

Company No.

900009	X
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FORM OF ANNUAL RETURN OF A COMPANY HAVING A SHARE CAPITAL

Annual return of the HAPPY FAMILY SDN. BHD. made up to the 19th day of November, 2011 (being the date of or a date not later than the fourteenth day after the date of the Annual General Meeting in 2011.)

The date of the Annual General Meeting of the Company held in respect of the calendar year 2011 was the 19th day of November, 2011.

*The last Annual General Meeting was held on the _____ day of ___ in respect of the calendar year ___ and the annual return made up to the _____ day of ___ has been lodged with the Registrar.

This is first Annual General Meeting of the Company

† ~~An extension of time to hold the Annual General Meeting for the calendar year _____ to the _____ day of _____ was granted by the Registrar.~~

PARTICULAR RELATING TO THE COMPANY

The address of the registered office of the Company is No. 79A, Jalan SS21/37, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan.

The address of the place at which the register of members is kept (if other than the registered office) is Same as Above.

Addresses of the places at which business is carried on (indicating the principal place) are £ Suite 100, 90th Floor, KLCC Tower 1, Jalan Ampang, 51500 Kuala Lumpur.

‡ Principal nature of business carried on by the company :-

1. **Project & Property Management** _____
2. _____
3. _____

HAPPY FAMILY SDN. BHD.
SUMMARY OF SHARE CAPITAL AND SHARES

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Nominal share capital RM <u>500,000.00</u> divided into ⁽¹⁾ <u>500,000</u>					(shares of RM <u>1.00</u> each) (shares of RM _____ each)
Total number of shares taken up to the <u>19th</u> day of <u>November, 2011</u> (being the date of the return or other authorized date)					500,000
Number of shares issued subject to payment wholly in cash					500,000
Number of shares issued as fully paid up otherwise than in cash					NIL
Number of shares issued as partly paid up to the extent of per share otherwise than in cash					NIL
(2) Number of shares (if any) of each class issued at a discount					NIL
Total amount of discount on the issue of shares which has not been written off at the date of this return					NIL
Number of shares held by citizens who are Malays and Natives					300,000
Number of shares held by citizens who are non-Malays and non-Natives					NIL
Number of shares held by non-citizens					200,000
(3) Number of shares held by bodies corporate controlled by citizens who are Malays and Natives					NIL
(3) Number of shares held by bodies corporate controlled by citizens who are non-Malays and non-natives					NIL
(3) Number of shares held by bodies corporate controlled by non-citizens					NIL
(4) There has been called up on each of _____ <u>500,000</u> Shares				RM	1.00
(4) There has been called up on each of _____ <u>NIL</u> Shares				RM	NIL
(4) There has been called up on each of _____ <u>NIL</u> Shares				RM	NIL
(5) Total amount of calls received including payments on application and allotment				RM	500,000.00
Total amount (if any) agreed to be considered as paid on <u>NIL</u> shares which have been issued as fully paid up otherwise than in cash				RM	NIL
Total amount (if any) agreed to be considered as paid on _____ shares which have been issued as partly paid up to the extent of _____ per share otherwise than in cash				RM	NIL
Total amount of calls unpaid				RM	NIL
Total amount of sums (if any) paid by way of commission in respect of any shares or debentures since the date of last return				RM	NIL
Total amount of sums (if any) allowed by way of discount in respect of any debentures since the date of last return				RM	NIL
Total number of shares forfeited				RM	NIL
Total amount paid (if any) on shares forfeited				RM	NIL

PARTICULARS OF INDEBTEDNESS

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** Particulars of the indebtedness of the Company in respect of all charges which are required to be registered with the Registrar of Companies are as follows:

Registered No.	Date of Registration	Nature of Charge	Name of Chargee	Amount of the Indebtedness
		NIL		
Total : RM				NIL

** Particulars of charges not required to be registered under the Companies Act, 1965 are as follows:

Date of Creation	Nature of Charge	Name of Chargee	Amount of the Indebtedness
	NIL		
Total : RM			NIL

