form at 03-2166 0933 or 03-2166 0811. If you have any enquiry with regards to your Electronic Share Application, you may refer to the relevant Participating Financial Institution. If you have any enquiry with regards to your Internet Share Application, you may refer to the relevant Internet Participating Financial Institution.

Applicants may also check the status of their application by logging on to Equiniti website at www.equiniti.com.my or by calling their respective ADAs at the telephone number as stated in Section 15.12 of this Prospectus or Equiniti Enquiry Services at 03-2166 0933 or 03-2166 0811, between five (5) to ten (10) market days (during office hours only) after the balloting date.

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.12 LIST OF ADAs**

The list of ADAs and their respective addresses, telephone numbers and broker codes are as follows:

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
<u>KUALA LUMPUR</u>			
AFFIN INVESTMENT BANK BERHAD Ground Mezzanine & 3rd Floor, Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel No.: 03-2143 8668	028-001	AFFIN INVESTMENT BANK BERHAD 38A & 40A Jalan Midah 1 Taman Midah, Cheras 56000 Kuala Lumpur Tel No: 03-9130 8803	028-005
ALLIANCE INVESTMENT BANK BERHAD 17th Floor, Menara Multi-Purpose Capital Square 8, Jalan Munshi Abdullah 50100 Kuala Lumpur Tel No.: 03-2697 6333	076-001	AMINVESTMENT BANK BERHAD 15 th Floor, Bangunan AmBank Group 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel No.: 03-2078 2788	086-001
CIMB INVESTMENT BANK BERHAD 32nd Floor, Menara Multi- Purpose, Capital Square, 8, Jalan Munshi Abdullah, 50100 Kuala Lumpur Tel No: 03-2691 8887	024-001	CIMB INVESTMENT BANK BERHAD 9 th Floor, Commerce Square Jalan Semantan Damansara Heights 50490 Kuala Lumpur Tel No.: 03-2084 9999	065-001
HONG LEONG INVESTMENT BANK BERHAD Level 8, Menara HLA No.3, Jalan Kia Peng 50450 Kuala Lumpur Tel No.: 03-2168 1168	066-001	HONG LEONG INVESTMENT BANK BERHAD (formerly known as MIMB INVESTMENT BANK BERHAD Level 18, Menara Raja Laut 288, Jalan Raja Laut 50350 Kuala Lumpur	066-006
HWANGDBS INVESTMENT BANK BERHAD 2 nd Floor, Bangunan AHP No. 2, Jalan Tun Mohd Fuad 3 Taman Tun Dr. Ismail 60000 Kuala Lumpur Tel No.: 03-7710 6688	068-009	HWANGDBS INVESTMENT BANK BERHAD 7 th , 22 nd , 23 rd & 23A Floor Menara Keck Seng 203 Jalan Bukit Bintang 55100 Kuala Lumpur Tel No.: 03-2711 6888	068-014
HWANGDBS INVESTMENT BANK BERHAD No 57-10, Level 10 The Boulevard, Mid Valley City Lingkaran Syed Putra 59000 Kuala Lumpur Tel No.: 03-2287 2273	068-017	INTER-PACIFIC SECURITIES SDN BHD West Wing, Level 13 Berjaya Times Square No. 1, Jalan Imbi 55100 Kuala Lumpur Tel No.: 03-2117 1888	054-001

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
INTER-PACIFIC SECURITIES SDN BHD Ground Floor 7-0-8 Jalan 3/109F Danau Business Centre Danau Desa 58100 Kuala Lumpur Tel No.: 03-7984 7796	054-003	INTER-PACIFIC SECURITIES SDN BHD Stesyen Minyak SHELL Jalan 1/116B, Off Jalan Kuchai Lama Kuchai Entrepreneur Park 58200 Kuala Lumpur Tel No.: 03-7981 8811	054-005
JUPITER SECURITIES SDN BHD Lot 7 th - 9 th Floor Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel No.: 03-2034 1888	055-001	KAF-SEAGROATT & CAMPBELL SECURITIES SDN BHD 11 th -14 th Floor, Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel No.: 03-2168 8800	053-001
KENANGA INVESTMENT BANK BERHAD 8th Floor, Kenanga International Jalan Sultan Ismail 50250 Kuala Lumpur Tel No.: 03-2164 9080	073-001	KENANGA INVESTMENT BANK BERHAD M3-A-7 & M3-A-8 Jalan Pandan Indah 55100 Kuala Lumpur Tel No.: 03-4297 8806	073-20
KENANGA INVESTMENT BANK BERHAD Ground Mezzanine, 1st & 2nd Floor (West & Center Wing) Bangunan ECM Libra 8 Jalan Damansara Endah Damansara Heights 50490 Kuala Lumpur Tel No.: 03-2089 2888	073-021	KENANGA INVESTMENT BANK BERHAD 3rd Floor, Wisma Genting Jalan Sultan Ismail 50250 Kuala Lumpur Tel No.: 03-2178 1133	073-029
M&A SECURITIES SDN BHD Level 1-2, No. 45 & 47 The Boulevard, Mid Valley City Lingkaran Syed Putra 59200 Kuala Lumpur Tel No.: 03-2282 1820	057-002	MAYBANK INVESTMENT BANK BERHAD 5-13, Maybanlife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel No.: 03-2297 8888	098-001
MERCURY SECURITIES SDN BHD L-7-2, No. 2 Jalan Solaris Solaris Mont' Kiara 50480 Kuala Lumpur Tel No.: 03-6203 7227	093-002	MIDF AMANAH INVESTMENT BANK BERHAD 11th & 12th Floor, Menara MIDF 82 Jalan Raja Chulan 50200 Kuala Lumpur Tel No.: 03-2173 8888	026-001

