

board of directors' profile

Mirzan Bin Mahathir
Malaysian
Chairman
Independent Non-Executive Director

Mirzan Bin Mahathir, aged 47, was appointed to the Board of NCB and as Chairman on 23 April 1997. He serves as Chairman of the Nomination and Remuneration Committee. He holds a Masters Degree in Business Administration from Wharton School, University of Pennsylvania, Philadelphia, USA and a Bachelor of Science (Honours) degree in Computer Science from Brighton Polytechnic, England. After obtaining his Masters in 1987, he worked for two years with Salomon Brothers Inc., an investment bank based in New York, as an Investment Banking Associate. From April 1989 to February 1990, he was seconded to the Asia Pacific Investment Banking Department of Salomon Brothers Hong Kong Ltd., where he provided extensive investment banking advice on mergers and acquisitions, privatisations and capital raising. Since his return to Malaysia in March 1990, he has been appointed as a director of several public listed companies such as Dataprep Holdings Berhad on 15 February 1990, Konsortium Logistik Berhad on 1 September 1992, Worldwide Holdings Berhad on 22 June 1993, Dolomite Corporation Berhad (formerly known as Sunway Building Technology Berhad) on 11 February 1995 and Artwright Holdings Berhad on 13 March 1996. He is also the President of Container Haulier's Association of Malaysia (CHAM) and President of the Asian Strategy and Leadership Institute (ASLI).

He has no family relationship with any Director and/or major shareholder of NCB, no conflict of interest with NCB and has never been charged for any offence within the past 10 years. He holds 14,000 ordinary shares of RM1.00 each in NCB and does not hold any shares in the subsidiary companies of NCB. He attended two (2) out of four (4) Board meetings held during the financial year ended 31 December 2005.

Lee Hock Chye
Malaysian
Independent Non-Executive Director

Lee Hock Chye, aged 45, was appointed to the Board of NCB on 23 February 2001 and is a member of the Audit Committee. He serves as a member to the Nomination Committee and Remuneration Committee. He graduated from The National University of Singapore with LL.B (Hons) in 1984 and was called to the Singapore Bar in 1985. He was also called to the Malaysian Bar in 1990. He is a partner of a legal firm in Kuala Lumpur specialising in banking and corporate law. He holds no other Directorships in public companies in Malaysia.

He has no family relationship with any Director and/or major shareholder of NCB, no conflict of interest with NCB and has never been charged for any offence within the past 10 years. He does not hold any shares in NCB and its subsidiary companies. He attended four (4) out of four (4) Board meetings held during the financial year ended 31 December 2005.

board of directors' profile

Ma Chi Chiu

British

Non-Independent Non-Executive Director

Ma Chi Chiu, aged 61, was appointed to the Board of NCB on 23 February 2001. He graduated from University of Birmingham, United Kingdom with a Bachelor of Commerce degree. He is a fellow member of the Institute of Chartered Accountants in England and Wales. With over 20 years of management experience in the Electronics Industry, he is familiar with manufacturing, operation, and finance. He is also the Vice Chairman of Sansui Electric Co. Ltd, a company listed on the Tokyo and Osaka Stock Exchange and a director of Lafe Technology Limited, a company listed on the Singapore Exchange Securities Trading Limited. He holds no other Directorships in public companies in Malaysia.

He has no family relationship with any Director and/or major shareholder of NCB, no conflict of interest with NCB and has never been charged for any offence within the past 10 years. He does not hold any shares in NCB and its subsidiary companies. He attended three (3) out of four (4) Board meetings held during the financial year ended 31 December 2005.

Yohan A Rajan

Malaysian

Independent Non-Executive Director

Yohan A Rajan, aged 40, was appointed to the Board of NCB on 4 April 2001 and appointed as the Chairman of the Audit Committee on 21 August 2002. He serves as a member to the Nomination Committee and Remuneration Committee. He graduated from Keele University, Staffordshire, England with Bachelor of Arts (Hons.) Law & Psychology and he obtained his LLM (Corporate and Commercial Law) from University College London, England. He was a legal assistant under the Corporate Department of a legal firm in Kuala Lumpur from July 1993 to February 2000. He became a partner of the legal firm since February 2000 until today. He holds no other Directorships in public companies in Malaysia.

He has no family relationship with any Director and/or major shareholder of NCB, no conflict of interest with NCB and has never been charged for any offence within the past 10 years. He does not hold any shares in NCB and its subsidiary companies. He attended three (3) out of four (4) Board meetings held during the financial year ended 31 December 2005.

