

## Our Vision

*Leading Malaysia in Technology*

## Our Mission

To do an excellent job for our customers, employees and shareholders by becoming a world class technology company through continuously harnessing innovation and improvement in management, product and services.

### *Cover rationale:*

#### **Bright and Bold**

By being customer-focused and technology-centered, the company is poised for greater expansion into the marketplace. While holding true to these core values, we are mapping out new strategies, setting higher standards and defining the way forward.

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## Notice of Thirteenth Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Thirteenth Annual General Meeting of AIC Corporation Berhad ("AIC" or "the Company") will be held at Concorde II, Level 2, Concorde Hotel Shah Alam, 3, Jalan Tengku Ampuan Zabedah C9/C, 40100 Shah Alam on Thursday, 22 May 2003 at 10.00 a.m. for the following purposes:-

### AGENDA

#### ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the year ended 31 December 2002 together with the Directors' and Auditors' Reports thereon. **Ordinary Resolution 1**
2. To declare a First and Final Tax-Exempt Dividend of 1% for the year ended 31 December 2002. **Ordinary Resolution 2**
3. To approve the payment of Directors' fees of RM58,167 for the year ended 31 December 2002. **Ordinary Resolution 3**
4. To re-elect the following Directors who are retiring in accordance with Article 101 of the Company's Articles of Association:-
  - 4.1 Y. Bhg. Datuk Haji Sarip bin Hamid **Ordinary Resolution 4**
  - 4.2 Prof. Madya Dato' Haji Mohd Mokhtar bin Haji Shafii **Ordinary Resolution 5**
5. To re-appoint Messrs KPMG as the Company's Auditors and to authorise the Board of Directors to fix their remuneration. **Ordinary Resolution 6**

#### 6. AS SPECIAL BUSINESS

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

- i) **Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with Asteria Corporation Sdn. Bhd. ("ACSB"), Asteria Industries Sdn. Bhd. ("AISB") and persons connected to ACSB, AISB and Autoindustries Ventures Berhad ("AIV")** **Ordinary Resolution 7**

"**THAT**, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as disclosed in Section 2.2 of the Company's Circular to Shareholders dated 28 April 2003 with ACSB, AISB and persons connected with ACSB, AISB and AIV, provided that such transactions are undertaken in the ordinary course of business, on arm's length basis, on normal commercial terms and on terms which are not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders; **AND THAT** the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the interest of the Company to give effect to the transactions contemplated and/or authorised by this ordinary resolution; **AND THAT** such approval shall continue to be in force until the earlier of :- (i) the conclusion of the next annual general meeting of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; (ii) the expiration of the period within which the next annual general meeting is required

## Notice of Thirteenth Annual General Meeting

to be held after this annual general meeting; or (iii) is revoked or varied by the Company in general meeting.”

**ii) Proposed Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with Jotech Holdings Berhad (“JHB”) and persons connected to JHB** **Ordinary Resolution 8**

“**THAT**, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as disclosed in Section 2.2 of the Company’s Circular to Shareholders dated 28 April 2003 with JHB and persons connected with JHB, provided that such transactions are undertaken in the ordinary course of business, on arm’s length basis, on normal commercial terms and on terms which are not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders; **AND THAT** the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the interest of the Company to give effect to the transactions contemplated and/or authorised by this ordinary resolution; **AND THAT** such approval shall continue to be in force until the earlier of :- (i) the conclusion of the next annual general meeting of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; (ii) the expiration of the period within which the next annual general meeting is required to be held after this annual general meeting; or (iii) is revoked or varied by the Company in general meeting.”

**iii) Proposed Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with Khazanah Nasional Berhad (“Khazanah”)** **Ordinary Resolution 9**

“**THAT**, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.2 of the Company’s Circular to Shareholders dated 28 April 2003 with Khazanah, provided that such transactions are undertaken in the ordinary course of business, on arm’s length basis, on normal commercial terms and on terms which are not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders; **AND THAT** the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the interest of the Company to give effect to the transactions contemplated and/or authorised by this ordinary resolution; **AND THAT** such approval shall continue to be in force until the earlier of :- (i) the conclusion of the next annual general meeting of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; (ii) the expiration of the period within which the next annual general meeting is required to be held after this annual general meeting; or (iii) is revoked or varied by the Company in general meeting.”

## Notice of Thirteenth Annual General Meeting

iv) **Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with Atmel Corporation ("Atmel")** Ordinary Resolution 10

"**THAT**, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.2 of the Company's Circular to Shareholders dated 28 April 2003 with Atmel, provided that such transactions are undertaken in the ordinary course of business, on arm's length basis, on normal commercial terms and on terms which are not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders; **AND THAT** the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the interest of the Company to give effect to the transactions contemplated and/or authorised by this ordinary resolution; **AND THAT** such approval shall continue to be in force until the earlier of :- (i) the conclusion of the next annual general meeting of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; (ii) the expiration of the period within which the next annual general meeting is required to be held after this annual general meeting; or (iii) is revoked or varied by the Company in general meeting."

v) **Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature with Brimal Stampress Engineering Sdn Bhd ("BSE")** Ordinary Resolution 11

"**THAT**, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.2 of the Company's Circular to Shareholders dated 28 April 2003 with BSE, provided that such transactions are undertaken in the ordinary course of business, on arm's length basis, on normal commercial terms and on terms which are not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders; **AND THAT** the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required) as they may consider expedient or necessary or in the interest of the Company to give effect to the transactions contemplated and/or authorised by this ordinary resolution; **AND THAT** such approval shall continue to be in force until the earlier of :- (i) the conclusion of the next annual general meeting of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; (ii) the expiration of the period within which the next annual general meeting is required to be held after this annual general meeting; or (iii) is revoked or varied by the Company in general meeting."