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
PM SECURITIES SDN BHD Ground, Mezzanine, 1 st & 10 th Floor Menara PMI No. 2, Jalan Cangkat Ceylon 50200 Kuala Lumpur Tel No.: 03-2146 3000	064-001	PUBLIC INVESTMENT BANK BERHAD 27 th Floor, Bangunan Public Bank No. 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel No.: 03-2031 3011	051-001
RHB INVESTMENT BANK BERHAD Level 9, Tower One, RHB Centre Jalan Tun Razak 50400 Kuala Lumpur Tel No.: 03-9287 3888	087-001	RHB INVESTMENT BANK BERHAD 20 th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel No.: 03-2333 8333	087-018
RHB INVESTMENT BANK BERHAD No. 62 & 64, Vista Magna Jalan Prima, Metro Prima 52100 Kuala Lumpur Tel No.: 03-6257 5869	087-028	RHB INVESTMENT BANK BERHAD No 5 & 7 Jalan Pandan Indah 4/33 Pandan Indah 55100 Kuala Lumpur Tel No.: 03-4280 4798	087-054
RHB INVESTMENT BANK BERHAD Ground, 1 st , 2 nd & 3 rd Floor No. 55, Zone J4 Jalan Radin Anum Bandar Baru Seri Petaling 57000 Kuala Lumpur Tel No.: 03-9058 7222	087-058	TA SECURITIES HOLDINGS BERHAD Floor 13-16, 23, 28-30, 34 & 35 TA One Tower No. 22, Jalan P. Ramlee 50250 Kuala Lumpur Tel No.: 03-2072 1277	058-003
UOB KAY HIAN SECURITIES (M) SDN BHD N3, Plaza Damas 60, Jalan Sri Hartamas 1 Sri Hartamas 50480 Kuala Lumpur Tel No.: 03-6201 1155	078-004		

SELANGOR DARUL EHSAN

AFFIN INVESTMENT BANK BERHAD 2 nd , 3 rd & 4 th Floor Wisma Amsteel Securities No. 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No.: 03-3343 9999	028-002	AFFIN INVESTMENT BANK BERHAD Lot 229, 2 nd Floor, The Curve No. 6, Jalan PJU 7/3 Mutiar Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-7729 8016	028-003
--	---------	---	---------

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
AFFIN INVESTMENT BANK BERHAD 1 st Floor, 20-22 Jalan 21/22, SEA Park 46300 Selangor Darul Ehsan Tel No.: 03-7877 6229	028-006	AFFIN INVESTMENT BANK BERHAD No. 79-1 & 79-C Jalan Batu Nilam 5 Bandar Bukit Tinggi, Klang 41200 Selangor Darul Ehsan Tel No.: 03-3322 1999	028-007
AMINVESTMENT BANK BERHAD 4 th Floor, Plaza Damansara Utama No. 2, Jalan SS 21/60 47400 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-7710 6613	086-003	CIMB INVESTMENT BANK BERHAD Ground Floor Tropicana City Office Tower 3 Jalan SS20./27 Petaling Jaya 47400 Selangor Darul Ehsan Tel No.: 03-7717 3319	065-009
HONG LEONG INVESTMENT BANK BERHAD Level 10 1 First Avenue Bandar Utama Petaling Jaya 47800 Selangor Darul Ehsan Tel No.: 03-7724 6888	066-002	HWANGDBS INVESTMENT BANK BERHAD 16 th , 18th-20th Floor, Plaza Masalam No. 2, Jalan Tengku Ampuan Zabedah E9/E Section 9 40100 Shah Alam Selangor Darul Ehsan Tel No.: 03-5513 3288	068-002
HWANGDBS INVESTMENT BANK BERHAD East Wing & Centre Link Floor 3A, Wisma Consplant 2, No. 7, Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel No.: 03-5635 6688	068-010	JF APEX SECURITIES BERHAD 6 th Floor, Menara Apex Off Jalan Semenyih Bukit Mewah 43000 Kajang Selangor Darul Ehsan Tel No.: 03-8736 1118	079-001
JF APEX SECURITIES BERHAD 15 th & 16 th Floor Menara Choy Fook On No.1B, Jalan Yong Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-7620 1118	079-002	KENANGA INVESTMENT BANK BERHAD Ground to 5 th Floor East Wing, Quattro West 4, Lorong Persiaran Barat 46200 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-7862 6200	073-005
KENANGA INVESTMENT BANK BERHAD 1 st Floor, Wisma UEP Pusat Perniagaan USJ 10 Jalan USJ 10/1A 47620 Subang Jaya Selangor Darul Ehsan Tel No.: 03-8024 1682	073-006	KENANGA INVESTMENT BANK BERHAD Suite 7.02, Level 7, Menara ING Intan Millenium Square No. 68, Jalan Batai Laut 4 Taman Intan 41300 Klang Selangor Darul Ehsan Tel No.: 03-3005 7550	073-007

