

Annual Report

2005

*Your Dependable
Partner*

D'nonce
TECHNOLOGY BHD
503292-K

D'NONCE TECHNOLOGY BHD

(503292-K)

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Notice Of Annual General Meeting

NOTICE IS HEREBY GIVEN that the Sixth Annual General Meeting of **D'nonce Technology Bhd.** ("the Company") will be held at The City Bayview Hotel, Sri Gangsa Room, No. 25A Lebuhr Farquhar, 10200 Penang on Thursday, 23 February 2006 at 10.00. a.m.:-

BUSINESS

1. To receive and adopt the Audited Financial Statements for the financial year ended 31 August 2005 together with the Reports of the Directors and Auditors thereon. **Resolution 1**
2. To approve the payment of Directors' fees for the financial year ended 31 August 2005. **Resolution 2**
3. To re-elect the following Directors who retire in accordance with Article 95(1) of the Company's Articles of Association:-
 - (i) Mr Goh Hong Lim **Resolution 3**
 - (ii) Mr Chan Seng Sun **Resolution 4**
 - (iii) Dato' Ahmad Ibnihajar **Resolution 5**
4. To re-appoint Messrs Ernst & Young as Auditors and to authorise the Directors to determine their remuneration. **Resolution 6**
5. **SPECIAL BUSINESS**

To consider and, if thought fit, to pass with or without modifications the following Ordinary Resolutions:-

Authority to allot shares

Resolution 7

"THAT pursuant to Section 132D of the Companies Act 1965, the Directors be and are hereby authorised to issue shares in the Company at any time until the conclusion of the next Annual General Meeting and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued in any one financial year does not exceed 10% of the total issued share capital of the Company for the time being, subject always to the approval of the relevant regulatory bodies being obtained for such allotment and issue."

Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

Ordinary Resolution 8 – Item 1 Section 2.4 of the Circular

- (i) "THAT, subject to the Listing Requirements of Bursa Malaysia Securities Berhad, approval be given to the D'nonce Group to renew the Shareholders' Mandate for recurrent related party transactions of a revenue or trading nature with related parties which are necessary for the day to day operations and not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders as set out in Item 1 Section 2.4 of the Circular and that authority conferred by this resolution shall commence immediately upon the passing of this resolution; **Resolution 8**
- (ii) THAT such Mandate is subject to annual renewal and such approval shall continue to be in force until:-
 - (a) the conclusion of the next annual general meeting of the Company following this general meeting at which such mandate was passed, at which time it will lapse, unless by resolution passed at the meeting, the authority is renewed;
 - (b) the expiration of the period within which the next Annual General Meeting after that date is required to be held pursuant to section 143(1) of the Companies Act, 1965 ("CA") (but shall not extend to such extension as may be allowed pursuant to section 143(2) of CA); or
 - (c) revoked or varied by resolution passed by the shareholders in general meeting;whichever is the earlier.
- (iii) THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to such renewal of such Mandate;

Notice Of Annual General Meeting

- (iv) THAT the estimates given of the Recurrent Related Party Transactions specified in Section 2.4 of the Circular being provisional in nature, the Directors and/or any of them be and are hereby authorised to agree to the actual amount or amounts thereof provided always that such amount or amounts comply with the procedures set out in Sections 2.5 and 2.6 of the Circular to Shareholders dated 25 January 2006;
- (v) THAT disclosure is made in the annual report a breakdown of the aggregate value of recurrent transactions conducted pursuant to the Shareholders' Mandate during the financial year with particulars of the types of recurrent transactions made and the names of the related parties involved in each type of the recurrent transactions made and their relationships with the Company."

