

WEMBLEY INDUSTRIES HOLDINGS BERHAD

(1.3) The applications for its regularization plan were submitted to the Securities Commission (SC) and Foreign Investment Committee (FIC) on October 29, 2002.

On January 7, 2003, the FIC approved the Company's regularization plan. Subsequently, on April 7, 2003 the FIC revised its approval to include the possible participation of Daewoo Corporation, the former turnkey contractor of Plaza Rakyat Project in the Proposed Debt Restructuring.

As a result, the approval of FIC now includes the approval for the additional MYR112 million ICULS and 11.2 million warrants to be issued to Daewoo Corporation (in the event Daewoo participates in the Proposed Debt Restructuring).

The condition that the FIC would review the equity structure of the WIHB shares three year after the completion of the proposals remains the same. The revised approval supercedes the approval dated January 7, 2003.

On January 27, 2003, the SC approved the regularization plan subject to the conditions as set out in the SC's approval letter dated the same. The details of the SC's conditions are set out in the Company's announcement dated February 5, 2003.

On January 13, 2004, Alliance Merchant Bank Berhad (Alliance) announced on behalf of the Company certain revisions to the Company's regularization plan. The application to the SC for the said revisions will be made within two (2) months from January 13, 2004.

On January 16, 2004, the SC further approved an extension of time of one (1) year to January 27, 2005 for the Company to complete the implementation of its regularization plan following an application made by Alliance.

On March 12, 2004, Alliance announced on behalf of the Company further revisions to the Company's regularization plan. The application to the SC for the said revisions will be made by within one (1) month from March 12, 2004.

On April 12, 2004, Alliance announced on behalf of the Company that the Company intends to submit the application to the SC within one (1) month from April 12, 2004, after incorporating its latest audited results for the financial year ended 31 December 2003.

On May 13, 2004, the Company further announced that the terms and conditions of the Debt Restructuring Agreement (DRA) have been agreed upon and signed by all the financial institutions and creditors participating in the Proposed Debt Restructuring except for one creditor.

On October 18, 2004, the Company announced that the Company and its subsidiary, Plaza Rakyat Sdn. Bhd. had entered into a Debt

Restructuring Agreement on October 15, 2004 with parties who are participating in the Proposed Debt Restructuring Scheme except for Daewoo Engineering and Construction Co Ltd.

The Company's application to the SC in respect of the proposed revision to the Company' regularization plan will be submitted within one month from the date of completion of the preparation of the revised profit and cashflow forecasts and projections of the Company.

On January 14, 2005, the Board of Directors of WIHB announced that the Company had, on January 13, 2005, sought for an extension of time of one (1) year from the SC until January 27, 2006 to complete the implementation of the Proposed Capital Reduction and Consolidation; Proposed Debt Restructuring; and Proposed Rights Issue.

On February 18, 2005, the Board of Directors of WIHB announced that Securities Commission has, vide its letter dated February 18, 2005, rejected the Company's application for an extension of time of one (1) year to January 27, 2006 to complete the implementation of the above Proposals.

On February 23, 2005, the Executive Chairman of WIHB wrote another appeal letter to seek the kind indulgence of the SC to reconsider its decision and grant WIHB the requested extension until January 27, 2006.

On February 28, 2005, the SC replied to the Executive Chairman of WIHB informing that the application should be made through a Principal Adviser or Merchant Banker. As such, the Executive Chairman has arranged with Alliance Merchant Bank Berhad to make further appeal to the SC for the requested extension until January 27, 2006.

On March 23, 2005, Alliance Merchant Bank Berhad announced that the Company had, on March 18, 2005, submitted an appeal to the Securities Commission (SC) to seek the SC's reconsideration for the extension of time for the implementation of the Proposals for a period of an additional twelve (12) months from January 27, 2005 to January 27, 2006 (Appeal). The Appeal is currently pending the approval of the SC.

On April 18, 2005, the Securities Commission granted its approval to WIHB for an extension of time for a period of one (1) year up to January 27, 2006 to complete the implementation of the Proposals. The said approval from Securities Commission was announced on April 25, 2005.