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
KENANGA INVESTMENT BANK BERHAD Lot 240, 2 nd Floor, The Curve No. 6, Jalan PJU 7/3 Mutiar Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-7725 9095	073-016	KENANGA INVESTMENT BANK BERHAD Level 1 East Wing Wisma Consplant 2 No 7 Jalan SS 16/1 Subang Jaya 46400 Selangor Darul Ehsan Tel No.: 03-5621 2118	073-030
KENANGA INVESTMENT BANK BERHAD 35 (Ground & 1 st Floor) Jalan Tiara 3 Bandar Baru Klang, Klang 41150 Selangor Darul Ehsan Tel No.: 03-3348 8080	073-035	MALACCA SECURITIES SDN BHD No 16, Jalan SS 15/4B 47500 Subang Jaya Selangor Darul Ehsan Tel No.: 03-5636 1533	012-002
MALACCA SECURITIES SDN BHD No 58A & 60A Jalan SS2/67 47300 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-7876 1533	012-003	PM SECURITIES SDN BHD No 157 & 159, Jalan Kenari 23/A Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel No.: 03-8070 0773	064-003
PM SECURITIES SDN BHD No. 18 & 20, Jalan Tiara 2 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel No.: 03-3341 5300	064-007	RHB INVESTMENT BANK BERHAD 24, 24M, 24A, 26M, 28M, 28A & 30, Jalan SS2/63, 47300 Petaling Jaya, Selangor Darul Ehsan Tel No.: 03-7873 6366	087-011
RHB INVESTMENT BANK BERHAD No. 37, Jalan Semenyih 43000 Kajang Selangor Darul Ehsan Tel No: 03-8736 3378	087-045	RHB INVESTMENT BANK BERHAD Ground & 1 st Floor No. 15, Jalan Bandar Rawang 4 48000 Rawang Selangor Darul Ehsan Tel No.: 03-6092 8916	087-047
RHB INVESTMENT BANK BERHAD Ground & Mezzanine Floor No. 87 & 89, Jalan Susur Pusat Peniagaan NBC Batu 1 ½, Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No.: 03-3343 9180	087-048	RHB INVESTMENT BANK BERHAD Ground Floor and First Floor No 13 Jalan Kenari 3 Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel No.: 03-8070 6899	087-049

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
RHB INVESTMENT BANK BERHAD 11-1, Jalan PJU 5/12 Dataran Sunway Kota Damansara 47810 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-6148 3361	087-051	RHB INVESTMENT BANK BERHAD 3 rd Floor, 1A-D Jalan USJ 10/1A Pusat Perniagaan USJ 10 47610 UEP Subang Jaya Selangor Darul Ehsan Tel No.: 03-8023 6518	087-059
SJ SECURITIES SDN BHD Ground Floor, Podium Block Wisma Synergy Lot 72, Persiaran Jubli Perak Section 22 40200 Shah Alam Selangor Darul Ehsan Tel No.: 03-5192 0202	096-001	TA SECURITIES HOLDINGS BERHAD No.2-1, 2-2, 2-3 & 4-2 Jalan USJ 9/5T Subang Business Centre 47620 UEP Subang Jaya Selangor Darul Ehsan Tel No.: 03-8025 1880	058-005
TA SECURITIES HOLDINGS BERHAD Damansara Utama Branch 2 nd Floor Wisma TA 47400 Petaling Jaya Selangor Darul Ehsan Tel No.: 03-7729 5713	058-007		
<u>MELAKA</u>			
CIMB INVESTMENT BANK BERHAD Ground, 1 st & 2 nd Floor No. 191 Taman Melaka Raya Off Jalan Parameswara 75000 Melaka Tel No.: 06-289 8800	065-006	KENANGA INVESTMENT BANK BERHAD 71A & 73A Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No.: 06-288 1720	073-028
KENANGA INVESTMENT BANK BERHAD 22A & 22A-1 and 26 & 26-1 Jalan MP 10 Taman Merdeka Permai 73350 Batu Berendam Melaka Tel No.: 06-337 2550	073-034	MALACCA SECURITIES SDN BHD No. 1, 3 & 5, Jalan PPM9 Plaza Pandan Malim (Business Park) Balai Panjang, P.O.Box 248 75250 Melaka Tel No.: 06-337 1533	012-001
MERCURY SECURITIES SDN BHD No. 81-B & 83-B, Jalan Merdeka Taman Malaka Raya 75000 Melaka Tel No.: 06-292 1898	093-003	PM SECURITIES SDN BHD No. 11 & 13 Jalan PM2 Plaza Mahkota 75000 Melaka Tel No.: 06-286 6008	064-006