Ordinary Resolution 9 – Item 2 Section 2.4 of the Circular

- (i) "THAT, subject to compliance with all applicable laws, regulations and guidelines, it is hereby mandated that approval be given to the Company's subsidiary, Richmond Technology Sdn. Bhd. to enter into recurrent related party transactions of a revenue or trading nature with related parties which are necessary for the day to day operations and not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders as set out in Item 2 Section 2.4 of the Circular and that authority conferred by this resolution shall commence immediately upon the passing of this resolution;
- (ii) THAT such Mandate is subject to annual renewal and such approval shall continue to be in force until:-
 - (a) the conclusion of the next annual general meeting of the Company following this general meeting at which such mandate was passed, at which time it will lapse, unless by resolution passed at the meeting, the authority is renewed;
 - (b) the expiration of the period within which the next annual general meeting after that date is required to be held pursuant to section 143(1) of the Companies Act, 1965 ("CA") (but shall not extend to such extension as may be allowed pursuant to section 143(2) of CA); or
 - (c) revoked or varied by resolution passed by the shareholders in general meeting;whichever is the earlier.
- (iii) THAT the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to such Mandate;
- (iv) THAT the estimates given of the Recurrent Related Party Transactions specified in Section 2.4 of the Circular being provisional in nature, whereby Richmond Technology Sdn. Bhd. purchase packaging materials for manufacturing from Master-Pack Sdn. Bhd., the Directors and/or any of them be and are hereby authorised to agree to the actual amount or amounts thereof provided always that such amount or amounts comply with the procedures set out in Sections 2.5 and 2.6 of the Circular to Shareholders dated 25 January 2006;
- (v) THAT disclosure is made in the annual report a breakdown of the aggregate value of recurrent transactions conducted pursuant to the Shareholders' Mandate during the financial year with particulars of the types of recurrent transactions made and the names of the related parties involved in each type of the recurrent transactions made and their relationships with the Company."

Resolution 9

Special Resolution Proposed amendment to The Articles of Association of the Company

Resolution 10

"THAT the Articles of Association of the Company be amended as follows:-

Existing Article 139

The Managing Director and the Deputy Managing Director shall not, while they continue to hold such offices be subject to retirement by rotation, and they shall not be reckoned as Directors for the purpose of determining the rotation or retirement of Directors or in fixing the number of Directors to retire, but they shall, subject to provisions of any contract between them and the Company, be subject to the same provisions as to resignation and removal as the other Directors of the Company and if they cease to hold the office of Director from any cause shall ipso facto and immediately cease to be Managing Director or Deputy Managing Director, as the case may be.

Notice Of Annual General Meeting

Proposed Article 139

The Managing Director and the Deputy Managing Director shall ~~not, while they continue to hold such offices be subject to retirement by rotation, and they shall not be reckoned as Directors for the purpose of determining the rotation or retirement of Directors or in fixing the number of Directors to retire, but they shall,~~ subject to provisions of any contract between them and the Company, be subject to the same provisions as to resignation and removal as the other Directors of the Company and if they cease to hold the office of Director from any cause shall ipso facto and immediately cease to be Managing Director or Deputy Managing Director, as the case may be.

6. To transact any other business of which due notice shall have been received.

By Order of the Board

MOLLY GUNN CHIT GEOK (MAICSA 0673097)

YEAP KOK LEONG (MAICSA 0862549)

Company Secretaries

Penang

25 January 2006

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies (who need not be members of the Company) to attend and vote on his behalf.
2. The instrument appointing a proxy or proxies must be deposited at the Company's Registered Office at 21 Persiaran Midlands, 10250 Penang, Malaysia not less than 48 hours before the time set for the meeting.
3. Where a member appoints two or more proxies, the appointments shall be invalid unless the percentage of the holding to be represented by each proxy is specified.
4. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of any officer or attorney duly authorised.
5. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the meeting in accordance with Section 147 of the Companies Act 1965.

EXPLANATORY NOTES ON SPECIAL BUSINESS

1. Resolution 7 – Authority pursuant to Section 132D of the Companies Act 1965

The Company is pursuing business opportunities in prospective areas so as to increase the earnings potential of the Company. Such expansion plans may require the issue of new shares not exceeding 10 per cent (10%) of the Company's issued share capital. With the passing of Resolution 7 by the shareholders of the Company at the forthcoming Annual General Meeting, the Directors would avoid delay and cost of convening further general meetings to approve the issue of shares for such purposes.

2. Resolution 8 – Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

Please refer to the Circular to Shareholders.

3. Resolution 10 – Proposed amendment to The Articles of Association of the Company

The amendment to the existing Article 139 is in line with Chapter 7, para 7.28 of the Listing Requirements.

Statement Accompanying Notice Of Annual General Meeting

Pursuant to Paragraph 8.28(2) of the Listing Requirements of Bursa Malaysia Securities Berhad

1. Names of Directors who are standing for re-election:-

- (i) Goh Hong Lim
- (ii) Chan Seng Sun
- (iii) Dato' Ahmad Ibnihajar

2. Details of attendance of Directors at Board Meetings

The details are set out on page 17 of the annual report.