## Notice of Thirteenth Annual General Meeting

vi) **Authority to allot and issue shares in general pursuant to Section 132D of the Companies Act, 1965** Ordinary Resolution 12

“THAT, subject always to the approvals of the relevant authorities, the Directors be and are hereby empowered pursuant to Section 132D of the Companies Act, 1965, to allot and issue shares in the Company at any time 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 pursuant to this resolution does not exceed ten per centum (10%) of the total issued share capital of the Company at the time of issue and the Directors are hereby further empowered to obtain approval for the listing of and quotation for the additional shares so issued on the Kuala Lumpur Stock Exchange and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

7. To transact any other business of the Company of which due notice shall have been given in accordance with the Companies Act, 1965 and the Company's Articles of Association.

### NOTICE OF DIVIDEND ENTITLEMENT

**NOTICE IS HEREBY GIVEN THAT** a First and Final Tax-Exempt Dividend of 1% in respect of the financial year ended 31 December 2002 will be payable on 21 July 2003 to depositors registered in the Records of Depositors at the close of business on 23 June 2003.

A Depositor shall qualify for entitlement only in respect of:-

- a) Shares transferred to the Depositor's Securities account before 4.00 p.m. on 23 June 2003 in respect of ordinary transfers; and
- b) Shares bought on the Kuala Lumpur Stock Exchange on a cum entitlement basis according to the Rules of the Kuala Lumpur Stock Exchange.

### BY ORDER OF THE BOARD

**LIM PHOOI KEE** (MIA 2759)  
**CHEN HENG MUN** (MIA 10264)  
**NG YIM KONG** (LS 0008343)  
Company Secretaries

Shah Alam  
Date: 28 April 2003

## Notice of Thirteenth Annual General Meeting

### Notes

1. A member of the Company entitled to present and to vote at the Thirteenth Annual General Meeting is entitled to appoint a proxy/proxies, to attend and vote instead of him. A proxy may but need not be a member of the Company and need not be an advocate, an approved company auditor or a person appointed by the Companies Commission of Malaysia.
2. Where a member appoints two or more proxies, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
3. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
4. The instrument appointing a proxy must be deposited at 10th Floor-Tower Block, Kompleks Antarabangsa, Jalan Sultan Ismail, 50250 Kuala Lumpur, at least forty-eight (48) hours before the time set for holding the Meeting or any adjournment thereof.

### EXPLANATORY NOTES ON SPECIAL BUSINESS OF THE AGENDA

#### Item 6(i) to 6(v)

For further information on the Proposed Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature, please refer to the Circular to Shareholders dated 28 April 2003 enclosed together with the Company's Annual Report 2002.

#### Item 6(vi)

The Ordinary Resolution proposed under item 6(vi) is in line with the Company's expansion plan which may involve the issue of new shares. Under Section 132D of the Companies Act, 1965, the Directors would have to call for a general meeting to approve the issue of new shares even though the number of shares involved is less than 10% of the issued share capital of the Company for the time being. In order to avoid any delay and costs involved in convening a general meeting, it is thus considered appropriate to seek the shareholders' approval for Directors of the Company to issue shares in the Company up to an aggregate amount of not exceeding 10% of the issued share capital of the Company for the time being for such purposes as they consider would be in the best interest of the Company and also to empower Directors to obtain approval from the Kuala Lumpur Stock Exchange for the listing of and quotation for additional shares issued. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

## Statement Accompanying Notice of Thirteenth Annual General Meeting

Pursuant to paragraph 8.28 (2) of the Kuala Lumpur Stock Exchange Listing Requirements appended hereunder are: -

### 1. Place, date and time of the Thirteenth Annual General Meeting

Date of Meeting	Time	Place
22 May 2003	10.00 a.m.	Concorde II, Level 2, Concorde Hotel Shah Alam 3, Jalan Tengku Ampuan Zabedah C9/C 40100 Shah Alam Selangor Darul Ehsan

### 2. A total of eleven Board of Directors' Meetings were held during the financial year ended 31 December 2002. The place, date and time of the Board of Directors' Meetings are as follows :-