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
RHB INVESTMENT BANK BERHAD No. 19,21&23 Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No.: 06-284 9885	087-002	RHB INVESTMENT BANK BERHAD 579, 580 & 581 Taman Melaka Raya 75000 Melaka Tel No.: 06-282 5211	087-026
TA SECURITIES HOLDINGS BERHAD 59, 59A, 59B Jalan Merdeka Taman Merdeka Raya 75000 Melaka Tel No.: 06-286 2618	058-008		
<u>PERAK DARUL RIDZUAN</u>			
CIMB INVESTMENT BANK BERHAD Ground, 1 st , 2 nd and 3 rd Floor No. 8, 8A-C Persiaran Greentown 4C Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel No.: 05-208 8688	065-010	KENANGA INVESTMENT BANK BERHAD No. 63, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No.: 05-242 2828	073-022
KENANGA INVESTMENT BANK BERHAD No. 7B-1, Jalan Laman Intan Bandar Baru Teluk Intan 36000 Teluk Intan Perak Darul Ridzuan Tel No.: 05-622 2828	073-026	KENANGA INVESTMENT BANK BERHAD Ground Floor No 25 & 25A Jalan Jaya 2, Medan Jaya 32000 Sitiawan Perak Darul Ridzuan Tel No.: 05-693 9828	073-031
HONG LEONG INVESTMENT BANK BERHAD 51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No.: 05-253 0888	066-003	HWANGDBS INVESTMENT BANK BERHAD Ground, Level 1, 2 & 3 21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel No.: 05-806 6688	068-003
HWANGDBS INVESTMENT BANK BERHAD Ground & 1st Floor No. 22, Persiaran Greentown 1 Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel No.: 05-255 9988	068-015	M&A SECURITIES SDN BHD M&A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel No.: 05-241 9800	057-001

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
MAYBANK INVESTMENT BANK BERHAD B-G-04 (Ground Floor), Level 1 & 2, No. 42, Persiaran Greentown 1 Pusat Perdagangan Greentown 30450 Ipoh, Perak Darul Ridzuan Tel No.: 05-2453 400	098-002	RHB INVESTMENT BANK BERHAD Ground & 1 st Floor No. 17, Jalan Intan 2 Bandar Baru, 36000 Teluk Intan Perak Darul Ridzuan Tel No.: 05-623 6498	087-014
RHB INVESTMENT BANK BERHAD Ground & 1 st Floor, No. 23 & 25 Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel No.: 05-692 1228	087-016	RHB INVESTMENT BANK BERHAD 21-25, Jalan Seenivasagam Greentown 30450 Ipoh Perak Darul Ridzuan Tel No.: 05-241 5100	087-023
RHB INVESTMENT BANK BERHAD Ground Floor No. 40, 42 & 44, Jalan Berek 34000 Taiping Perak Darul Ridzuan Tel No.: 05-808 8229	087-034	RHB INVESTMENT BANK BERHAD No. 72, Ground Floor, Jalan Idris, 31900 Kampar Perak Darul Ridzuan Tel No.: 05-465 1261	087-044
RHB SECURITIES BERHAD Ground Floor No. 2, Jalan Wawasan 4 Taman Wawasan 34200 Parit Buntar Perak Darul Ridzuan Tel No.: 05-717 0888	087-052	TA SECURITIES HOLDINGS BERHAD Ground, 1 st & 2 nd Floor Plaza Teh Teng Seng No. 227, Jalan Raja Permaisuri Bainun 30250 Ipoh, Perak Darul Ridzuan Tel No.: 05-253 1313	058-001
UOB KAY HIAN SECURITIES (M) SDN BHD 29G, Jalan Intan 2 Bandar Baru 36000 Teluk Intan Perak Darul Ridzuan Tel No.: 05-623 2328	078-009		
<u>PULAU PINANG</u>			
ALLIANCE INVESTMENT BANK BERHAD Suite 2.1 & 2.4, Level 2 Wisma Great Eastern No.25, Lebu Light 10200 Penang Tel No.: 04-261 1688	076-015	AMINVESTMENT BANK BERHAD Mezzanine Floor & Level 3 No. 37, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No.: 04-226 1818	086-004

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
AMINVESTMENT BANK BERHAD Level 3 No 15 Lebu Pantai 10300 Pulau Pinang Tel No.: 04-261 8688	086-007	CIMB INVESTMENT BANK BERHAD Ground Floor, Suite 1.01, Menara Boustead Penang 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No.: 04-238 5900	065-003
HWANGDBS INVESTMENT BANK BERHAD Level 2, 3, 4, 7 & 8 Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No.: 04-263 6996	068-001	HWANGDBS INVESTMENT BANK BERHAD No. 2 & 4 Jalan Perda Barat Bandar Perda 14000 Bukit Mertajam Pulau Pinang Tel No.: 04-537 2882	068-006
INTER-PACIFIC SECURITIES SDN BHD Ground, Mezzanine & 8 th Floor Bangunan Mayban Trust No. 3, Penang Street 10200 Pulau Pinang Tel No.: 04-269 0888	054-002	KENANGA INVESTMENT BANK BERHAD 7 th , 8 th & 16 th Floor Menara Boustead Penang 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No.: 04-228 3355	073-023
M&A SECURITIES SDN BHD 332H-1 & 332G-2 Harmony Square Jalan Perak 11600 Georgetown Pulau Pinang Tel No.: 04-281 7611	057-005	MALACCA SECURITIES SDN BHD Prima Tanjung Suite 98-3-13A Jalan Fettes 11200 Tanjung Tokong Pulau Pinang Tel No.: 04-898 1525	012-004
MERCURY SECURITIES SDN BHD Ground, 1 st , 2 nd & 3 rd Floor, Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Pulau Pinang Tel No.: 04-332 2123	093-001	MERCURY SECURITIES SDN BHD 2 nd Floor, Standard Chartered Bank Chambers 2 Lebu Pantai 10300 Pulau Pinang Tel No.: 04-263 9118	093-004
PM SECURITIES SDN BHD Level 25, Menara BHL 51, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No.: 04-227 3000	064-004	RHB INVESTMENT BANK BERHAD Ground, 1 st & 2 nd Floor No. 2677, Jalan Chain Ferry Taman Inderawasih 13600 Prai, Pulau Pinang Tel No.: 04-390 0022	087-005