3. The place, date and time of the Annual General Meeting:-

The City Bayview Hotel
Sri Gangsa Room
No. 25A Lebuhr Farquhar
10200 Penang
on Thursday, 23 February 2006 at 10.00 a.m.

4. Further details of Directors who are standing for re-election

The profile and shareholdings of the Directors who are standing for re-election are set out on pages 11, 12 and 73 respectively of the annual report.

Corporate Structure



Corporate Information

BOARD OF DIRECTORS

- Dato' Ahmad Ibnihajar
- Independent Non-Executive Chairman
- Dato' Oon Choo Eng @ Oon Choo Khye
- Independent Non-Executive Director
- Goh Hong Lim
- Managing Director
- Law Kim Choon
- Chief Executive Officer/Executive Director
- Lim Teik Hoe
- Executive Director
- Chan Seng Sun
- Executive Director
- Roslant bin Abu
- Non-Independent Non-Executive Director
- Nuranisah binti Mohd Anis
- Non-Independent Non-Executive Director
- Looi Kok Leong
(appointed w.e.f 1 November 2004)
- Independent Non-Executive Director

AUDIT COMMITTEE

- Looi Kok Leong - Chairman
- Dato' Ahmad Ibnihajar - Member
- Dato' Oon Choo Eng @ Oon Choo Khye - Member
- Goh Hong Lim - Member
- Nuranisah binti Mohd Anis - Member

NOMINATION COMMITTEE

- Dato' Oon Choo Eng @ Oon Choo Khye - Chairman
- Looi Kok Leong - Member
- Roslant bin Abu - Member

REMUNERATION COMMITTEE

- Dato' Ahmad Ibnihajar - Chairman
- Goh Hong Lim - Member
- Roslant bin Abu - Member

EMPLOYEES' SHARES OPTION SCHEME COMMITTEE

- Dato' Oon Choo Eng @ Oon Choo Khye
- Independent Non-Executive Director
- Chairman
- Nellie Poh Saw Ei
- Manager – Group Human Resource
- Chong Hooi Na
- Senior Manager

COMPANY SECRETARIES

- Gunn Chit Geok (MAICSA 0673097)
23 Persiaran Midlands, 10250 Pulau Pinang
- Yeap Kok Leong (MAICSA 0862549)
No. 11 Jalan 2/149G, Taman Sri Endah
57000 Kuala Lumpur

REGISTERED OFFICE

21 Persiaran Midlands, 10250 Pulau Pinang
Tel No : 04-229 6318
Fax No : 04-226 8318
E-mail : tccsbpg@streamyx.com

HEAD OFFICE

51-14-B&C Menara BHL
Jalan Sultan Ahmad Shah
10050 Penang
Tel No : 04-228 1198
Fax No : 04-228 3016

SHARE REGISTRAR

Tenaga Koperat Sdn. Bhd. (Company No. 118401-V)
20th Floor Plaza Permata, Jalan Kampar,
Off Jalan Tun Razak, 50400 Kuala Lumpur
Tel No : 03-4041 6522
Fax No : 03-4042 6352

AUDITORS

Ernst & Young (AF: 0039)
Chartered Accountants
22nd Floor MWE Plaza
No. 8 Lebuhr Farquhar, 10200 Pulau Pinang

PRINCIPAL BANKER

Public Bank Berhad
No. 6862-6864 Jalan Bagan Jermal
Bagan Ajam, Butterworth, 13000 Penang

SOLICITOR

Zaid Ibrahim & Co
Advocates and Solicitors
51-22-B&C Menara BHL
Jalan Sultan Ahmad Shah, 10050 Pulau Pinang

STOCK EXCHANGE LISTING

Second Board of Bursa Malaysia Securities Berhad
Stock code : 7114
Stock name : DNONCE

Chairman's Statement

Dear Shareholders,

On behalf of the Board of Directors of D'nonce Technology Bhd., I am pleased to present to you the Annual Report and Financial Statements of the Group and the Company for the financial year ended 31 August 2005.

Another year has come and gone and the competitive pressures had intensified due to keen market competition and price pressures from lower cost countries. Coupled with this is the significant increase in price of oil which can potentially slow down the growth of the world economy. Malaysia is no exception, with the expectations of GDP growth for 2005 at 5.0% as compared to 7.1% for 2004. Despite all this, our Group had been able to turn in a better performance in revenue and operational profits for this financial year as compared to the previous year.