Date of Meeting	Time	Place
08 February 2002	3.00 p.m.	Shah Alam
22 February 2002	10.00 a.m.	Shah Alam
05 April 2002	9.30 a.m.	Shah Alam
22 April 2002	3.00 p.m.	Shah Alam
17 May 2002	3.00 p.m.	Shah Alam
27 June 2002	3.00 p.m.	Shah Alam
16 August 2002	3.00 p.m.	Shah Alam
26 September 2002	3.00 p.m.	Shah Alam
15 October 2002	3.00 p.m.	Shah Alam
18 November 2002	3.00 p.m.	Shah Alam
17 December 2002	9.00 a.m.	Shah Alam

### 3. Details of Directors' attendance at Board Meetings are as follows:-

Name of Director	Attendance
Y. Bhg. Datuk Haji Sarip bin Hamid	11
Mohamad Ariff bin Puteh	11
Tuan Haji Mohd. Ali bin Bawal	11
Encik Md Yusof bin Hussin	10
Prof. Madya Dato' Haji Mohd. Mokhtar bin Haji Shafii	10
Encik Mamat @ Mohamed bin Hussain	10

### 4. Details of Directors standing for re-election as in Ordinary Resolution 4 and 5 of the Notice of the Thirteenth Annual General Meeting of the Company are as follows :-

Directors to retire pursuant to Article 101 of the Company's Articles of Association are:-

#### (i) Y. Bhg. Datuk Haji Sarip bin Hamid

Malaysian, aged 55, is the Non-Executive Chairman of AIC Group. He was appointed to the Board as Chairman on 9 November 1990 and later became the Executive Chairman at the time of the Company's listing on the KLSE in 1994. He retired as the Executive Chairman on 10 November 2002 and was re-appointed as a Non-Executive Chairman on 11 November 2002. He is also the Chairman of AIC's Employees' Share Option Committee ("ESOS"). He graduated with a Bachelor of Economics degree from the University of Malaya in 1974, a Masters of Business Management degree from the Asian Institute of Management, Manila, the Philippines in 1979 and a Post-Graduate Diploma in Islamic Studies from Universiti Kebangsaan Malaysia in 1985.

## Statement Accompanying Notice of Thirteenth Annual General Meeting

He has more than 28 years of invaluable managerial and entrepreneurial experience in businesses ranging from banking, manufacturing, trading, import and export, property development and the automobile industry. He commenced his career as a teacher in 1966. He worked in Bank Bumiputra Malaysia Berhad as an Accountant from 1974 to 1980 and Patco Malaysia Berhad, a manufacturer and assembler of air conditioners for motor vehicles, from 1980 to 1986 as a Director and General Manager. He left Patco Malaysia Berhad in 1986 to join Asteria Sdn. Bhd., an investment holding company and then the holding company of AIC, as the Executive Chairman.

He was a board member of Kumpulan Wang Simpanan Pekerja from 1986 to 1988. Presently, he is also the Chairman of Autoindustries Ventures Bhd., a company listed on the Second Board of the KLSE which is principally involved in the automotive business, and Jotech Holdings Berhad, an associate company of AIC which is listed on the Second Board of KLSE. He also sits on the Board of other companies in the AIC Group and several other private companies.

### (ii) Prof. Madya Dato' Haji Mohd Mokhtar bin Haji Shafii

Malaysian, aged 60, an Independent and Non-Executive Director was appointed to the Board on 8 March 1994. He resigned as the Chairman of the Audit Committee but remains as a member in the Audit Committee on 1 August 2001. On the same date, he was appointed as the Chairman of the Nomination Committee and member of the Remuneration Committee. He is currently lecturing in the Institute of the Studies of Islamic Sciences. He was the Dean and Associate Professor in the Department of Islamic Revealed Knowledge & Human Sciences at the International Islamic University from 1984 to 1997. Prior to joining the International Islamic University, he was a lecturer at the University of Malaya from 1972 to 1983. He obtained his Master of Arts (Islamic Studies) degree in 1976 from the University of Malaya. He is also a member of various organisations such as Majlis Agama Islam Pahang, Majlis Penasihat Urusan Haji, Jabatan Kuasa Syariah (Fatwa) Negeri Pahang, Selangor, Wilayah Persekutuan and at national level. He is also a writer of various books on the history and teachings of Islam.

### 5. Additional information on Directors who are standing for re-election :-

Please refer to the Directors' Profile on page 20 to 21.

## Group Quarterly Performance and Financial Calendar

### FINANCIAL PERFORMANCE

(RM '000)	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	Total
Revenue	92,890	109,338	103,471	97,315	403,014
Profit/(Loss) before taxation	2,431	2,745	2,702	(5,191)	2,687
Profit/(Loss) attributable to shareholders	1,165	1,228	1,474	(3,263)	604
Basic earnings per share (sen)	1.72	1.81	2.17	(4.81)	0.89

### FINANCIAL CALENDAR

#### Financial Year

1 January 2002 to 31 December 2002

#### Announcement of results

First Quarter	Announced	17 May 2002
Second Quarter	Announced	16 August 2002
Third Quarter	Announced	26 November 2002
Fourth Quarter	Announced	26 February 2003

#### Dividend

- First and Final tax exempt dividend of 1.0 sen\*
- Announced on 26 February 2003
- Entitlement date 23 June 2003
- Payable on 21 July 2003