Michael Andrew Barclay Binney

British

Executive Director

Michael Andrew Barclay Binney, aged 46, was appointed to the Board of NCB on 27 November 2001 and serves as a member of the Audit Committee. He qualified with a Certificate in Accountancy from Coventry University, Coventry, West Midlands, England. He is a Fellow Member of the Institute of Chartered Accountants in England & Wales and a Fellow Member of the Hong Kong Society of Accountants. He has 8 years working experience in the accounting profession and 13 years working experience in the Computer and Consumer Electronics industry, Manufacturing and Sales & Distribution sector. He is also a director of Lafe Technology Limited, a company listed on the Singapore Exchange Securities Trading Limited and an Executive Director of The Grande Holdings Limited, a company listed on the Stock Exchange of Hong Kong. He holds no other Directorships in public companies in Malaysia.

He has no family relationship with any Director and/or major shareholder of NCB, no conflict of interest with NCB and has never been charged for any offence within the past 10 years. He does not hold any shares in NCB and its subsidiary companies. He attended two (2) out of four (4) Board meetings held during the financial year ended 31 December 2005.

board of directors' profile

Johan Zainuddin Bin Dzulkifli
Malaysian
Independent Non-Executive Director

Johan Zainuddin Bin Dzulkifli, aged 43, was appointed to the Board of NCB on 18 November 2002 and serves as a member of the Audit Committee. He is a Fellow of the Association of Chartered Certified Accountants and has a Post-Graduate Diploma in Islamic Banking and Finance (UIA). He has worked with a multinational petroleum company, a merchant bank as well as public listed companies. Currently, he is a director of a private investment company. He holds no other Directorships in public companies in Malaysia.

He has no family relationship with any Director and/or major shareholder of NCB, no conflict of interest with NCB and has never been charged for any offence within the past 10 years. He does not hold any shares in NCB and its subsidiary companies. He attended three (3) out of four (4) Board meetings held during the financial year ended 31 December 2005.

Ruby Lee Yen Kee
Singaporean
Non-Independent Non-Executive Director

Ruby Lee Yen Kee, aged 44, was appointed to the Board of Directors on 28 October 2004. She graduated from The National University of Singapore with LL.B (Hons) in 1985 and from the London School of Economics, University of London with LLM in 1990. She worked as a legal assistant in Singapore specialising in commercial litigation for approximately 7 years and as a compliance officer in a major international bank before joining The Grande Holdings Limited, a company listed on the Stock Exchange of Hong Kong, in 1993. She holds no other Directorships in public companies in Malaysia.

She has no family relationship with any Director and/or major shareholder of NCB, no conflict of interest with NCB and has never been charged for any offence within the past 10 years. She does not hold any shares in NCB and its subsidiary companies. She attended four (4) out of four (4) Board meetings held during the financial year ended 31 December 2005.

analysis of shareholdings

as at 20 April 2006

| | | |
|----------------------------------|---|--|
| Authorised Capital | : | RM100,000,000.00 |
| Issued and fully paid-up Capital | : | RM55,410,180.00 |
| Class of Shares | : | Ordinary shares of RM1.00 each fully paid up |
| Voting Right | : | One vote per ordinary share |

ANALYSIS BY SIZE OF HOLDING

| Size of Holdings | No of Shareholders | No of Shares | % |
|--|--------------------|--------------|--------|
| Less than 100 shares | 16 | 162 | 0.00 |
| 100 to 1,000 shares | 989 | 893,800 | 1.61 |
| 1,001 to 10,000 shares | 3,273 | 9,076,438 | 16.38 |
| 10,001 to 100,000 shares | 200 | 4,686,200 | 8.46 |
| 100,001 to less than 5% of issued shares | 15 | 4,562,110 | 8.23 |
| 5% and above of issued shares | 3 | 36,191,470 | 65.32 |
| Total | 4,496 | 55,410,180 | 100.00 |

THIRTY LARGEST SHAREHOLDERS

| | NAME | NO OF SHARES OF RM1.00 EACH | % |
|-----|---|--------------------------------|-------|
| 1. | CAPETRONIC CONSUMER ELECTRONICS HOLDINGS LTD | 26,594,715 | 48.00 |
| 2. | CAPETRONIC FAR EASTERN HOLDINGS LIMITED | 6,430,865 | 11.61 |
| 3. | PERMODALAN NASIONAL BERHAD | 3,165,890 | 5.71 |
| 4. | LEMBAGA TABUNG HAJI | 846,178 | 1.53 |
| 5. | LIEW YOON YEE | 526,800 | 0.95 |
| 6. | MINISTER OF FINANCE - AKAUN JAMINAN PINJAMAN KERAJAAN PERSEKUTUAN | 426,177 | 0.77 |
| 7. | HDM NOMINEES (ASING) SDN BHD - LIM & TAN SECURITIES PTE LTD FOR THE GRANDE GROUP LIMITED | 412,600 | 0.74 |
| 8. | MAYBAN NOMINEES (TEMPATAN) SDN BHD - PLEDGED SECURITIES ACCOUNT FOR KOPERASI POLIS DIRAJA MALAYSIA BERHAD | 412,177 | 0.74 |
| 9. | LEMBAGA TABUNG ANGKATAN TENTERA | 391,178 | 0.71 |
| 10. | YEOH KEAN HUA | 225,400 | 0.41 |