CORPORATE DEVELOPMENTS

As announced in Bursa Malaysia on 4 October 2005, the Sales and Purchase Agreement with Timeless Solution Sdn. Bhd. to acquire the entire issued and paid up capital of Edison Electrical Holding Limited was terminated as mutually agreed between D'nonce Technology Bhd and Timeless Solution Sdn Bhd.

On a separate matter, the Company on 9 March 2005 obtained an approval from Securities Commission to issue to a maximum of 4,500,000 new ordinary shares of RM1.00 each by way of private placement. The exercise is still pending and the Securities Commission had granted an extension of six months until 6 March 2006 for the implementation of the proposed private placement.

Operational Financial Review

Group revenue had rose by 6% from RM143 million in previous financial year to RM152 million in current financial year. Our business segment results have increased by RM1.6 million from RM2.6 million in previous financial year. The improvement in segment results for the period under review is primarily contributed by the encouraging growth in Thailand operations.

Integrated Supply Chain Products And Services

Revenue for Integrated Supply Chain Product And Services business segment has decreased from RM76.3 million in previous financial year to RM73.9 in current financial year. Whereas, the segmental results has slightly decreased by RM207,000 for this division primarily due to lower revenue and a weaker Thai Baht vs US Dollars during current financial year.

Contract Manufacturing

Revenue for Contract Manufacturing business segment has increased from RM17.7 million in previous financial year to RM26.7 million in current financial year. Likewise, the result for this business segment has increased by RM2.5 million in current financial year, thus making it the second largest contributor to our Group results. The encouraging improvement for this business segment is mainly contributed by our expansion in Thailand.

Supply of Packaging Materials

Revenue for Supply of Packaging Materials business segment has increased from RM77.6 million in previous financial year to RM81.7 million in current financial year primarily due to stronger demand from the existing orders. This segment results in current financial year has also shown an improvement of RM372,000 contributed by the better margin products and continuous cost cutting measures.

Plastic Injection Mould Products

Revenue for Plastic Injection Mould Products business segment has decreased from RM2.7 million in previous financial year to RM2.1 million in current financial year. As compared to last financial year, this business segment has shown a variance of RM1.0 million. The loss for this business segment is primarily due to the loss on disposal of our plastic injection mould machinery in our Johore plant after our decision to terminate our plastic injection mould project in 2003.

Chairman's Statement

PROSPECTS

The Malaysian economy is expected to grow by 5.0% in 2005 and improve to 5.5% in 2006 in view of the steady growth in the US economy despite the numerous increase in their interest rates, continuing robust growth in China and a sustained recovery in the Japanese economy. Primary drivers are expected to be in the services, manufacturing and primary commodity sectors. The semiconductor industry is expected to be better in 2006 with forecast from The Semiconductor Industry Association (SIA) forecasting a compound annual growth rate of nearly 10% for the forecast period 2005 through 2008. This augurs well for the Group.

Internally, with the additional expansion of our cleanroom assembly area in Bangkok to cater to the increased volume/capacity required by our customer, higher contributions are expected with higher volume of business allocated to us by our customers for 2006. The Thailand operations are expected to have much better growth with the Malaysian operations being steady with good growth also. With the Malaysian economy expected to be better in 2006, various strategies will be implemented to increase our revenue and profits. In addition, continuing cost cutting measures, intensive marketing and focus on higher margin products should enable the Group to record a much better performance for 2006.

CORPORATE GOVERNANCE

The Board of Directors continues to ensure that the principles of corporate governance and best practices is observed and practiced throughout the Group.

ACKNOWLEDGEMENT

On behalf of the Board of Directors, I offer my heartfelt thanks to the management team, employees as well as our shareholders, customers and business partners for their unwavering commitment and support. I would also like to express my sincere appreciation to Mr. Chin Yam Sin who has resigned from the Board on 1 March 2005 for his valuable services rendered to the Group during his tenure on the Board.

Last but not least, I wish to extend my appreciation to my fellow directors, management and employees for their contribution and continuous support.

Thank you.