\* *Subject to shareholders' approval on 22 May 2003*

#### Issue of Financial Year 2002 Annual Report

28 April 2003

#### Annual General Meeting

22 May 2003

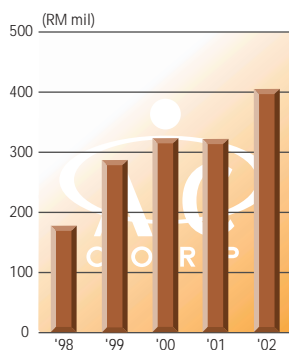
## Five Years Financial Review

### FINANCIAL YEARS ENDED 31 DECEMBER

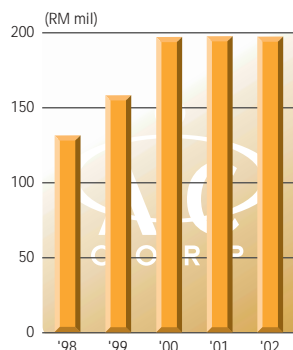
	AUDITED (RM '000)				
	1998	1999 (Restated)	2000	2001	2002
Turnover	177,181	286,440	322,808	321,672	403,014
Profit before taxation	14,257	37,897	51,549	7,278	2,687
Profit after taxation	10,423	35,552	44,680	3,304	1,433
Net profit attributable to ordinary shareholders	8,227	26,555	32,259	3,448	604
Net earnings per share (sen) – basic	29.20	40.20*	47.30	5.07	0.89
Property, plant and equipment	139,159	170,283	172,760	178,547	177,251
Total assets	375,912	422,886	452,395	442,658	455,806
Shareholders' funds	131,145	158,128	196,994	197,370	197,188
Long term debt	102,037	113,057	98,299	78,703	60,381
Long term debt / Shareholders' funds	0.78	0.71	0.49	0.40	0.31
Pre-tax profit / Turnover (%)	8.05	13.21	15.97	2.26	0.67
Pre-tax profit / Equity (%)	50.61	115.65	75.50	10.71	3.90
Pre-tax profit / Total assets (%)	3.79	8.96	11.39	1.64	0.59
Pre-tax profit / Shareholders' funds (%)	10.87	23.97	26.17	3.69	1.36
Current ratio (times)	1.7	1.6	2.0	1.9	1.6