THIRTY LARGEST SHAREHOLDERS - continued

| | NAME | NO OF SHARES OF RM1.00 EACH | % |
|-----|--|--------------------------------|------|
| 11. | TASEC NOMINEES (ASING) SDN BHD - TA SECURITIES (HK) LTD FOR KO CHUN SHUN JOHNSON | 224,000 | 0.40 |
| 12. | LIAU THAI MIN | 216,500 | 0.39 |
| 13. | HDM NOMINEES (TEMPATAN) SDN BHD - PLEDGED SECURITIES ACCOUNT FOR QUAH TI DI | 212,700 | 0.38 |
| 14. | WONG CHING ING | 177,000 | 0.32 |
| 15. | LIAU CHOON HWA & SONS SDN BHD | 134,800 | 0.24 |
| 16. | CHEW MOON @ ADAM | 130,000 | 0.23 |
| 17. | YAP FAH CHOY | 118,400 | 0.21 |
| 18. | ONG WOAN HUA | 108,200 | 0.20 |
| 19. | TASEC NOMINEES (ASING) SDN BHD - FORTIS PRIVATE BANKING SINGAPORE LIMITED FOR SAVERN FINANCE LIMITED | 100,000 | 0.18 |
| 20. | PUBLIC NOMINEES (TEMPATAN) SDN BHD - PLEDGED SECURITIES ACCOUNT FOR CHUA CHENG HOCK | 100,000 | 0.18 |
| 21. | GOH YOKE CHOO | 96,600 | 0.17 |
| 22. | YOONG HOI YEN | 94,300 | 0.17 |
| 23. | KENANGA NOMINEES (TEMPATAN) SDN BHD - PLEDGED SECURITIES ACCOUNT FOR HAW POH CHAI | 93,000 | 0.17 |
| 24. | BIMB SECURITIES SDN BHD - FOR DATO' DR ABDUL HALIM ISMAIL | 85,000 | 0.15 |
| 25. | TAWAKAR ENTERPRISE SDN BHD | 72,000 | 0.13 |
| 26. | TA NOMINEES (TEMPATAN) SDN BHD - PLEDGED SECURITIES ACCOUNT FOR KHOR AH BAH | 71,800 | 0.13 |
| 27. | GOH AH NYA | 70,000 | 0.13 |
| 28. | AHB NOMINEE (TEMPATAN) SDN. BHD. - PLEDGED SECURITIES ACCOUNT FOR KWEH BENG HUI | 70,000 | 0.13 |
| 29. | LEONG VEE CHEONG | 70,000 | 0.13 |
| 30. | HO THIH GUAN | 65,000 | 0.12 |

analysis of shareholdings

as at 20 April 2006

SUBSTANTIAL SHAREHOLDERS

| Name | Direct | No of Shares Held % | Indirect | % |
|---|------------|------------------------|--------------|-------|
| Capetronic Consumer Electronics Holdings Ltd ("CCEH") | 26,594,715 | 48.00 | *16,430,865 | 11.61 |
| Capetronic Far Eastern Holdings Limited ("CFE") | 6,430,865 | 11.61 | - | - |
| Permodalan Nasional Berhad | 3,165,890 | 5.71 | - | - |
| Nakamichi Designs Limited | - | - | *233,025,580 | 59.61 |
| Grande N.A.K.S. Limited | - | - | *333,025,580 | 59.61 |
| The Grande Holdings Limited | - | - | *433,438,180 | 60.35 |
| Barrican Investments Corporation | - | - | *533,438,180 | 60.35 |
| The Grande International Holdings Limited | - | - | *633,438,180 | 60.35 |
| Christopher Ho Wing On | - | - | *733,438,180 | 60.35 |
| Yayasan Pelaburan Bumiputra | - | - | *83,165,890 | 5.71 |

*1 Deemed interested by virtue of holding 100% of the shares of CFE.

*2 Deemed interested by virtue of holding 100% of the shares of CCEH.

*3 Deemed interested by virtue of holding 100% of the shares of Nakamichi Designs Limited.

*4 Deemed interested by virtue of holding 100% of the shares of Grande N.A.K.S. Limited and being the holding company of The Grande Group Limited.

*5 Deemed interested by virtue of holding substantial interest in the shares of The Grande Holdings Limited.

*6 Deemed interested by virtue of holding substantial interest in the shares of Barrican Investments Corporation.

*7 Deemed interested by virtue of his deemed substantial interest in The Grande International Holdings Limited.

*8 Deemed interested by virtue of its substantial interest in Permodalan Nasional Berhad.

DIRECTORS' SHAREHOLDING

| Name | Direct | No of Shares Held % | Indirect | % |
|---------------------|--------|------------------------|----------|---|
| Mirzan Bin Mahathir | 14,000 | 0.03 | - | - |