

ATTACHMENT

- (i) A novation agreement dated 24 May 2006 entered into between Mascon Sdn Bhd ("Mascon"), a subsidiary of Olympia Industries Berhad ("OIB"), Mycom and Pengurusan Danaharta Nasional Berhad ("PDNB") wherein Mascon shall novate and transfer all its rights and obligations under a letter of offer dated 3 September 1991 ("Letter of Offer") issued by Malaysian International Merchant Bankers Berhad ("MIMB") to Mascon granting Mascon a joint bankers acceptance/revolving credit facilities of up to the maximum aggregate principal sum of RM5,000,000 to Mycom. Pursuant to a statutory vesting certificate made between MIMB and PDNB, all rights, interests, title of MIMB under the Letter of Offer and pursuant to the facilities have been transferred to PDNB.
- (ii) A novation agreement dated 24 May 2006 entered into between OIB, Mycom and PDNB wherein OIB shall novate and transfer all its rights and obligations under a letter of offer dated 8 October 1995 ("Letter of Offer") issued by MIMB to OIB granting OIB a revolving credit facility of up to the maximum aggregate principal sum of RM25,000,000 to Mycom. Pursuant to a statutory vesting certificate made between MIMB and PDNB, all rights, interests, title of MIMB under the Letter of Offer and pursuant to the facility have been transferred to PDNB.
- (iii) A supplemental agreement dated 24 May 2006 entered into between OIB and Danaharta Managers Sdn Bhd ("DMSB") to vary the terms of a letter of offer dated 7 October 1997 made between Invescor-Dumez Jaya-Woh Hup Joint Venture ("Invescor") and Sime Bank Berhad ("SIME") whereby SIME had granted to Invescor a secured overdraft facility of up to the maximum aggregate principal sum of RM19,500,000.

As security for the facility, OIB executed a corporate guarantee dated 23 October 1997 in favour of SIME to guarantee and indemnify SIME the payment and repayment of the principal amount of RM5,000,000 together with accrued interest, other charges and costs by Invescor.

Pursuant to a statutory vesting certificate made between SIME and DMSB, all rights, interests title of SIME under the letter of offer, corporate guarantee and pursuant to the facility have been transferred to DMSB.

The principal amount together with any interest payable under the said facility to be restructured is based on the cut off date as at 31 May 2000 amounted to RM6,006,288 and shall be settled in full by OIB in the following manner:

- (a) the issuance of RM6,006,288 nominal amount of 2006/2012 Irredeemable Convertible Unsecured Loan Stocks ("ICULS") to DMSB;
- (b) the issuance of 322,735 ordinary shares of RM1.00 each ("Shares") in OIB to DMSB as compensation for the low/zero interest/coupon rate in respect of 2006/2012 ICULS.

In addition, the accrued interest from 1 June 2000 onwards shall be waived by DMSB.

- (iv) A supplemental agreement dated 24 May 2006 entered into between OIB and DMSB to vary the terms of a letter of offer dated 1 December 1994 issued by Asian International Merchant Bankers Berhad ("AIMB") to OIB whereby AIMB had granted to OIB a revolving credit facility of up to the maximum aggregate principal sum of RM5,000,000.

AIMB subsequently changed its name to Sime Merchant Bankers Berhad ("SMBB") and pursuant to a statutory vesting certificate made between SMBB and Public Merchant Bankers Berhad ("PMBB"), all rights, interests title of SMBB under the letter of offer and pursuant to the facility have been transferred to PMBB.

Pursuant to a statutory vesting certificate made between PMBB and DMSB, all rights, interests title of PMBB under the letter of offer and pursuant to the facility have been transferred to DMSB.

The principal amount together with any interest payable under the said facility to be restructured is based on the cut off date as at 30 September 1998 amounted to RM5,480,342 and shall be settled in full by OIB in the following manner:

- (a) the issuance of RM5,480,342 nominal amount of 2006/2012 ICULS to DMSB; and
- (b) the issuance of 294,474 OIB Shares by OIB to DMSB as compensation for the low/zero interest/coupon rate in respect of 2006/2012 ICULS.

In addition, the accrued interest from 1 October 1998 onwards shall be waived by DMSB.