\* Adjusted by bonus issue of 34,122,673 which was allotted on 23 June 2000

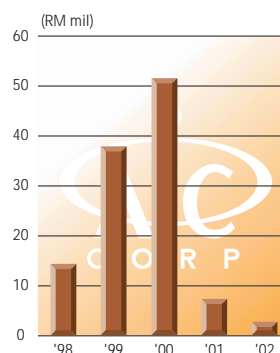
#### TURNOVER



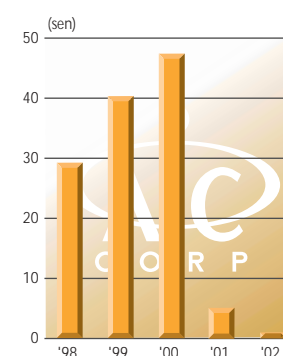
#### SHAREHOLDERS' FUNDS



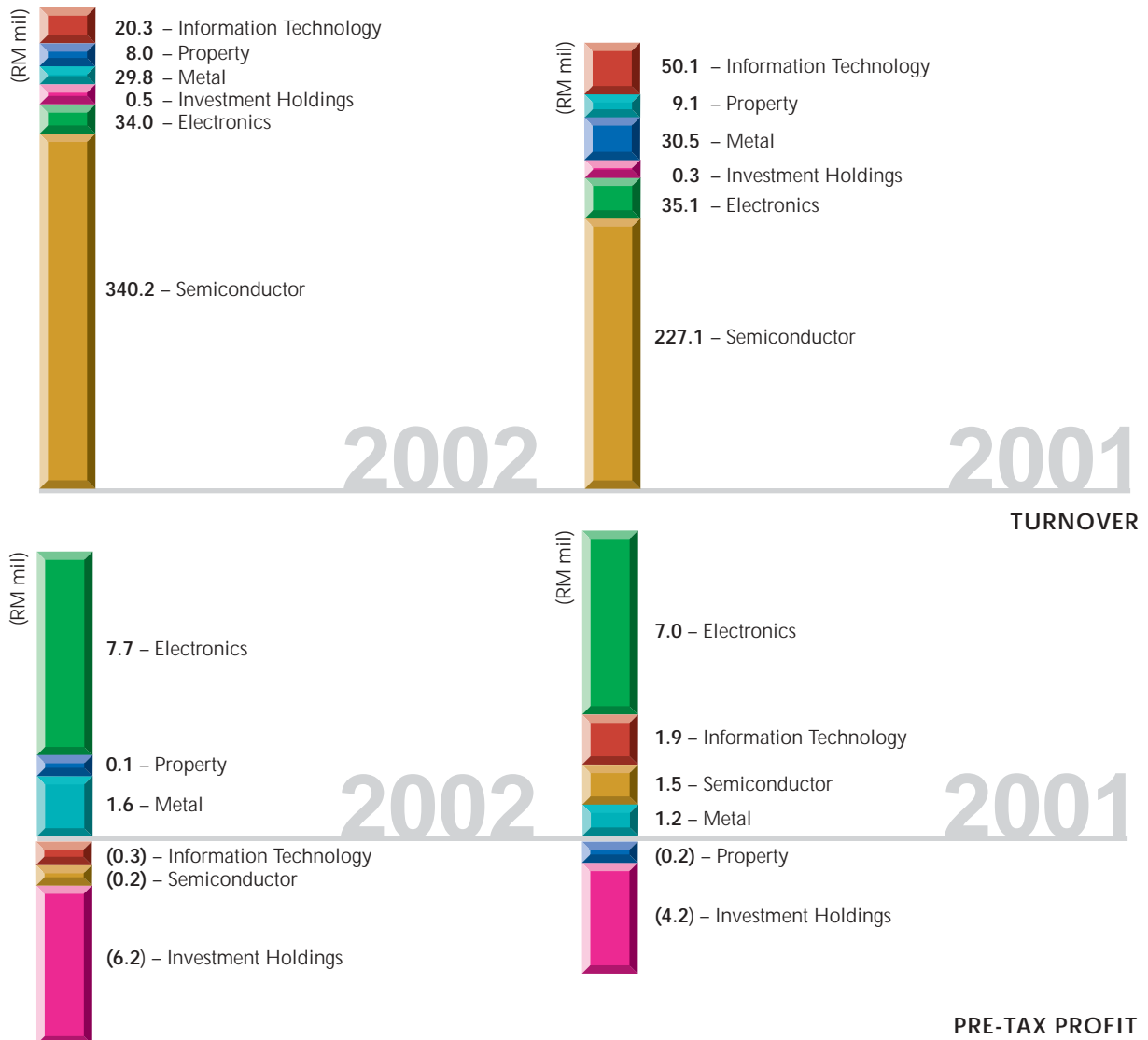
#### PRE-TAX PROFIT



#### NET EPS – BASIC

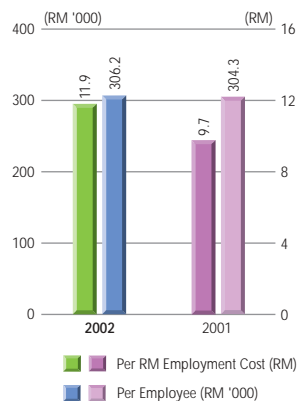


## Financial Summary by Divisions

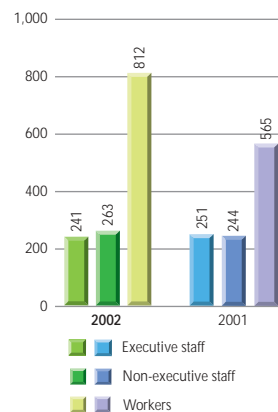


## Employees and Productivity

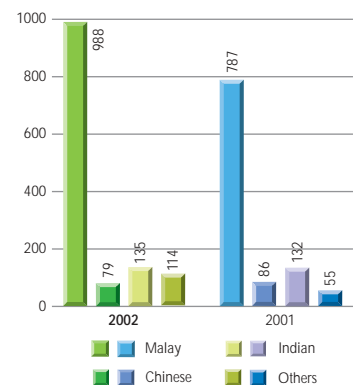
**PRODUCTIVITY – TURNOVER**



**EMPLOYEES BY CLASSIFICATION**

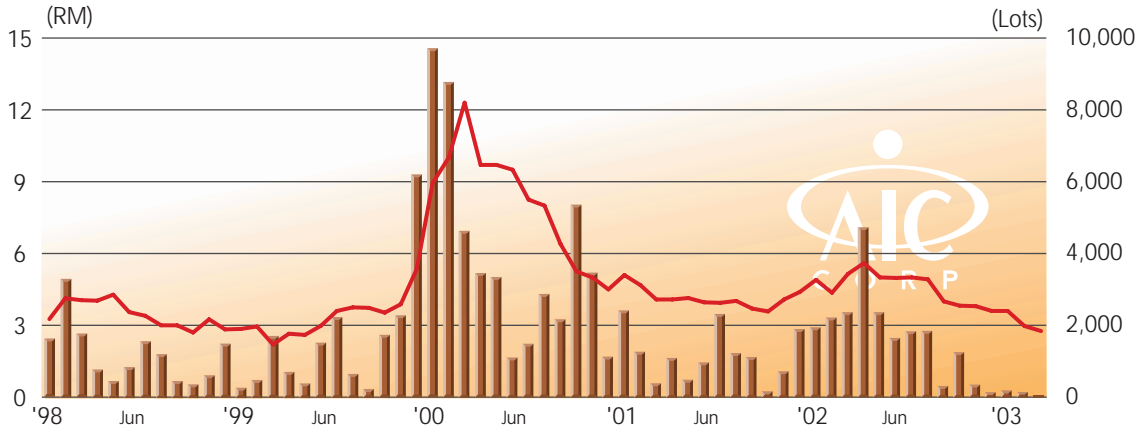


**EMPLOYEES BY ETHNIC COMPOSITION**

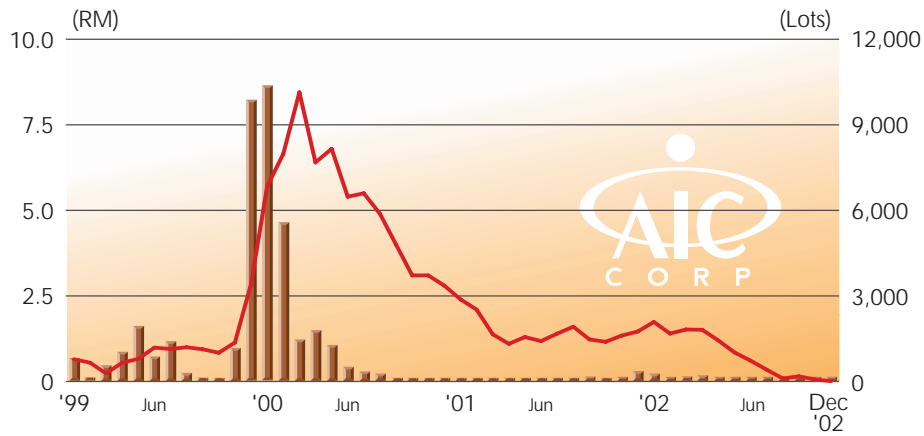


## Performances of Shares and Warrants

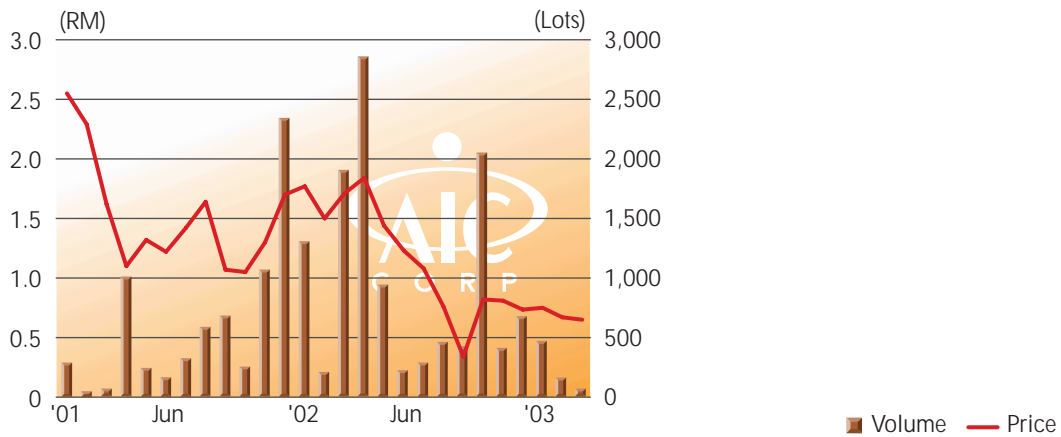
### SHARE PRICE VS VOLUME



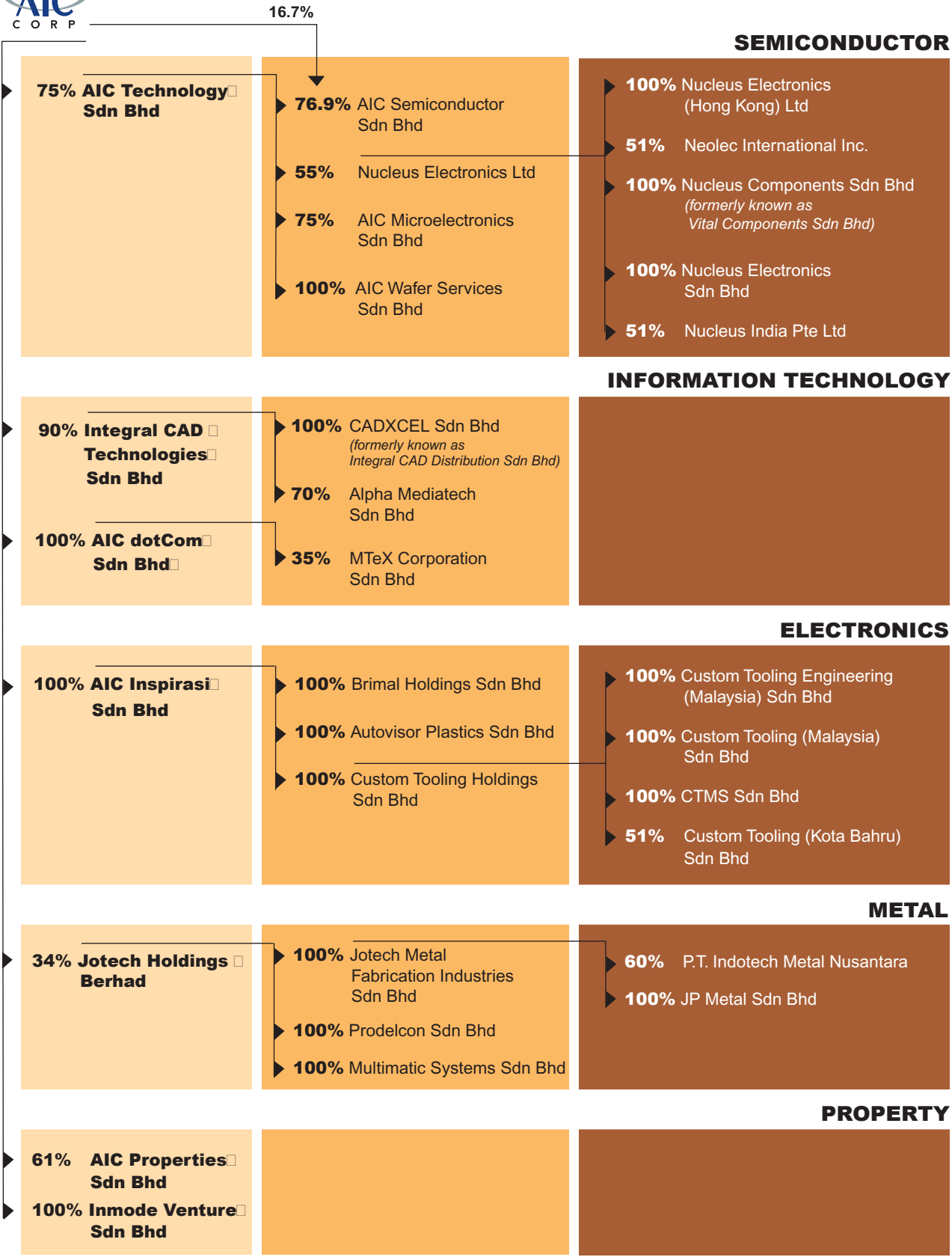
### WARRANT A PRICE VS VOLUME



### WARRANT B PRICE VS VOLUME



**Group's Structure** as at 31 March 2003



## Group Regional Network

### ■ Malaysia

**AIC Corporation Berhad**  
(Website : www.aic.com.my)