† Total amount of indebtedness as at the date of the return RM NIL

COPY OF LAST AUDITED BALANCE-SHEET AND PROFIT AND LOSS ACCOUNT OF THE COMPANY

This return must include a copy, certified by a director or by the manager or secretary of the company to be a true copy of the last balance-sheet and of the last profit and loss account which have respectively been audited by the company's auditors (including every document required by law to be annexed or attached thereto) together with a copy of the report of the auditors thereon (certified as aforesaid) and if any such balance-sheet or account is in a language other than the National Language or English they must also be annexed to it a translation thereof in the National Language or English certified in the prescribed manner to be a correct translation. If the said last balance-sheet or account did not comply with the requirements of the laws as in force at the date of the audit there must be made such additions to and corrections in the said copy as would have been required to be made therein in order to make it comply with the said requirements, and the fact that the said copy has been so amended must be stated thereon. If a company has more than one such audited balance-sheet or profit and loss account since the date of the last return, every such balance sheet and profit and loss account must be included.

Where a holding company has a subsidiary company incorporated in a country outside Malaysia, whether the subsidiary company has or has not established a place of business in Malaysia, there shall be annexed to the balance-sheet and profit and loss account of the holding company a separate balance-sheet and profit and loss account for the subsidiary company.

Notwithstanding the foregoing provisions this return need not include a copy of the last balance-sheet and profit and loss account of any company which is an exempt private company at the date of the return and has been an exempt private company since the date of the last return, the incorporation of the company or their commencement of this Act, whichever last occurs, if the return includes a certificate signed by a director of the company, the secretary of the company and the auditor of the company which certified that, to the best of their knowledge and belief:-

- (a) the Company is and has at all relevant times been an exempt private company;
- (b) a duly audited profit and loss account and balance-sheet which comply with the requirements of the Act made up to a date specified in the certificate have been laid before the company in a general meeting; and
- (c) as at the date to which the profit and loss account has been made up the company appeared to have been able to meet its liabilities as and when they would fall due.

CERTIFICATE TO BE GIVEN BY ALL COMPANIES

A certificate in the form set out hereunder shall be given by the secretary or a director of every company.

CERTIFICATE

I/We⁽⁶⁾, after having made due inquiries certify:-

- (a) That the provisions of the Unclaimed Moneys Act, 1965, relating to the unclaimed moneys have been complied with;
- (b) Having made an inspection of the share register, that transfers have not⁽⁶⁾ been registered since the date of *the last annual return*⁽⁶⁾ ~~or the incorporation of the company~~⁽⁶⁾;
- (c) ⁽⁷⁾ that the company has not since the date of the last annual return ⁽⁸⁾ issued any invitation to the public to subscribe for any shares in or debentures of the company or to deposit moneys for fixed periods or payable at call; ~~and~~
- (d) ~~⁽⁹⁾ that the excess of members of the company above fifty (counting joint holders of shares as one person) consists only of persons who are in the employment of the company or of its subsidiary or persons who while previously in the employment of the company or of its subsidiary were and thereafter have continued to be members of the company.~~

Director
JAINUDDIN BIN MOHD ZAITUN

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Particulars of the ***Directors, Managers, Secretaries and Auditors of the HAPPY FAMILY SDN. BHD. at the date of the Annual Return.

Full Name††	I/C No. / Passport No. ‡‡	Usual Address §	Other business occupation and in the case of Directors; particulars of other Directorships
Directors :- JAINUDDIN BIN MOHD ZAITUN	NRIC No.: 710101-00-1117	D99-1, Perdana Exclusive Condominium,15, Jalan PJU 8/1, Bandar Damansara Perdana, 47820 Petaling Jaya, Selangor Darul Ehsan.	Company Director
TING KANG MING	NRIC No.: 800001-00-1117	No.1008, Jalan Hati, Sentul, 51200 Kuala Lumpur.	Company Director
Managers (if any) NIL	NIL	NIL	NIL
Secretaries :- CHAN MIN CHA (f) (MAICSA 0123456)	NRIC No.: 600000-10-0002	No.99, Jalan SS 2/88, 47300 Petaling Jaya, Selangor Darul Ehsan.	Company Secretary
Auditors for current financial year :- KC AW & CO.	AF1394	No.79B, Jalan SS21/37, Damansara Utama, 47400 Petaling Jaya, Selangor.	Audit

Director
JAINUDDIN BIN MOHD ZAITUN

Company No. :

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List of persons holding shares in the HAPPY FAMILY SDN. BHD. on the 19th day of November, 2011 (being the date of the return or other authorized date) and an account of the shares so held:

NOTE - If the names in this list are not arranged in alphabetical order, an index sufficient to enable the name of any person in the list to be readily found must be annexed to this list.