Dato' Ahmad Ibnihajar
Chairman



Board of Directors

Seated from left:

- Dato' Oon Choo Eng @ Oon Choo Khye
- Dato' Ahmad Ibnihajar
- Nuranisah binti Mohd Anis

Standing from left:

- Lim Teik Hoe
- Chan Seng Sun
- Goh Hong Lim
- Law Kim Choon
- Roslant bin Abu
- Looi Kok Leong

Company Secretary

Standing from right:

- Molly Gunn Chit Geok

Board Of Directors

Dato' Ahmad Ibnihajar

Aged 55, Malaysian

Independent Non-Executive Chairman, Chairman of the Remuneration Committee and Member of the Audit Committee

Dato' Ahmad Ibnihajar was appointed to the Board of D'nonce Technology Bhd. on 2 November 2000. He is currently the Managing Director of Penang Port Sdn. Bhd., a company principally involved in operations of port. He holds a Bachelor degree in Economics from University of Malaya in 1975. He was a Forex Dealer and Portfolio Manager from 1976 to 1979 and Branch Manager from 1980 to 1984 with Malayan Banking Berhad. He was a Director with United Traders Securities Sdn. Bhd. from 1984 to 1991 and Taiping Securities Sdn. Bhd. in 1995, both of which are involved in stock broking business. Between 1991 till now, he is the Chairman of Heirs Corporation Sdn. Bhd., a property development company. Currently, he sits on the Board of several other private limited companies principally involved in property development and investment holding. He is the Chairman of Persatuan Petanque Pulau Pinang and serves as Divisional Head for UMNO Tanjung Division.

Dato' Ahmad Ibnihajar holds directorship in Malaysian Resources Corporation Berhad. He has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company.

Dato' Oon Choo Eng @ Oon Choo Khye

Aged 69, Malaysian

Independent Non-Executive Director, Chairman of the Nomination and Employees' Shares Option Scheme Committees and Member of the Audit Committee

Dato' Oon Choo Eng @ Oon Choo Khye was appointed to the Board of D'nonce Technology Bhd. on 2 November 2000. He is currently a Director of Kwong Wah Yit Poh Press Bhd., a company principally involved in publishing of newspapers. He is the Honorary Assistant Secretary of Sekolah Menengah Kebangsaan Chung Ling from 1961 and also sits on the boards of several other Chinese High Schools and Primary Schools in Penang. He also acts as Patron or Trustee for various associations and sports clubs in Penang. He also sits on the boards of several other private limited companies principally involved in publication, printing, tourism and trading of chemicals and he is also a director of Lam Wah Ee Hospital and was an Ex-Committee member of Silver Jubilee Home for the Aged.

Dato' Oon Choo Eng @ Oon Choo Khye has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company.

Goh Hong Lim

Aged 50, Malaysian

Managing Director and Member of the Audit and Remuneration Committees

Goh Hong Lim was appointed to the Board of D'nonce Technology Bhd. on 23 October 2000. He obtained a Diploma in Banking (Part I) from the Chartered Institute of Bankers, United Kingdom in 1977 and a Diploma in Management from the Malaysian Institute of Management in 1984. He has 22 years of commercial banking experience which started when he joined Ban Hin Lee Bank Berhad in 1975. He rose to the rank of Branch Manager in 1983. He has been branch manager of the same bank in four (4) different locations until 1997. Apart from setting up new branches, he was also responsible for the development of new consumer banking products at the bank's head office in Penang between 1989 to 1991. He joined the D'nonce Group in 1997.

Goh Hong Lim has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company.

Board Of Directors

Law Kim Choon
Aged 48, Malaysian
Chief Executive Officer/Executive Director

Law Kim Choon was appointed to the Board of D'nonce Technology Bhd. on 23 October 2000. In 1988, he obtained a Diploma in Management from the Malaysian Institute of Management. He started his career working in a bank in 1977 before leaving in 1991 to join the D'nonce Group. He has been the Chief Executive Officer of D'nonce Group since 2002. He is also instrumental in establishing the Group's manufacturing division.

Law Kim Choon has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company.

Lim Teik Hoe
Aged 46, Malaysian
Executive Director

Lim Teik Hoe was appointed to the Board of D'nonce Technology Bhd. on 23 October 2000. He obtained a Diploma in Radiography from Ministry of Health, Malaysia in 1982. He started his career in 1982 as a Radiographer with Penang General Hospital where he served for 9 years before leaving to join the D'nonce Group in 1991. Apart from developing new businesses, he is responsible for the Group's sales and marketing functions. He was also a former member of the College of Radiographers, United Kingdom and Malaysian Society of Radiographers respectively. He is also a Director and substantial shareholder of Kalungan Prestij Sdn. Bhd. and Binary Decode Sdn. Bhd. both are investment holding companies. He is also a substantial shareholder of Wintry Enterprise Sdn. Bhd. and Yield Technology (M) Sdn. Bhd. both of which are also investment holding companies.