**AIC Technology Sdn Bhd**

**AIC Wafer Services Sdn Bhd**

**AIC Microelectronics Sdn Bhd**

**Custom Tooling Holdings Sdn Bhd**

**Custom Tooling (Kota Bahru) Sdn Bhd**

**AIC Properties Sdn Bhd**

**Inmode Venture Sdn Bhd**

Wisma AIC, Lot 3  
Persiaran Kemajuan Seksyen 16  
40200 Shah Alam  
Selangor, Malaysia  
Tel : (603) 5543 1413  
Fax : (603) 5543 2045

**AIC Inspirasi Sdn Bhd**

**Autovisor Plastics Sdn Bhd**

**Brimal Holdings Sdn Bhd**

**CTMS Sdn Bhd**

Wisma AIC, Lot 3  
Persiaran Kemajuan Seksyen 16  
40200 Shah Alam  
Selangor, Malaysia  
Tel : (603) 5543 1409  
Fax : (603) 5543 1250

**Integral CAD Technologies Sdn Bhd**

**Alpha Mediatech Sdn Bhd**

**CADXCEL Sdn Bhd**  
(formerly known as *Integral CAD Distribution Sdn Bhd*)

Wisma AIC, Lot 3  
Persiaran Kemajuan Seksyen 16  
40200 Shah Alam  
Selangor, Malaysia  
Tel : (603) 5549 2922  
Fax : (603) 5549 2622

**Custom Tooling (Malaysia) Sdn Bhd**

**Custom Tooling Engineering (Malaysia) Sdn Bhd**

Wisma AIC, Lot 3  
Persiaran Kemajuan Seksyen 16  
40200 Shah Alam  
Selangor, Malaysia  
Tel : (603) 5542 5033  
Fax : (603) 5542 5034

**Nucleus Components Sdn Bhd**  
(Shah Alam Office)

Wisma AIC, Lot 3  
Persiaran Kemajuan Seksyen 16  
40200 Shah Alam  
Selangor, Malaysia  
Tel : (603) 5542 4932  
Fax : (603) 5542 6149

**AIC Semiconductor Sdn Bhd**  
(Website:www.aicsemicon.com)

Lot 26 & 27  
Jalan Hi-Tech 4  
Kulim Hi-Tech Industrial Park  
Phase 1, 09000 Kulim  
Kedah, Malaysia  
Tel : (604) 403 1319  
Fax : (604) 403 1320

**Nucleus Components Sdn Bhd**  
(Penang Office)

**Nucleus Electronics Sdn Bhd**  
(Penang Office)

12H-2 Jalan Tun Dr Awang  
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Penang, Malaysia  
Tel : (604) 646 4088  
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**Jotech Holdings Berhad**

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43300 Seri Kembangan, Daerah Petaling  
Selangor, Malaysia  
Tel : (603) 8945 4288  
Fax : (603) 8945 4688