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
RHB INVESTMENT BANK BERHAD Ground & Upper Floor No. 11A, Jalan Keranji Off Jalan Padang Lallang 14000 Bukit Mertajam Pulau Pinang Tel No.: 04-540 2888	087-015	RHB INVESTMENT BANK BERHAD No. 834 Jalan Besar, Sungai Bakap 14200 Sungai Jawi Seberang Perai Selatan Pulau Pinang Tel No.: 04-583 1888	087-032
RHB INVESTMENT BANK BERHAD 64 & 64D Tingkat 3 & 5 Lebuh Bishop 10200 Pulau Pinang Tel No.: 04-263 4222	087-033	RHB INVESTMENT BANK BERHAD Ground & 1 st Floor No. 15-G-5, 15-G-6, 15-1-5 & 15-1-6 Medan Kampung Relau (Bayan Point) 11950 Pulau Pinang Tel No.: 04-640 4888	087-042
RHB INVESTMENT BANK BERHAD 41-A, 41-B and 41-C Lintang Angsana Bandar Baru Air Itam 11500 Pulau Pinang Tel No.: 04-835 2988	087-056	UOB KAY HIAN SECURITIES (M) SDN BHD 1 st , 2 nd & 3 rd Floor, Bangunan Heng Guan 171 Jalan Burmah 10050 Pulau Pinang Tel No.: 04-229 9318	078-002
UOB KAY HIAN SECURITIES (M) SDN BHD Ground & 1st Floor No. 2, Jalan Perniagaan 2 Pusat Peniagaan Alma 14000 Bukit Mertajam Pulau Pinang Tel No.: 04-554 1388	078-003		
<u>KEDAH DARUL AMAN</u>			
ALLIANCE INVESTMENT BANK BERHAD 2 nd Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel No.: 04-731 7088	076-004	HWANGDBS INVESTMENT BANK BERHAD No. 70 A, B, C, Jalan Mawar 1 Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel No.: 04-425 6666	068-011
RHB INVESTMENT BANK BERHAD No. 112, Jalan Pengkalan Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel No.: 04-420 4888	087-017	RHB INVESTMENT BANK BERHAD No. 35, Ground Floor Jalan Suria 1, Jalan Bayu 09000 Kulim Kedah Darul Aman Tel No.: 04-496 4888	087-019

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
RHB INVESTMENT BANK BERHAD Ground & 1 st Floor 215-A & 215-B, Medan Putra, Jalan Putra 05150 Alor Star Kedah Darul Aman Tel No.: 04-720 9888	087-021	UOB KAY HIAN SECURITIES (M) SDN BHD Lot 4, 5 & 5A 1 st Floor EMUM 55 No.55, Jalan Gangsa Kawasan Perusahaan Mergong 2 Seberang Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel No.: 04-732 2111	078-007

PERLIS INDRA KAYANGAN

RHB INVESTMENT BANK BERHAD Ground & 1 st Floor No. 39, Taman Suriani Persiaran Jubli Emas 01000 Kangar Perlis Indra Kayangan Tel No.: 04-979 3888	087-060
---	---------

NEGERI SEMBILAN DARUL KHUSUS

HWANGDBS INVESTMENT BANK BERHAD Ground & 1 st Floor 105, 107 & 109, Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel No.: 06-761 2288	068-007	HWANGDBS INVESTMENT BANK BERHAD No.6, Upper Level, Jalan Mahligai 72100 Bahau Negeri Sembilan Darul Khusus Tel No.: 06-455 3188	068-013
KENANGA INVESTMENT BANK BERHAD 1 C-1 & 1D-1, First Floor, Jalan Tuanku Munawir 70000 Seremban Negeri Sembilan Darul Khusus Tel No.: 06-765 5998	073-033	PM SECURITIES SDN BHD 1 st , 2 nd & 3 rd Floor, 19-21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No.: 06-762 3131	064-002
RHB INVESTMENT BANK BERHAD Ground, 1 st & 2 nd Floor No. 33, Jalan Dato' Bandar Tunggal 70000 Seremban Negeri Sembilan Darul Khusus Tel No.: 06-764 1641	087-024	RHB INVESTMENT BANK BERHAD 1 st Floor, No. 3601, Jalan Besar 73000 Tampin Negeri Sembilan Darul Khusus Tel No.: 06-442 1000	087-037