On May 6, 2005, Bursa Malaysia Securities Berhad (Bursa Malaysia) had acknowledged the Securities Commission (SC)'s approval for an extension of time for a period of one (1) year up to January 27, 2006 for WIHB to complete the implementation of the Proposals.

Bursa Securities had, in the abovementioned letter, further stipulated that the Company is required to make immediate

announcement in respect of its compliance or failure to comply with the conditions imposed by the SC, as and when such conditions are due.

On May 26, 2005, the Company announced that the wholly owned subsidiary of the Company, Plaza Rakyat Sdn. Bhd. has on May 25, 2005 signed a contract with Jetwork Engineering Sdn. Bhd. for the completion of Phase I (Retail Podium comprising the Shopping Mall, the Budget Hotel and the Transport Facilities) of the Plaza Rakyat Project for a contract sum of MYR419.999 million. The works covered by the contract are to be completed not later than May 7, 2007.

On May 31, 2005, Alliance Merchant Bank Berhad announced that the status of WIHB's compliance to the conditions imposed by the Securities Commission vide its letter dated April 18, 2005, in relation to the SC's approval for an extension of time of one (1) year to January 27, 2006 for WIHB to complete the implementation of the Proposals.

On June 30, 2005, Alliance Merchant Bank Berhad announced that the status of WIHB's compliance to the conditions imposed by the Securities Commission vide its letter dated April 18, 2005, in relation to the SC's approval for an extension of time of one (1) year to January 27, 2006 for WIHB to complete the implementation of the Proposals.

On July 29, 2005, Alliance Merchant Bank Berhad announced that the Company has yet to receive any feedback from the Dewan Bandaraya Kuala Lumpur (DBKL) pertaining to the signing of the Supplemental Joint Venture Agreement between DBKL and Plaza Rakyat Sdn. Bhd. (SJVA) which was expected to be executed by July 31, 2005 based on the representation made by DBKL vide its letter dated June 30, 2005 to Securities Commission (SC).

The Company was unable to ascertain the timing of the execution of the SJVA as it is very much dependent on the feedback to be obtained from DBKL.

In this regard, Alliance, on behalf of the Company plans to submit the application to the SC for an extension of time for signing the SJVA, the holding of the Extraordinary General Meeting for the shareholders to approve the Proposals and the application to the Kuala Lumpur High Court for the Proposed Capital Reduction and Consolidation.

However, the said application can only be made upon receiving concrete response from DBKL on the timing of the execution of the SJVA.

On August 24, 2005, Alliance Merchant Bank Berhad announced that the Securities Commission (SC) has, vide its letter dated 22nd August 2005 which was received on August 23, 2005, approved the revisions to the terms of approval in relation to the Proposals.

On September 29, 2005 and October 31, 2005 the Board of Directors had announced that in relation to the status of

default in payment pursuant to PN1/2001, there is no change to the status of default in payments of interest and principal sums to the Lenders since then.

In compliance with Paragraph 3.2 of PN1/2001, the Company hereby announces that the Company is in the process of taking steps to secure an extension of the said cut-off date to fulfill the conditions precedent stipulated in the DRA and thereafter to implement the restructuring therein.

The Board of Directors of the Company will make available to Bursa Malaysia Securities Berhad any updates on the restructuring of the DRA.

(1.4) The regularization plan is also pending the approvals of the shareholders of the Company and other relevant authorities.

(1.5) The Company has received a notice dated January 2, 2003 from the Exchange noting that the Company has failed to obtain all regulatory approvals necessary for the implementation of its regularisation plan by December 31, 2002 pursuant to paragraph 5.0 of PN4.

Given the above, the Exchange has suspended the trading of the securities of the Company pursuant to paragraphs 8.14 and 16.02 of the Listing Requirements with effect from 9:00 a.m. Friday, January 10, 2003 until further notice.

