

Our Ref: SR/TYH(LA)/LD11/03

23 June 2003

By Courier

**The Company Secretary
(Listed Issuers)**

Dear Sir/Madam

MODIFICATIONS AND CLARIFICATIONS ON SEMI-ANNUAL RETURNS

We refer to our letter dated 16 July 2001, paragraph 8.02 of the Listing Requirements and Practice Note No 8/2001 on Submission of Semi-Annual Returns ("PN 8").

Please be informed that pursuant to a review of the semi-annual returns submitted to the Exchange, certain modifications have been made to Appendix PN 8/2001-A ("the Appendix") in respect of the semi-annual returns which are to be submitted to the Exchange pursuant to paragraph 8.02.

The objective of the modifications is to ensure that listed issuers provide meaningful information in the form required by the Exchange. The modifications are set out below. In order to aid listed issuers in compliance with the requirements of PN 8, further clarifications as set out below have also been provided.

MODIFICATIONS & CLARIFICATIONS

1. Reporting of direct and indirect holdings

Listed issuers are required to classify the shares of directors or substantial shareholders under "direct holdings" or "indirect holdings".

It is clarified that where a director/substantial shareholder is deemed to have an interest in shares that are held by a corporation in the listed issuer, the listed issuer should classify such shares under "indirect holdings" of the director/substantial shareholder. "Interest in shares" is as defined under section 6A of the Companies Act 1965.

It is further clarified that for the purpose of the semi-annual returns, where a director/substantial shareholder has shares in a listed issuer that are held **on his behalf by a nominee company**, such shares should be classified as "direct holdings" of the director/substantial shareholder in the semi-annual returns. This includes shares that are held by the nominee company, as security for credit facilities granted to the director/substantial shareholder.

MODIFICATIONS AND CLARIFICATIONS ON SEMI-ANNUAL RETURNS

2. Information on substantial shareholders (excluding bare trustees)

A listed issuer must provide the "Nationality/Country of Incorporation" in respect of each substantial shareholder reported and whether such substantial shareholder is a "Malaysian/Foreign". Where the substantial shareholder is a corporation, the "Malaysian/Foreign" classification refers to whether it is Malaysian or foreign controlled.

3. Information on 30 foreign securities account holders having the largest number of securities amongst the foreign securities account holders

Given the additional information that is required under paragraph 2 above, this requirement is waived by the Exchange. Hence, commencing with the semi-annual returns as at 30 June 2003, no such information need be submitted by a listed issuer to the Exchange.

4. Distribution table according to category of shareholders in respect of each type of security

Under this distribution table a listed issuer must classify shareholders into different types of categories, including the categories of "Individual", "Body Corporate", "Government agencies/institutions", "Nominees" and "Others".

In relation to the category of "Government agencies/institutions" a listed issuer must comply with our letter dated 16 July 2001 when further classifying such government agencies/institutions into the categories of "Bumiputera" or "Non-bumiputera".

It is clarified that in respect of the government agencies/institutions that have not been mentioned in our letter dated 16 July 2001, a listed issuer may classify such government agencies/institutions as "Bumiputera" or "Non-bumiputera" in accordance with the information provided in the record of depositors of the listed issuer.

5. Information on the key persons responsible for operations and finance

Pursuant to the requirement under the heading of "Information on chief executive officer, chief operating officer (if applicable) and chief financial officer", a listed issuer must provide the information on the principal executive officers, by whatever name called, and whether or not they are directors of the listed issuer, who are primarily responsible for operations and/or finance, respectively of a listed issuer. A listed issuer must also indicate the area that the persons named are responsible for, i.e. whether it is operations or finance or operations and finance, as the case may be.

MODIFICATIONS AND CLARIFICATIONS ON SEMI-ANNUAL RETURNS

6. Number of employees

Pursuant to this requirement, the listed issuer must provide the number of employees of the listed issuer at company and group levels. With effect from semi-annual returns as at 30 June 2003, listed issuers need not provide information on employees of listed subsidiaries when inserting the information of employees at the group level. However, the listed issuer must include the names of its listed subsidiaries.

It is further clarified that the information to be provided should not include information on employees of associated companies of the listed issuer.

7. Directorships in listed and non-listed companies

In light of Practice Note No 13/2002 ("PN 13"), listed issuers are no longer required to provide a list of directorships for each director. However, a listed issuer is required to confirm whether its directors are in compliance with paragraph 15.06 of the Listing Requirements and paragraphs 9.1 and 9.2 of PN 13. Where the director is not in compliance, reasons must be provided.

8. Products and services

Listed issuers are to provide the following additional information:-

- The core business of the listed issuer's group
- The listed issuer group's core products/services in order of importance (up to 4 types)
- The completeness of the first product named by the listed issuer under bullet point 2 above
- The end users of the said products/services

In respect of the information on the amount of revenue generated from export, the disclosure should be as follows:-

The amount of revenue generated from export (excluding sales to Free Trade Zone (FTZ) and Licensed Manufacturing Warehouse (LMW))	RM '000
The amount of revenue generated from sales to FTZ and LMW	RM '000

MODIFICATIONS AND CLARIFICATIONS ON SEMI-ANNUAL RETURNS

9. Compliance with corporate governance requirements

In addition to the above, all listed issuers are required to provide the following confirmations:-

- Whether the composition of the board of directors complies with paragraph 15.02(1) of the Listing Requirements;
- Whether all their directors have attended at least 50% of the total board of directors' meetings held during the financial year (applicable for the latest completed financial year);

- Whether the composition of the audit committee complies with paragraphs 15.10 and 15.11 of the Listing Requirements in the following aspects:-
 - The audit committee comprises no fewer than 3 members
 - A majority of the audit committee are independent directors
 - At least one member fulfils qualifications prescribed by the Exchange via paragraph 15.10(1)(c) and PN 13
 - No alternate director is part of the audit committee
 - The chairman of the audit committee is an independent director

Where any of the confirmations is in the negative, reasons must be provided.

EFFECTIVE DATES

The effective dates of the modifications and clarifications are as follows:-

Modifications & clarifications	Effective dates
Items 1 to 7 of this letter	Semi-annual returns as at 30 June 2003 and thereafter
Items 8 & 9 of this letter	Semi-annual returns as at 31 December 2003 and thereafter

FURTHER INSTRUCTIONS/INFORMATION

Listed issuers must comply with any additional instructions that may appear on the KLSE LINK template for Semi Annual Returns ("the Template") when submitting information to the Exchange in respect of the semi-annual returns.

Kindly be informed that the instructions to download the new Template will be issued by the Exchange in due course.

Ref: SR/TYH(LA)/LD11/03

MODIFICATIONS AND CLARIFICATIONS ON SEMI-ANNUAL RETURNS

For further information or enquiries on the above kindly contact the following persons at telephone number 2026 7099:-

	Persons to contact
Matters pertaining to Part A of the Template	Ms Lee Siew Pin (Extension 7344) Ms Wong Hui Yin (Extension 7360) Ms Joyce Lee (Extension 1539) Mr Ramachandran (Extension 7347)
Matters pertaining to Part B of the Template	Mr Lew Tuck Wai (Extension 7307)

Thank you.

Yours faithfully



SELVARANY RASIAH
Legal Advisor
Listing Advisory