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
RHB INVESTMENT BANK BERHAD 1 st & 2 nd Floor, No. 168, Jalan Mewah (Pusat Perniagaan UMNO Jempol), 71200 Bahau Negeri Sembilan Darul Khusus Tel No.: 06-455 3014	087-040	RHB INVESTMENT BANK BERHAD Ground & Mezzanine Floor No. 346 & 347 Batu ½, Jalan Pantai 71000 Port Dickson Negeri Sembilan Darul Khusus Tel No.: 06-646 1234	087-046
<u>JOHOR DARUL TAKZIM</u>			
ALLIANCE INVESTMENT BANK BERHAD No. 73, Ground & 1st Floor Jalan Rambutan 86000 Kluang Johor Darul Takzim Tel No.: 07-771 7922	076-006	AMINVESTMENT BANK BERHAD 2 nd & 3 rd Floor Penggaram Complex 1 Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No.: 07-434 2282	086-002
AMINVESTMENT BANK BERHAD 18 th & 31 st Floor, Selesa Tower Jalan Dato' Abdullah Tahir 80300 Johor Bahru Johor Darul Takzim Tel No.: 07-334 3855	086-006	HONG LEONG INVESTMENT BANK BERHAD (formerly known as MIMB INVESTMENT BANK BERHAD) 1 st Floor, No. 9 Jalan Kundang Taman Bukit Pasir 83000 Batu Pahat Johor Darul Takzim Tel No.: 07-431 3688	066-004
HONG LEONG INVESTMENT BANK BERHAD (formerly known as MIMB INVESTMENT BANK BERHAD) Suite 25.02, Level 25 Johor Bahru City Square (Office Tower) No. 106-108, Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel No.: 07-222 7388	066-005	HWANGDBS INVESTMENT BANK BERHAD Level 7, Johor Bahru City Square (Office Tower) 106-108, Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel No.: 07-222 2692	068-004
INTER-PACIFIC SECURITIES SDN BHD 95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No.: 07-223 1211	054-004	KENANGA INVESTMENT BANK BERHAD Level 2, Menara Pelangi, Jalan Kuning Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No.: 07-333 3600	073-004

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

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
KENANGA INVESTMENT BANK BERHAD No. 31, Lorong Dato' Ahmad, Jalan Khalidi 84000 Muar Johor Darul Takzim Tel No.: 06-954 2711	073-008	KENANGA INVESTMENT BANK BERHAD Ground & Mezzanine Floor No. 34, Jalan Genuang 85000 Segamat Johor Darul Takzim Tel No.: 07-933 3515	073-009
KENANGA INVESTMENT BANK BERHAD No. 33 & 35 (Ground & 1 st Floor A&B) Jalan Syed Abdul Hamid Sagaff 86000 Kluang Johor Darul Takzim Tel No.: 07-777 1161	073-010	KENANGA INVESTMENT BANK BERHAD Ground Floor No. 4, Jalan Dataran 1 Taman Bandar Tangkak 84900 Tangkak Johor Darul Takzim Tel No.: 06-978 2292	073-011
KENANGA INVESTMENT BANK BERHAD No. 24, 24A & 24B Jalan Penjaja 3 Kim Park Centre 83000 Baru Pahat Johor Darul Takzim Tel No.: 07-432 6963	073-017	KENANGA INVESTMENT BANK BERHAD Suite 16-02, 16-03 & 16-03 ^a Level 16 Menara MSC Cyberport No. 5 Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel No.: 07-223 7423	073-019
KENANGA INVESTMENT BANK BERHAD No. 57, 59 & 61 Jalan Ali, 84000 Muar Johor Darul Takzim Tel No.: 06-953 2222	073-024	KENANGA INVESTMENT BANK BERHAD Ground Floor No. 234, Jalan Besar Taman Semberong Baru 83700 Yong Peng Johor Darul Takzim Tel No.: 07-467 8885	073-025
M&A SECURITIES SDN BHD Suite 5.3A, Level 5 Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No.: 07-338 1233	057-003	M&A SECURITIES SDN BHD 26 Jalan Indah 16/5 Taman Bukit Indah 81200 Johor Bahru Johor Darul Takzim Tel No.: 07-236 6288	057-006
MERCURY SECURITIES SDN BHD Suite 17.1, Level 17 Menara Pelangi Jalan Kuning Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No.: 07-331 6992	093-005	PM SECURITIES SDN BHD No. 41, Jalan Molek 2/4 Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel No.: 07-351 3232	064-005

