

## ADDITIONAL COMPLIANCE INFORMATION

To comply with the Kuala Lumpur Stock Exchange Listing Requirements, the following additional information are provided:-

1. Utilisation Of Proceeds

NCB did not undertake any fund raising corporate proposal during the financial year ended 31 December 2001.

2. Share Buybacks

NCB did not purchase any of its own shares during the financial year ended 31 December 2001.

3. Options, Warrants or Convertible Securities

NCB did not issue any options, warrants or convertible securities during the financial year ended 31 December 2001.

4. American Depository Receipt (ADR)/Global Depository Receipt (GDR)

NCB did not sponsor any ADR or GDR programme during the financial year ended 31 December 2001.

5. Sanctions and/or Penalties

During the financial year ended 31 December 2001, there were no sanctions and/or penalties imposed on NCB and its subsidiaries, Directors or Management by the relevant regulatory bodies.

6. Variation In Results From Profit Estimate, Forecast or Projection or Unaudited Results Announced

The Company did not release any profit estimate, forecast or projection for the financial year and audited results did not differ by 10% or more from unaudited results announced.

7. Profit Guarantee

No profit guarantee was given by the Company in respect of the financial year.

8. Material Contracts

Neither the Company nor any of its subsidiaries have entered into any contracts which are or may be material (not being contracts entered into in the ordinary course of business) involving the interest of the Directors and Major Shareholders since the end of the previous financial year.

## ADDITIONAL COMPLIANCE INFORMATION

### 9. Related Party Transactions In The Ordinary Course Of Business

The following related party transaction was entered into in the ordinary course of business during the financial year ended 31 December 2001:-

	<b>Group</b>	<b>Company</b>
Transfer of machinery to TWD Asia Limited.	8	NIL

### 10. Recurrent Related Party Transactions In The Ordinary Course Of Business

The following recurrent related party transactions were entered into in the ordinary course of business during the financial year ended 31 December 2001:-

	<b>Group</b>	<b>Company</b>
Purchase of materials for manufacturing of audio/visual products from Nakamichi Corporation Japan.		
1 January 2001 to 31 May 2001	3,795	NIL
1 June 2001 to 31 Dec 2001	*1,945	NIL
Purchase of materials for manufacturing of audio/visual products from Nakamichi Enterprises Limited.		
1 January 2001 to 31 May 2001	15,145	NIL
Purchase of materials for manufacturing of audio/visual products from NAKS Europe Limited		
1 January 2001 to 31 May 2001	207	NIL
1 June 2001 to 31 Dec 2001	*23,198	NIL
Sales of Nakamichi hi fi systems, home theatre systems, DVD players, car stereos and other audio visual products to Nakamichi Corporation Japan.		
1 January 2001 to 31 May 2001	25,775	NIL
1 June 2001 to 31 Dec 2001	*44,196	NIL

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	<b>Group</b>	<b>Company</b>
Sales of Nakamichi hi fi systems, home theatre systems, DVD players, car stereos and other audio visual products to Nakamichi Enterprises Limited.		
1 January 2001 to 31 May 2001	208	NIL
1 June 2001 to 31 Dec 2001	*7,604	NIL
Guarantee fee payable to The Alpha Capital Group Limited		
1 June 2001 to 31 Dec 2001	*356	NIL
Internal audit fee payable to The Grande Group (HK) Limited		
1 June 2001 to 31 Dec 2001	*103	NIL

The transactions marked '\*\*' are recurrent transactions entered into between 1 June 2001 to 31 December 2001 for which ratification was obtained from the Shareholders in January 2002. The other recurrent transactions were entered into prior to 1 June 2001.

The relationship with the above related parties are as follows:-

The Company's recurrent related party transactions are with The Grande Holdings Limited ('Grande') (a major shareholder of NCB through Capetronic Far Eastern Limited and Capetronic Consumer Electronics Holdings Limited), its subsidiaries and related companies. Grande is the holding company of NCB with an indirect interest of 59.6% in NCB.

The related company of Grande which has entered and shall enter into recurrent related party transactions with the NCB Group is Nakamichi Corporation Japan, a company in which Grande, either directly or through its subsidiaries, holds 45.46% of the issued capital. The subsidiaries of Grande which hold shares in Nakamichi Corporation Japan are Attain Development Corp Co Ltd, Capetronic Japan Corporation, Teletech (Thailand) PCL, Grande (Nominees) Ltd, HK Aberdeen Seafood Ptd Ltd, Star Breeze Ptd Ltd, Broadland Investments Ltd, Motorola Capital Ltd and The Alpha Capital Group Limited. Nakamichi Corporation Japan is involved in research, development and distribution of branded audio and visual products.

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The wholly owned subsidiaries of Grande having recurrent related party transactions with the NCB Group are:-

- a) Nakamichi Enterprises Limited, a company involved in the distribution of audio and visual products;
- b) NAKS Europe Limited, a company involved in the distribution of audio and visual products in Europe; and
- c) The Alpha Capital Group Limited, a company providing corporate advisory and financial services.

Grande is a person connected with a director of NCB, namely Mr Christopher Ho Wing On, as it is a body corporate in which Mr Christopher Ho Wing On and/or persons connected with him are entitled to exercise, or control the exercise of, not less than 15% of the votes attached to voting shares therein. Mr Christopher Ho Wing On is also a director of Grande.

Mr Ma Chi Chiu, who is also a director of Grande, Nakamichi Corporation Japan and NAKS Europe Limited, holds 78,000 shares in Grande (being 0.0195% of the issued share capital of Grande and 250,000 warrants in Nakamichi Corporation Japan (being 10.6% of the total number of warrants outstanding). Currently, Nakamichi Corporation Japan has issued 97,235,518 shares. Mr Ma does not own any other shares or warrants in Grande and its subsidiary companies, which includes Nakamichi Enterprises Limited, NAKS Europe Limited and The Alpha Capital Group Limited and its related company, Nakamichi Corporation Japan ('The Grande Holdings Group').

Mr Michael Andrew Barclay Binney, who is also a director of Grande and Nakamichi Corporation Japan, holds 250,000 warrants in Nakamichi Corporation Japan (being 10.6% of the total number of warrants outstanding). Mr Michael Binney does not own any other shares or warrants in The Grande Holdings Group.

Mr Paul Law Kwok Fai is also a director of Grande. He does not hold any shares or warrants in The Grande Holdings Group.

Mr Samuel Yuen Kin is also a director of Grande and The Alpha Capital Group Limited. He does not hold any shares or warrants in The Grande Holdings Group.