Folio in register Ledger containing particulars	Name, I/C No./Passport No. and address****	††† Number of shares held by existing members †††	Analysis of Shareholdings §§					
			††† Malays and Natives	††† Citizens who are non-Malays and non-Natives	††† Non-Citizens	††† Body corporate controlled by Malays and Natives	††† Body corporate controlled by citizens who are non-Malays and non-Natives	††† Body corporate controlled by non-Citizen
003	JAINUDDIN BIN MOHD ZAITUN NRIC No.: 710101-00-1117 D99-1, Perdana Exclusive Condominium, 15, Jalan PJU 8/1, Bandar Damansara Perdana, 47820 Petaling Jaya, Selangor Darul Ehsan.	300,000	300,000	NIL	NIL	NIL	NIL	NIL
005	TING KANG MING NRIC No.: 800001-00-1117 No.1008, Jalan Hati, Sentul, 51200 Kuala Lumpur.	200,000	NIL	200,000	NIL	NIL	NIL	NIL
Total Shares		500,000	300,000	200,000	NIL	NIL	NIL	NIL

Lodged by :

NBC SECRETARIAL SDN. BHD. (859813-D)

No. 79A, Jalan SS 21/37, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan

Tel : 03-7729 7018 Fax : 03-7728 7018

Director
JAINUDDIN BIN MOHD ZAITUN

* Delete if annual return is lodged in respect of the first annual general meeting.

- † Delete if inapplicable
- £ Where the space provided is insufficient, a separate list may be annexed.
- ‡ State three main businesses actually carried on by the company in order of priority.
- 1 When the shares are of different kinds or amounts (e.g., preference and ordinary, or RM ___ and RM ___) state the number and nominal value separately
- 2 If the shares are of different kinds, state them separately
- 3 “Body corporate” means “corporation as defined in section 4 but for this purpose it also includes the exceptions thereof.
“Controlled by” means where not less than half of the issued capital (excluding any part thereof which consists of preference shares) is beneficially owned by or where not less than half of the voting power is controlled by the person.
- 4 Where various amounts have been called or there are shares of different kinds, state them separately
- 5 Include what has been received on forfeited as well as on existing shares
- ** Strike out if inapplicable
- † State the total amount of indebtedness of the company as at the date of the return.
- 6 Strike out if inapplicable
- 7 Strike out this paragraph if the company is not a private company.
- 8 In the case of the first annual return of a private company strike out the words “last annual return” and substitute the words “incorporation of the company”.
- 9 Strike out this paragraph except in the case of a private company whose members exceed fifty.
- 10 NOTE : A certificate signed by the same person in the capacity of both director and secretary will not be accepted. See section 139(5)
- *** Directors include any person who occupies the position of a director by whatever name called and any person in accordance with whose directions or instructions the directors of a company are accustomed to act.
- †† Insert full name and any former name of the officer. If an officer is of the female gender insert “(f)” against her name. In the case of a person appointed as an alternate to another director insert “alternate to (name of director)” against his name.
- ‡‡ In the case of a firm of auditors insert the firm number.
- § Other than the auditors, the address given must be the usual residential address. See section 141 (2) (a) and (4)
- **** If a shareholder is a company, please state its company number, which is the number allocated to it on its incorporation by the Register
- ††† The Aggregate number of shares held, and not the distinctive numbers, must be stated, and the column must be added up throughout so as to make one total to agree with that stated in the summary to have been taken up.
- ‡‡‡ Where the shares are of different class these columns may be subdivided so that the number of each class held may be shown separately. Where any shares have been converted into stocks, particulars of the amount of stock must be shown.
- §§ The Analysis of Shareholding need not include any column thereunder that is not applicable.