**JP Metal Sdn Bhd**

Lot 6, Jalan 6/4  
Kawasan Perindustrian Seri Kembangan  
43300 Seri Kembangan, Daerah Petaling  
Selangor, Malaysia  
Tel : (603) 8942 6371  
Fax : (603) 8942 6507

**Jotech Metal Fabrication Industries Sdn Bhd**

20 & 22, Jalan Masyhur 1  
Taman Perindustrian Cemerlang  
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Tel : (607) 861 6613  
Fax : (607) 861 6620

**Prodelcon Sdn Bhd**  
(Website : www.prodelcon.com.my)

**Multimatic Systems Sdn Bhd**

78, Lintang Bayan Lepas 7, Phase IV  
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11900 Pulau Pinang, Malaysia  
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Fax : (604) 643 8914

### ■ Singapore

**Nucleus Electronics Ltd**  
(Website : www.nucleus.com.sg)

**Nucleus India Pte Ltd**  
41 Kaki Bukit Place  
Singapore 416219  
Tel : (65) 6841 8883  
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### ■ Hong Kong

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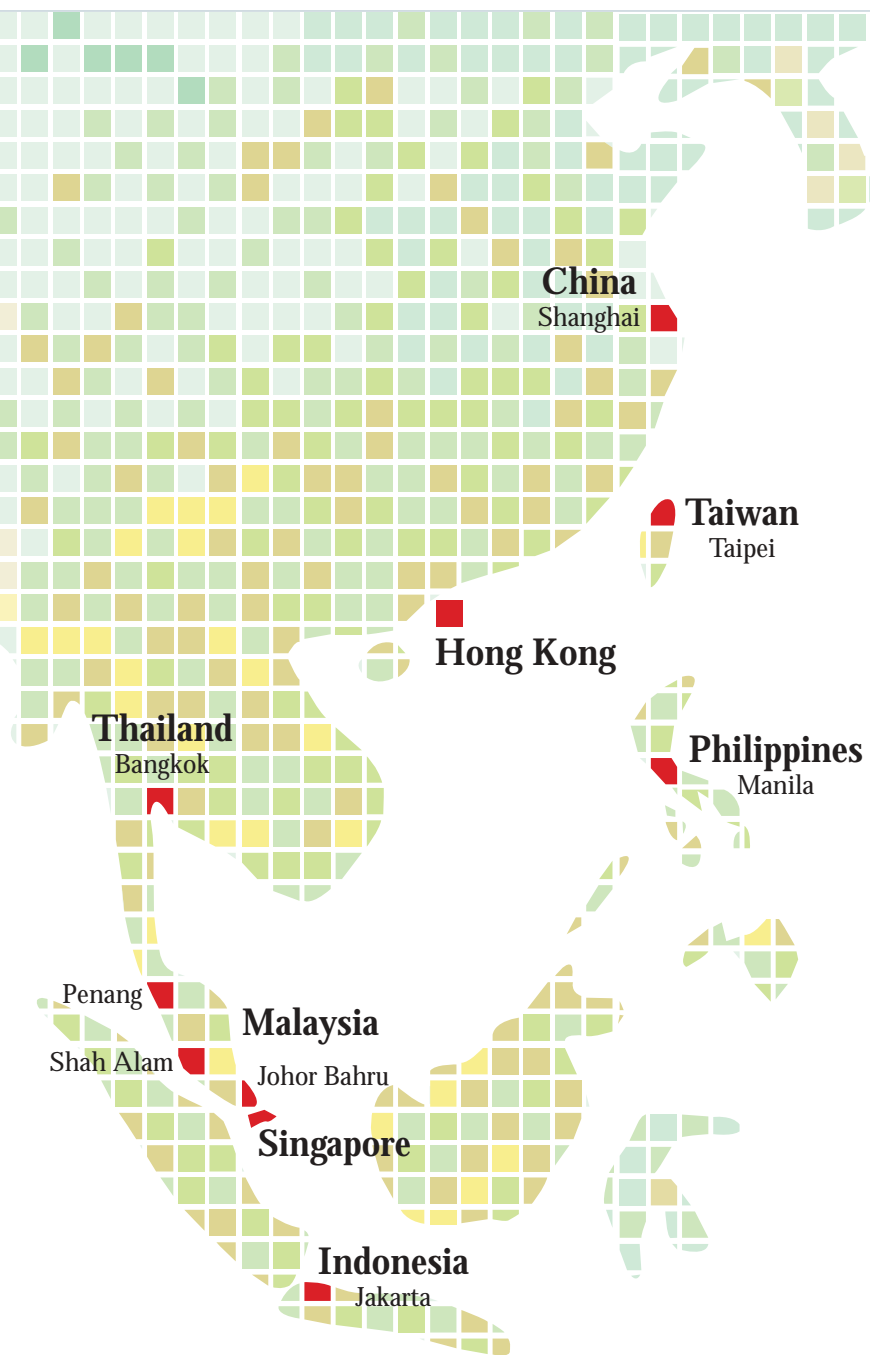
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**PT Indotech Metal Nusantara**



**JP Metal Sdn Bhd**



**Jotech Metal Fabrication Industries Sdn Bhd**