(1.6) On October 14, 2004, the Exchange issued a tenth reminder pursuant to PN4 to the Company to remind the Company to implement its regularization plan within the timeframe or extended timeframe prescribed by the Securities Commission failing which the Exchange will commence de-listing procedures against the Company.

(1.7) On April 8, 2005, Bursa Malaysia Securities Berhad issued a notice to show cause on de-listing of Securities of the Company.

(1.8) On June 6, 2005, the Company received a letter from Bursa Malaysia Securities Berhad which stated:

Bursa Securities' decision is without prejudice to Bursa Securities' right to proceed to de-list the securities of Wembley from the Official List of Bursa Securities in the event:

(a) Wembley fails to comply with any of the conditions imposed by the SC vide its letter dated April 18, 2005 and/or any further conditions imposed by the SC; or

(b) Wembley fails to implement its regularization plan within the timeframe stipulated by the SC i.e. by January 27, 2006 or such other extended timeframe as stipulated by the SC.

(2.0) Investigative Audit

(2.10 On March 26, 2003, the Company announced that it had on March 22, 2003 appointed Messrs Horwath, Kuala Lumpur Office as the independent audit firm to carry out an investigative audit on the previous losses incurred by the Company.

The said appointment is in compliance with one of the conditions imposed by the SC in approving the Company's regularization plan. The Investigative Audit is required to be completed within six months from the date of appointment.

On December 22, 2003, Alliance announced that the Company had sought for a further extension of time from the SC until June 22, 2004 for Messrs Horwath to complete the investigative audit of WIHB.

The SC had vide its letter dated January 7, 2004 approved the extension of time until March 22, 2004 to complete the investigative audit. The said approval granted by the SC is subject to the condition that Messrs Horwath is required to furnish to the SC a monthly report in relation to the development of the investigative audit on WIHB.

On March 22, 2004, Alliance announced that an application to the SC was made for a further extension of time until September 22, 2004 for Messrs Horwath to complete the investigative audit of WIHB.

The SC had vide its letter dated June 2, 2004 approved the extension of time until September 22, 2004 to complete the investigative audit. The said extension will be the final extension of time for WIHB to complete its investigative audit.

On September 23, 2004, the Company announced that the investigative audit of WIHB undertaken by Messrs Horwath, Kuala Lumpur office has not been completed as at September 22, 2004.

As such, on September 23, 2004, Messrs Horwath had made an application to SC to request for a further extension of time for a period of six (6) months up to March 22, 2005 to complete the Investigative Audit of WIHB.

On October 29, 2004, the SC issued a letter to WIHB requiring the Company to show cause why further action should not be taken against WIHB for its failure to complete the investigative audit within the extension time until September 22, 2004 granted by the SC.

On November 12, 2004, the Company submitted a written reply to the said letter of show cause from the SC.

On March 24, 2005, the Company announced that the investigative audit (IA) of WIHB undertaken by Messrs Horwath, Kuala Lumpur Office has been completed on March 21, 2005 and the IA report was submitted to the Securities Commission (SC) on March 22, 2005.

On April 1, 2005, the Company announced the summary of the IA report.

(3.0) Other matters in respect of Practice Note No. 10/2001 (PN10)

(3.1) On September 7, 2001, the Company announced to the Exchange that the Company is deemed an affected listed issuers pursuant to paragraph 2.1(c) of PN10. Under paragraph 2.1(c) of PN10, a listed issuer, who has insignificant business or operations, is deemed to have inadequate level of operations. Insignificant business or operations means business or operations, which generates revenue on a consolidated basis that represents 5% or less of the issued and paid up share capital of the listed issuer.

(3.2) As an affected listed issuer under PN10, the Company must comply with the obligations set out in paragraph 6 of PN10. the Exchange has informed the Company that since the Company is also an affected listed issuer under PN4, the requirements and obligations of PN4 would prevail over those of PN10. It is expected that the Company's regularization plan would address both its financial condition (PN4) and the level of operations (PN10) to warrant a continuing listing on the Official List.

This announcement is dated 1st November 2005.