Lim Teik Hoe has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company.

Chan Seng Sun
Aged 52, Malaysian
Executive Director

Chan Seng Sun was appointed to the Board of D'nonce Technology Bhd. on 23 October 2000. He obtained a Diploma in Banking from the Chartered Institute of Bankers, United Kingdom in 1981 and became an Associate Member in the same year. He began his career in banking in 1974 when he joined United Malayan Banking Corporation Berhad until 1979. He was then with Public Bank Berhad from 1982 until 1990 when he left and joined Chung Khiaw Bank Ltd as a Deputy Manager. During his career in the banking industry, he was involved in various areas of banking operations as well as systems and corporate planning. He joined D'nonce Group in 1991. His present responsibilities include spearheading expansion and overseeing existing operations in the Central Region of Peninsular Malaysia particularly the Klang Valley. He is a substantial shareholder of Wintry Enterprise Sdn Bhd, an investment holding company.

Chan Seng Sun has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company.

Board Of Directors

Looi Kok Leong

Aged 37, Malaysian

Independent Non-Executive Director, Chairman of the Audit Committee and Member of Nomination Committee

Looi Kok Leong was appointed to the Board of D'nonce Technology Bhd. on 1 November 2004. He holds Bachelor of Economics (Monash University, Australia) and Masters of Business Administration (Southern Cross University, Australia) degrees and is a member of CPA Australia (since 1994), a Chartered Accountant with the Malaysian Institute of Accountants (since 1994) and a Certified Financial Planner with the Financial Planning Association of Malaysia (since 2002). He spent the early part of his professional career in the Corporate Finance Departments of Aseambankers Malaysia Berhad and Amanah Merchant Bank Berhad. After leaving the latter in 1998 as Senior Manager, Corporate Finance, he joined Bescorp Industries Berhad as General Manager, Corporate and Finance where he was responsible for the group's overall accounting, finance and corporate affairs management. Thereafter, he went into corporate consulting services in early 2000 and is presently Principal of Looi Advisory, a Licensed Investment Adviser.

Looi Kok Leong has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company.

Roslant bin Abu

Aged 48, Malaysian

Non-Independent Non-Executive Director and Member of Nomination and Remuneration Committees

Roslant bin Abu was appointed to the Board of D'nonce Technology Bhd. on 23 October 2000. He holds a Bachelor of Science degree from the University of Malaya in 1982. In 1983, he started his career as an Assistant Director for the Petroleum Development Division (Implementation Coordination Unit) of the Prime Minister's Department. He was subsequently with the Malaysia-Thailand Authority in 1993 until early 1997 where he left and joined the Energy Section of the Economic Planning Unit in the Prime Minister's Department before he joined Khazanah Nasional Berhad (Khazanah) in mid 1997. He is presently the Vice President of Finance & ICT of Khazanah responsible for financial planning and funding.

Roslant bin Abu also holds directorship in Opus International Group plc (formerly Kinta Kellas Public Limited Company) and Tradewinds Hotels & Resorts Sdn. Bhd. He has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company. He is a representative of Khazanah on the Board of Directors of D'nonce Technology Bhd.

Nuranisah binti Mohd Anis

Aged 33, Malaysian

Non-Independent Non-Executive Director and Member of Audit Committee

Nuranisah has been appointed as one of the directors of D'nonce Technology Bhd. since 30 December 2002. She is currently attached with Khazanah Nasional Berhad as the Vice President of Investment in the Monitoring and Management Division. Anisah was formerly employed by KPMG Kuala Lumpur for almost 6 years mainly specialising in Enterprise Risk Management and Internal Audit. She holds a Degree in Accountancy and Masters Degree in Business Administration from the MARA University of Technology, Shah Alam. She is a Chartered Accountant by profession and is registered with the Malaysian Institute of Accountants. Anisah also sits on the board of Crystal Clear Technology Sdn. Bhd.

Nuranisah has no family relationship with any Director and/or substantial shareholder of the Company, has never been convicted of any offence within the past ten (10) years other than traffic offences, if any, and does not have any conflict of interest with the Company. She is a representative of Khazanah on the Board of Directors of D'nonce Technology Bhd.