- (v) A novation agreement dated 24 May 2006 entered into between Mascon, OIB and DMSB wherein Mascon shall novate and transfer all its rights and obligations under a letter of offer dated 26 July 1996 ("Letter of Offer") issued by Sime Bank Berhad ("SIME") to Mascon granting Mascon a bankers guarantee facility of up to the maximum aggregate principal sum of RM3,682,806 to OIB. Pursuant to a statutory vesting certificate made between SIME and DMSB, all rights, interests title of SIME under the Letter of Offer and pursuant to the bankers guarantee facility have been transferred to DMSB.

On even date, OIB and DMSB entered into a supplemental agreement to vary the terms of the Letter of Offer. The principal amount together with any interest payable under the said facility to be restructured is based on the cut off date as at 30 September 1998 amounted to RM3,815,387 and shall be settled in full by OIB in the following manner:

- (a) the issuance of RM3,815,387 nominal amount of 2006/2012 ICULS to DMSB; and
- (b) the issuance of 205,012 OIB Shares by OIB to DMSB as compensation for the low/zero interest/coupon rate in respect of 2006/2012 ICULS.

In addition, the accrued interest from 1 October 1998 onwards shall be waived by DMSB.

- (vi) A supplemental agreement dated 24 May 2006 entered into between OIB and DUSB to vary the terms of an agreement dated 13 June 1995 made between Bank Bumiputera Malaysia Berhad ("BBMB") and OIB for an overdraft facility of up to the maximum aggregate principal sum of RM5,000,000. Pursuant to a statutory vesting certificate made between BBMB and DUSB, all rights, interests title of BBMB under the agreement and pursuant to the facility have been transferred to DUSB.

The principal amount together with any interest payable under the said facility to be restructured is based on the cut off date as at 30 September 1998 amounted to RM5,289,511 and shall be settled in full by OIB in the following manner:

- (a) the issuance of RM5,289,511 nominal amount of 2006/2012 ICULS to DUSB; and

- (b) the issuance of 284,220 OIB Shares by OIB to DMSB as compensation for the low/zero interest/coupon rate in respect of 2006/2012 ICULS.

In addition, the accrued interest from 1 October 1998 onwards shall be waived by DUSB.

- (vii) A novation agreement dated 24 May 2006 entered into between LC (BVI) Limited ("LCBVI"), a subsidiary of OIB, Mycom and DMSB wherein LCBVI shall novate and transfer all its rights and obligations under a facility agreement dated 24 December 1996 made between LCBVI and Sime International Bank (L) Ltd ("SIBL") for a revolving credit facility of up to the maximum aggregate principal sum of USD12,500,000 to Mycom. Subsequently, SIBL had changed its name to Danaharta Managers (L) Ltd ("DMLL"). Pursuant to a statutory vesting certificate made between DMLL and DMSB, all rights, interests title of DMLL under the facility agreement and pursuant to the facility have been transferred to DMSB.
- (viii) A novation agreement dated 24 May 2006 entered into between Olympia Plaza Sdn Bhd ("OPSB"), Mycom and PDNB wherein OPSB shall novate and transfer all its rights and obligations under a facility agreement dated 25 June 1997 made between AmMerchant Bank Berhad ("AMBB") and OPSB for a term loan facility of up to the maximum aggregate principal sum of RM20,000,000 to Mycom. Pursuant to a statutory vesting certificate made between AMBB and PDNB, all rights, interests title of AMBB under the facility agreement and pursuant to the facility have been transferred to PDNB.
- (ix) Trust Deed dated 24 May 2006 entered into between OIB and Malaysian Trustees Berhad ("MTB") wherein MTB agreed to act as trustee for the benefit of the holders of the six (6) years irredeemable convertible ("ICB") bonds amounting up to RM246,237,068 ("2006/2012 ICB").
- (x) Agency Agreement dated 24 May 2006 entered into between OIB, Symphony Share Registrars Sdn Bhd ("Symphony") and MTB whereby Symphony agreed to act as an issuing agent and paying agent in relation to the issue of the 2006/2012 ICB and payments under the 2006/2012 ICB Trust Deed.
- (xi) Trust Deed dated 24 May 2006 entered into between OIB and MTB wherein MTB agreed to act as trustee for the benefit of the holders of the six (6) years irredeemable convertible unsecured loan stocks ("ICULS") amounting up to RM440,245,230 ("2006/2012 ICULS").
- (xii) Agency Agreement dated 24 May 2006 entered into between OIB, Symphony and MTB whereby Symphony agreed to act as an issuing agent and paying agent in relation to the issue of the 2006/2012 ICULS and payments under the 2006/2012 ICULS Trust Deed.