

Our Ref: LA/TYH/YYT/LD16/02

7 August 2002

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By Courier

**The Company Secretary**  
**(Listed Issuers)**

Dear Sir/Madam

**PARAGRAPHS 10.08 AND 10.09 AND PRACTICE NOTE NO. 12/2001 OF THE LISTING REQUIREMENTS ("PN12") OF KUALA LUMPUR STOCK EXCHANGE**

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We refer to the above matter.

Paragraph 10.09(1) of the Listing Requirements provides that a listed issuer may seek its shareholders' mandate (hereinafter referred to as "General Mandate") in respect of recurrent related party transactions of a revenue or trading nature which are necessary for its day-to-day operations (hereinafter referred to as "RRPTs") subject to the requirements therein.

Paragraphs 10.09(1)(d) and 10.08(7) of the Listing Requirements provide that in a meeting to obtain shareholders' approval for a related party transaction, including a General Mandate, the following persons must abstain from voting on the resolution approving such transaction:-

- (a) Where the transaction involves the interest of a director, the interested director and persons connected with such director;
- (b) Where the transaction involves the interest of a major shareholder, the interested major shareholder and persons connected with such major shareholder;
- (c) Where the transaction involves the interest of a person connected with a director or major shareholder, the interested person connected with a director or major shareholder and such director or major shareholder, as the case may be.

(collectively referred to hereinafter as "related parties").

As such, please be advised that where listed issuers are seeking a General Mandate for RRPTs that involves several different related parties or categories or classes of related parties, the listed issuers must ensure that such RRPTs are voted on separately by their shareholders by having a separate resolution for each set of RRPT that involves a different related party or category or class of related party. Listed issuers must not have only one resolution for the purpose of obtaining a General Mandate for RRPTs that involve different related parties or



**BURSA SAHAM KUALA LUMPUR**  
**KUALA LUMPUR STOCK EXCHANGE (30632 P)**

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categories or classes of related parties. This would enable the related parties that do not have an interest in the RRPT in question to vote on the resolution in respect of such RRPT at the relevant general meeting.

However, in a situation where the related parties who may be prevented from voting on RRPTs which do not involve their interest (by virtue of the listed issuer tabling only one resolution for the approval of all RRPTs), agree to abstain from voting in respect of such RRPTs, the listed issuer may table one resolution to obtain a General Mandate for all its RRPTs even if such RRPTs involve several different related parties or categories or classes of related parties.

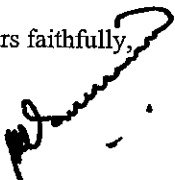
For further information or enquiries on the above, kindly contact the following persons:-

Mr. Inderjit Singh  
Senior Manager, Listing Operations  
Ext:1191

Ms Yew Yee Tee  
Senior Manager, Listing Advisory  
Ext: 2338

Thank you.

Yours faithfully,

  
Md Nor Ahmad  
Deputy President  
Exchange Operations