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
PM SECURITIES SDN BHD Ground & 1 st Floor No. 43 & 43A, Jalan Penjaja 3 Taman Kim's Park Business Centre, 83000 Batu Pahat Johor Darul Takzim Tel No.: 07-433 3608	064-008	RHB INVESTMENT BANK BERHAD 6 th Floor, Wisma Tiong-Hua 8 Jalan Keris Taman Sri Tebrau 80050 Johor Bahru Johor Darul Takzim Tel No.: 07-278 8821	087-006
RHB INVESTMENT BANK BERHAD 53, 53-A & 53-B, Jalan Sultanah 83000 Batu Pahat Johor Darul Takzim Tel No.: 07-438 0288	087-009	RHB INVESTMENT BANK BERHAD No 33-1, 1 st & 2 nd Floor Jalan Ali 84000 Muar Johor Darul Takzim Tel No.: 06-953 8262	087-025
RHB INVESTMENT BANK BERHAD Ground & 1 st Floor No. 119 & 121 Jalan Sutera Tanjung 8/2 Taman Sutera Utama 81300 Skudai Johor Darul Takzim Tel No.: 07-557 7628	087-029	RHB INVESTMENT BANK BERHAD Ground, 1 st & 2 nd Floor No. 3, Jalan Susur Utama 2/1, Taman Utama 85000 Segamat Johor Darul Takzim Tel No.: 07-932 1543	087-030
RHB INVESTMENT BANK BERHAD Ground & 1 st Floor No.40 Jalan Haji Manan 86000 Kluang, Johor Darul Takzim Tel No.: 07-776 9655	087-031	RHB INVESTMENT BANK BERHAD Ground, 1 st & 2 nd Floor No. 10 Jalan Anggerik 1 Taman Kulai Utama 81000 Kulai Johor Darul Takzim Tel No.: 07-662 6288	087-035
RHB INVESTMENT BANK BERHAD Ground, 1 st & 2 nd Floor No. 343 Jalan Muar 84900 Tangkak Johor Darul Takzim Tel No.: 06-978 7180	087-038	RHB INVESTMENT BANK BERHAD 1 st Floor, No. 2 & 4 Jalan Makmur, Taman Sri Aman, 85300 Labis Johor Darul Takzim Tel No.: 07-925 6881	087-039
RHB INVESTMENT BANK BERHAD Tingkat Bawah, Tingkat 1 dan Tingkat 2 Nos. 21 dan 23 Jalan Molek 1/30, Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel No.: 07-352 2293	087-043	UOB KAY HIAN SECURITIES (M) SDN BHD Level 6 & 7, Menara MSC Cyberport No. 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel No.: 07-333 2000	078-001

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
UOB KAY HIAN SECURITIES (M) SDN BHD 42-8, Main Road Kulai Besar 81000 Kulai Johor Darul Takzim Tel No.: 07-663 7398	078-005	UOB KAY HIAN SECURITIES (M) SDN BHD No.70, 70-01, 70-02 Jalan Rosmerah 2/17 Taman Johor Jaya 81100 Johor Bahru Johor Darul Takzim Tel No.: 07-351 3218	078-006
UOB KAY HIAN SECURITIES (M) SDN BHD No. 171 (Ground Floor) Jalan Bestari 1/5 Taman Nusa Bestari 81300 Skudai Johor Darul Takzim Tel No.: 07-512 1633	078-008		
<u>KELANTAN DARUL NAIM</u>			
RHB INVESTMENT BANK BERHAD Ground & 1st Floor No. 3953-H, Jalan Kebun Sultan 15350 Kota Bharu Kelantan Darul Naim Tel No.: 09-743 0077	087-020	TA SECURITIES HOLDINGS BERHAD 298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No.: 09-743 2288	058-004
<u>PAHANG DARUL MAKMUR</u>			
ALLIANCE INVESTMENT BANK BERHAD A-397, A-399 & A-401 Taman Sri Kuantan III Jalan Beserah 25300 Kuantan Pahang Darul Makmur Tel No.: 09-566 0800	076-002	CIMB INVESTMENT BANK BERHAD Ground, 1 st & 2 nd Floor No A-27(Aras G, 1 & 2) Jalan Dato' Lim Hoe Lek 25200 Kuantan Pahang Darul Makmur Tel No.: 09-505 7800	065-007
KENANGA INVESTMENT BANK BERHAD A15, A17 & A19, Ground Floor Jalan Tun Ismail 2, Sri Dagangan 2 25000 Kuantan Pahang Darul Makmur Tel No.: 09-517 1698	073-027	RHB INVESTMENT BANK BERHAD B2 & B34, Lorong Tun Ismail 8 Seri Dagangan II 25000 Kuantan Pahang Darul Makmur Tel No.: 09-517 3811	087-007
RHB INVESTMENT BANK BERHAD Ground Floor 98 Jalan Pasdec 28700 Bentong Pahang Darul Makmur Tel No.: 09-223 4943	087-022	RHB INVESTMENT BANK BERHAD Ground Floor No. 76-A, Persiaran Camelia 4 Tanah Rata 39000 Cameron Highlands Pahang Darul Makmur Tel No.: 05-491 4913	087-041

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
<u>TERENGGANU DARUL IMAN</u>			
ALLIANCE INVESTMENT BANK BERHAD No. 1D, Ground & Mezzanine No. 1E, Ground, Mezzanine 1 st & 2 nd Floor, Jalan Air Jerneh 20300 Kuala Terengganu Terengganu Darul Iman Tel No.: 09-631 7922	076-009	FA SECURITIES SDN BHD No. 51 & 51A Ground, Mezzanine & 1 st Floor Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel No.: 09-623 8128	021-001
RHB INVESTMENT BANK BERHAD Ground & 1 st Floor 9651, Cukai Utama Jalan Kubang Kurus 24000 Kemaman Terengganu Darul Iman Tel No.: 09-858 3109	087-027	RHB INVESTMENT BANK BERHAD 31A, Ground Floor 31A & 31B, 1 st Floor Jalan Sultan Ismail 20200 Kuala Terengganu Terengganu Darul Iman Tel No.: 09-626 1816	087-055
<u>SABAH</u>			
CIMB INVESTMENT BANK BERHAD 1 st & 2 nd Floor, Central Building No. 28, Jalan Sagunting 88000 Kota Kinabalu Sabah Tel No.: 088-328 878	065-005	HWANGDBS INVESTMENT BANK BERHAD Suite 1-9-E1, 9 th Floor, CPS Tower Centre Point Sabah No. 1 Jalan Centre Point 88000 Kota Kinabalu Sabah Tel No.: 088-311 688	068-008
KENANGA INVESTMENT BANK BERHAD Aras 8, Wisma Great Eastern 68, Jalan Gaya 88000 Kota Kinabalu Sabah Tel No.: 088-236 188	073-032	RHB INVESTMENT BANK BERHAD 5 th floor, Wisma BSN Sabah Jalan Kemajuan Karamunsing 88000 Kota Kinabalu Sabah Tel No.: 088-269788	087-010
RHB INVESTMENT BANK BERHAD Lot 14-0, Ground Floor Lorong Lintas Plaza 2 Lintas Plaza, Off Jalan Lintas 88300 Kota Kinabalu Sabah	087-036	RHB INVESTMENT BANK BERHAD Ground Floor, Block 2 Lot 4 & Lot 5, Bandar Indah Mile 4 North Road 91000 Sandakan Sabah Tel No.: 089-229 286	087-057

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
UOB KAY HIAN SECURITIES (M) SDN BHD 11, Equity House, Block K Sadong Jaya, Karamunsing 88100 Kota Kinabalu Sabah Tel No.: 088-234 4090	078-011		
<u>SARAWAK</u>			
AMINVESTMENT BANK BERHAD No. 164, 166 & 168 1st, 2nd & 3rd Floor Jalan Abell 93100 Kuching Sarawak Tel No.: 082-244 791	086-005	CIMB INVESTMENT BANK BERHAD Level 1, Wisma STA 26 Jalan Datuk Abang Abdul Rahim 93450 Kuching Sarawak Tel No.: 082-358 606	065-004
CIMB INVESTMENT BANK BERHAD No. 6A, Ground Floor Jalan Bako, Off Brooke Drive 96000 Sibul Sarawak Tel No.: 084-36 7700	065-008	HWANGDBS INVESTMENT BANK BERHAD Ground Floor & 1st Floor, No. 1 Jalan Pending 1st Floor, No. 3, Jalan Pending 93450 Kuching Sarawak Tel No.: 082-236 999	068-005
HWANGDBS INVESTMENT BANK BERHAD No. 282, 1 st Floor Park City Commercial Centre Phase 4, Jalan Tun Ahmad Zaidi 97000 Bintulu Sarawak Tel No.: 086-330 008	068-016	KENANGA INVESTMENT BANK BERHAD Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel No.: 085-435 577	073-002
KENANGA INVESTMENT BANK BERHAD Level 5, Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No.: 082-338 000	073-003	KENANGA INVESTMENT BANK BERHAD No. 11-12 (Ground & 1 st Floor) Lorong Kampung Datu 3 96000 Sibul Sarawak Tel No.: 084-313 855	073-012
RHB INVESTMENT BANK BERHAD Yung Kong Abell Units No. 1-10, 2 nd Floor Lot 365, Section 50, Jalan Abell 93100 Kuching Sarawak Tel No.: 082 250 888	087-003	RHB INVESTMENT BANK BERHAD Lot 170 & 171 Section 49, K.T.L.D Jalan Chan Chin Ann 93100 Kuching Sarawak Tel No.: 082-422 252	087-008

15. PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

NAME, ADDRESS & TELEPHONE NUMBER	ADA Code	NAME, ADDRESS & TELEPHONE NUMBER	ADA Code
RHB INVESTMENT BANK BERHAD Lot 1268, 1 st & 2 nd Floor Lot 1269 2 nd Floor Centre Point Commercial Centre Jalan Melayu, 98000 Miri Sarawak Tel No.: 085-422 788	087-012	RHB INVESTMENT BANK BERHAD 101 & 102, Pusat Pedada Jalan Pedada 96000 Sibul Sarawak Tel No.: 084-329 100	087-013
RHB INVESTMENT BANK BERHAD Ground & 1 st Floor No. 10, Jalan Bersatu 96100 Sarikei Sarawak Tel No.: 084-654 100	087-050	RHB INVESTMENT BANK BERHAD Ground and 1 st Floor No. 221 Park City Commercial Centre Square Phase III, Jalan Tun Ahmad Zaidi 97000 Bintulu Sarawak Tel No.: 086-311 770	087-053
TA SECURITIES HOLDINGS BERHAD 12G, H & I, Jalan Kampung Datu 96000 Sibul Sarawak Tel No.: 084-319 998	058-002	TA SECURITIES HOLDINGS BERHAD 2 nd Floor, (Bahagian Hadapan) Bangunan Binamas Lot 138, Section 54 Jalan Pandung 93100 Kuching Sarawak Tel No.: 082-236 333	058-006

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK