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 **ISS** ISS CONSULTING
INTEGRATED SOFTWARE SOLUTIONS

annual
report 2011

ISS CONSULTING SOLUTIONS BERHAD (675362-P)

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With the successful acquisition of Diversified Gateway Berhad (DGB), ISS Consulting has expanded its solution offerings to not only be one of the leading service providers of integrated business solutions in the SAP environment but also a leading networking systems integrator. With its Head office in Malaysia, ISS Consulting has a total staff force of close to 100 SAP Consultants employed in Singapore, Thailand and Malaysia as well as more than 50 network engineers. On the strength of a diversified and renowned customer base built up over the years, the Group has deployed state-of-the art SAP solutions across various industries and spanning over the continent of Asia as well as a full range of tele/data communications solutions in Local Area Network, Wide Area Network, Transmission, Switching and Operation Support Systems throughout Malaysia.

On the software and Enterprise Resource Planning front, ISS Consulting offers tailored solutions and service portfolio for the entire life cycle of an IT investment. Our industry competence and our SAP industry solutions make us a strategic partner of medium-sized companies. At the same time, Large Enterprise rely on our subject competence of SAP's innovative solutions, where ISS leads the path in implementing SAP's latest products, helping customers to deploy new solutions that are launched by SAP.

On the networking front, ISS Consulting's wholly owned subsidiary, DGB, has extensive experience and success in providing services such as requirement studies, network design, installation, maintenance, consultancy, project management, operation and management and implementing and supporting large carrier and enterprise networks in Malaysia. DGB, also has nationwide service centres manned directly by staff employed by DGB to support its customers across Malaysia.

THE SOLUTIONS

> **SAP BUSINESS SUITE – Business Process Efficiency across the Enterprise**

SAP Business Suite is modular enterprise software that supports end-to-end industry processes. Using SAP Suite allows a company to effectively coordinate business and IT strategies at the same time. Comprehensive business process support, with industry level specifics, helps a company execute strategies that save operational costs or stimulate productivity, without the complexity of managing multiple technology platforms.

Business and IT decision makers can use SAP Business Suite applications to improve visibility into mission critical business processes – and expand and innovative without disruption through proven, built-in best practises for access to information anytime, anywhere.

Built on an open, service-oriented architecture (SOA) – and powered by the SAP NetWeaver technology platform, SAP Business Suite offers companies the opportunity to transform business processes efficiently and integrate business process effectively.

> **ISS XPRESS SOLUTIONS – Empowering Small and Medium-Sized Business**

ISS is a proven expert at helping companies evolve and grow, delivering the robust power of SAP in a real, sustainable way. With more than a decade of experience and trust, ISS has built up expertise in various industries, such as chemicals, pharmaceuticals, agribusiness, maritime, automotive, retail as well as manufacturing and distribution.

With this industry knowledge, ISS has developed its Xpress suite of solutions based on the SAP ERP platform. These products incorporate SAP's state-of-the-art functionality, Best Industry Practices, ISS industry experience and a proven implementation methodology to deliver affordable pre-configured and industry specific solutions for the mid-market segment. Today, we have developed and commercialized solutions, such as:

- CHEMXPRESS
- AUTOXPRESS
- IMCXPRESS
- PLANTATIONXPRESS
- PHARMAXPRESS
- HighTech-One

With speed in implementation, ISS Xpress Solutions allows companies to streamline their business processes, improve operational efficiency and gain visibility across the entire enterprise, within weeks instead of months.

> **BUSINESS OBJECTS – Visualizing Business Information**

SAP BusinessObjects offers a broad portfolio of tools and applications designed to help companies optimize business performance by connecting people, information and business across business networks.

SAP BusinessObjects XI solutions include SAP BusinessObjects Enterprise Software, as well as software for information discovery and delivery; information management; and query, reporting and analysis. With these solutions, ISS Consulting help companies establish a business intelligence (BI) platform that provides immediate access to trusted business information.

Crystal Reports, the leading report generation software that allows reports designers to create highly formatted reports that are connected to virtually any data source.

It helps customers with on-report sorting and filtering, giving them the tool to make informed decisions instantly. Xcelcius, the leading Dashboard and Visualization software from Business Objects, allows the creation of dynamic and interactive dashboards, which can be embedded in Microsoft Office files, or other familiar formats.

> **BPC – Business Planning & Consolidation**

ISS offers large corporations (who have multiple subsidiaries be it locally or abroad) a sophisticated solution for their planning, budgeting and consolidation needs.

Using familiar interfaces such as Microsoft Excel, BPC allows companies to implement their own planning methods and adjust them with the ever-changing market environments. Integration with SAP ERP allows comprehensive variance reporting, what-if-analysis and scenario planning.

The Consolidation module covers all consolidation-related activities such as currency conversion, intercompany elimination and multi-tier allocations. A predefined schedule provides an overview of the status of ongoing consolidation activities.

Integrated with Business Object Reporting tools, BPC can also make full use of a range of reporting tools from ad-hoc reports using Web Intelligence to Dashboard reporting.

> **Core and Long Haul Network Solution**

An integrated carrier grade solution offered to service providers and/or large enterprises for its backbone or transport services over IP, Ethernet (Packet based) or SONET, SDH, WDM (Optical based).

Packet based solutions allow our customers to confidently offer private lines, VPN and advance services on a single integrated backbone whilst SONET and SDH technologies are primarily used to support traditional TDM voice and emerging packet solutions and additional services which are not supported by packet solutions such as Television distribution, Fiber Channel Storage and many installed security systems. These networks can further leverage on the bandwidth and distance extensions provided by an underlying DWDM network.

> **Wireless Connectivity Solution**

Wireless connectivity solutions offered include high speed broadband wireless from 52Mbps up to 1.25Gbps for both Enterprise LAN and Service Provider mobile wireless network, together with metro access. The solution is based on FSO (Free Space Optic Technology) and is ideal to deliver the speed of fiber with the flexibility of wireless connectivity for distances of 10m to 5km.

Further, digital microwave radio/spread spectrum transmission technology is also offered as a wireless connectivity solution. The said solution caters for both voice and data application over public or private networks. The advantage of deploying digital microwave radio technology is that it delivers very low bit error rate links that are highly immune to interference.

The applications supported over the wireless network include wireless local loop (WLL), Wide Area Networking (WAN) and Metropolitan Area Networking (MAN). The high performance links offered are ideal for frame relay applications and last mile feeders into optical and satellite networks. The obvious advantages of wireless connectivity are less time consuming and more cost effective as compared to fiber trenching.

> **WAN – Wide Area Networking**

Our expertise in networking solutions include providing data communication solutions that support several networking technologies such as ATM, Frame Relay, IP and Voice on a single platform or more aptly known as convergence technology.

The technologies and solutions offered are ideal for both enterprises and service providers for access adaptation or backbone switching. In detail, it supports core connectivity and allows revenue generating services to be technically and commercially deployed in the most effective manner.

The services supported under this platform are Intranet services, Internet access, extranets, next-generation wireless networks including TDMA, GSM, GPRS, UMTS, CDMA radio technologies & packet voice networking.

> **Service Providers Network Solutions**

Our expertise in networking solutions include providing revenue generating solutions to service providers in the area of Storage Area Network (SAN) for mission critical customers especially in the financial industry where business continuity is of utmost importance in the event of crisis. This service can be delivered via the DWDM technology.

The optical network technology and solution offered will also enable service provider to offer data, VOIP (Voice over IP), voice and multimedia centric application, broadcast, IP Video, Ethernet VPN and even broadband solution via readily infrastructure.

> **Local Area Network (LAN) Solutions**

We also focus on delivering a complete LAN solution to our customers in the areas of Structured Cabling and LAN switching (2 tier or 3 tier network topology). The structured cabling encompasses both the horizontal cabling (Cat.5e and Cat.6 UTP cabling) and vertical fiber optic cabling (singlemode and multimode).

Together with LAN switching, we also provide Network performance monitoring and Bandwidth Management solutions that ensures the smooth operation of networks. Further, we also offer network security solutions such as multi-tiered Firewall architecture and also IDS (Intrusion Detection System) as well as IPS (Intrusion Prevention System) against virus attacks, worms and hackers.

Physical encryption devices to encrypt and ensure secured data and voice communication between point to point and multipoint are also available in the form of fax, telephone, mobile phone, modem, leased line, ISDN encryption device with SBLH, 256 bit encryption algorithms.

THE SERVICES

> **SAP Consulting – Providing End-to-End Solutions**

ISS offers a wide scope of SAP services ranging from feasibility studies to full scale implementation for growing companies and established multinational organizations. With a strong commitment in providing our clients with comprehensive end-to-end business solutions through a high degree of team work and the ideal project methodology, we have successfully delivered the desired results consistently.

We also provide key user and end-user training, conduct spot consulting and quality assessment checks. Our team has the technical expertise that can be called upon to supplement your existing internal SAP competence centre, as and when required.

> **Application Management Support – Expertise on Request**

ISS maintains a certified SAP Helpdesk Centre that provides support services for our customers across Asia. With teams in Malaysia, Singapore and Thailand, we support customers of all sizes with services ranging from 1st level telephone support to remote installation and development of enhancements. We provide complete technical competence and ensure the smooth running of SAP systems, so customers can concentrate on their core business without having to invest in large internal SAP support teams.

> **Upgrade & Migration – Continuous Improvement**

ISS provides upgrade & migration services that include key user training, delta training, technical and application support as well as data migration services. We have executed many upgrade projects and helped our customers through all phases of the upgrade. With the full resources and best practices of ISS knowledgeable support, customers are able to continuously benefit from the latest products offered by SAP.

> **International Roll – Out Projects**

Over the last 10 years ISS Consulting has established itself as an SAP Rollout Specialist in Asia. We have helped a significant number of customers with rollout projects covering countries such as China, Japan, Korea, Australia, New Zealand and others in Asia. Using a mix of local and regional consultants for such rollouts, ISS provides a cost effective alternative to address both local, cultural and legal issues as well as regional standardization requirements.

> **Customized Development**

An experienced team of Java, PHP and ABAP Developers is available to develop any requested custom-build solution. We have delivered solutions across the whole spectrum of bespoke requirements: from enhancements to existing SAP installation to a completely custom developed ERP solution for the steel industry.

We have developed point-of-sale systems which are being deployed by leading retailers in the region and integrated those into SAP back-office solutions. Using state-of-the-art development tools, we have created solutions for hand-held devices to automate and improve Warehouse Management operations, interface solutions between system and companies, and have been responsible for various solutions covering the full range of the software development lifecycle.

> **Network Support Services**

DGB provides a wide-range of support services options for customers to choose from in accordance with their needs and budgets.

a. Maintenance services

We offer flexible Maintenance Services for customers who have requirement constraints as well as budget constraints. Our options include differing radius coverage, response times, number of spares coverage as well as number of days and/or hours of coverage (option to include Sat, Sun or even Public Holidays).

We are one of the few integration companies in the nation that has our own service centers nationwide. Our service team are hired and trained with the necessary technological skills by our principals and consultants in order to provide maintenance and support to our customers on a 24 hours basis, if necessary. We also offer a response time of between 2 to 4 hours, one of the fastest in the IT industry.



Corporate Profile (Continued)

The products that we support ranges from modems (standalone or rack mount), PCs, Point-of-Sales, Servers to network equipment such as network switches, routers, wireless equipment and optical switches covering customer head quarters, state branches, as well as agents on a nationwide basis. We currently maintain networks deployed by Internet Service Providers (ISPs), Financial Service Institutions, Telco Providers, Insurance companies, Banks and Oil and Gas companies.

We also cater to customers who require Preventive Maintenance to their systems on a monthly, quarterly or half yearly basis. The scope of work here encompasses checking and running diagnostic tests on machines to ensure that parts are working correctly and potential problems are eradicated or minimised.

b. Technical Services

Services such as installation, testing, demonstrations, commissioning, network management, performance tuning as well as monitoring are also available. Our engineers are skilled with many multitudes of hardware and software (SCO Unix, HP Unix, NT etc) and are more technologically oriented rather than product oriented. This makes them versatile to deal with problems in a multi-vendor environment.

BOARD OF DIRECTORS

Dato' Hairuddin Bin Mohamed

Independent Non-Executive Chairman

Mr Robin Lim Jin Hee

Executive Director and Chief Operating Officer

Ms Neo Poh Lian

Executive Director

Mr Au Yong Kam Weng

Independent Non-Executive Director

Mr Wong Kit Leong

Independent Non-Executive Director

CHIEF EXECUTIVE OFFICER

Mr Lau Chi Chiang

BOARD COMMITTEES

Audit Committee

Mr Au Yong Kam Weng (*Chairman*)
Dato' Hairuddin Bin Mohamed
Mr Wong Kit Leong

Nomination Committee

Dato' Hairuddin Bin Mohamed
(*Chairman*)
Mr Au Yong Kam Weng
Mr Wong Kit Leong

Remuneration Committee

Dato' Hairuddin Bin Mohamed
(*Chairman*)
Mr Au Yong Kam Weng
Mr Robin Lim Jin Hee

COMPANY SECRETARY

Ms Lim Shook Nyee
[MAICSA No. 7007640]

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Fax : +603 2072 4885

STOCK EXCHANGE LISTING

ACE Market, Bursa Malaysia Securities
Berhad

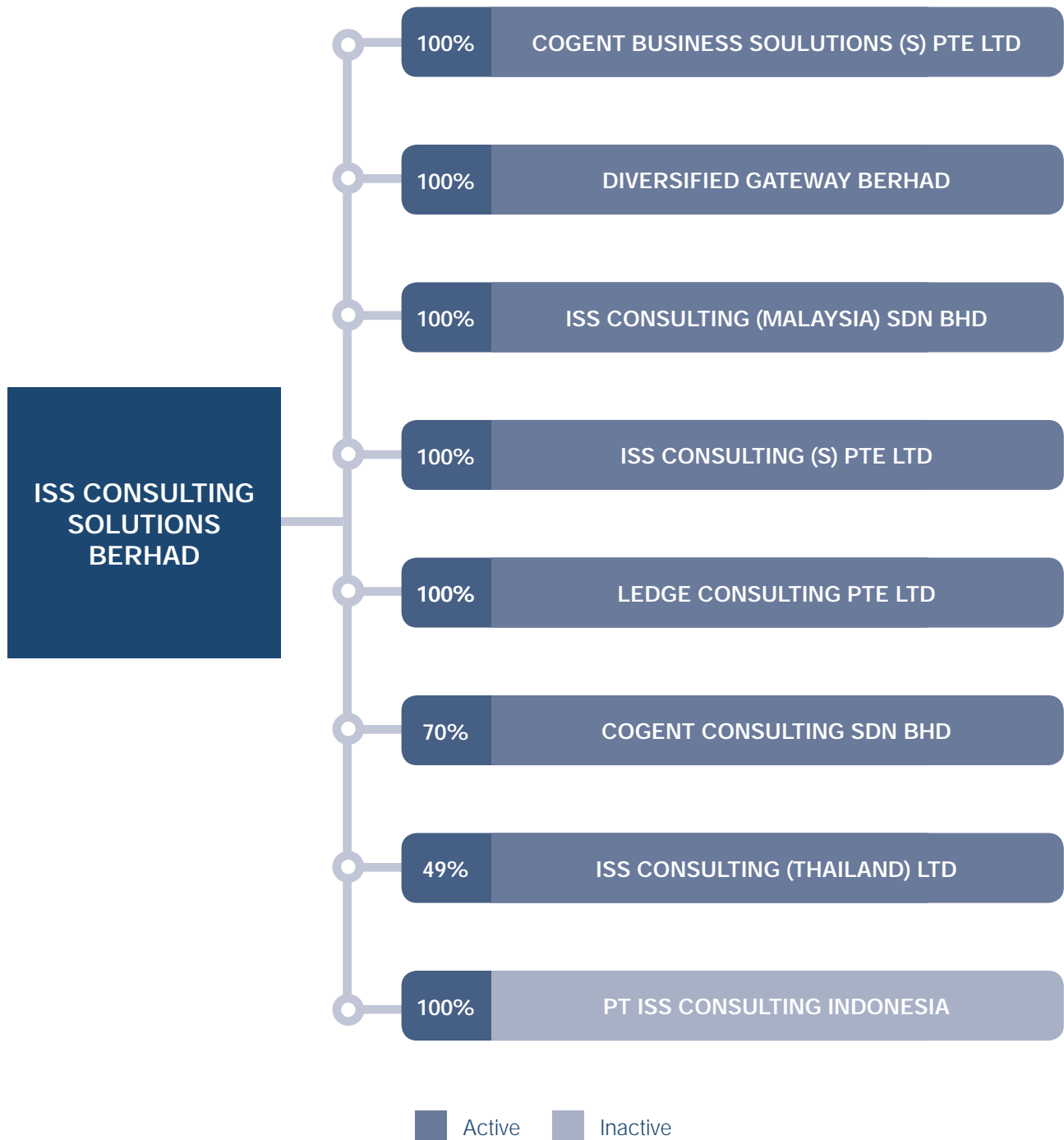
PRINCIPAL BANKERS

Public Bank Berhad
RHB Bank Berhad
AmBank Berhad
CIMB Bank Berhad
EON Bank Berhad
EONCAP Islamic Bank Berhad
Malayan Banking Berhad
Hong Leong Bank Berhad
OCBC Bank (Malaysia) Berhad
United Overseas Bank (Malaysia) Berhad

WEBSITE ADDRESS

www.iss-consulting.com

Corporate Structure





Chairman's Statement

PERFORMANCE

The Company completed its reverse acquisition by Diversified Gateway Berhad ("DGB") on 14 April 2010. With the completion of this reverse acquisition, the year under review was really a post-merger integration period. This was a crucial period which involved resolving a lot of outstanding issues, including but not limited to business issues (for example policies, procedures and processes) and new organizational objectives including combing through the strengths, weaknesses and points of differences between the companies. Although definitely a challenge, we are however pleased to announce that through the steady implementation of a standardized structure, we have managed to address most of the issues previously plaguing the Company and are definitely looking forward to the new financial year ahead.

Consequently, the Company, ISS Consulting Solutions Berhad ("ISS") has also changed its financial year end from 31 December to 31 March to coincide with the financial year end of its ultimate holding company, Formis Resources Berhad. In addition, as a result of the business combination between ISS and DGB following from the reverse acquisition, even though the consolidated financial statements of the combined entity are issued under the name of the legal holding company, in this case, ISS, the consolidated financial statements represents a continuation of the historical financial statements of the legal subsidiary, DGB. Accordingly, the Consolidated Statement of Financial Position for the Company should be read in conjunction with the accompanying explanatory notes to the financial report.

With that in mind, I shall proceed to report the Group's financial results for the year ended 31 March 2011. The Group recorded total consolidated revenue of RM61.54 million and consolidated loss before tax of RM15.45 million for the financial year ended 31 March 2011. Notably, the consolidated loss before tax for the financial year of RM15.45 million was largely due to:

- a) a provision made by the Group for impairment in value of goodwill of RM3.7 million in one of the subsidiaries;
- b) allowance for impairment loss made by the Group for potentially doubtful debtors amounting to approximately RM2.8million in one of the existing projects of a subsidiary; and
- c) a lower level of revenue recognition for the Solutions segment.

CORPORATE PROPOSALS

There were no corporate proposals announced or outstanding as at the date of this report.

DIVIDENDS

No dividends have been paid in the financial year to date.

OPERATIONS

The year in review was a very challenging year for the new management team which was put in place upon completion of the reverse acquisition. Issues surrounding the Group initially seemed boundless and many projects were outstanding due to the lack of proper exercising of controls and/or adherence to proper processes. Post reverse acquisition, the new management team under the leadership of our new Chief Executive Officer, Mr. Lau Chi Chiang, was committed to rectify if not all, most of the problematic projects at hand within the Group even if it meant having to bite the bullet and deal with costs overruns.

I am pleased to announce that we have since managed to complete most of the outstanding projects with the cooperation of our customers. In fact, due to our commitment and persistence in delivering state of the art SAP solutions to our customers, many of those customers have since retained us for our help desk and maintenance services. There are of course some projects that we regretfully could not resolve amicably. However, I am pleased to say that these were few and far between. We are confident that such issues are now far behind us and are confident on the future prospects of the Group.



Chairman's Statement (Continued)

In addition, new operating procedures including financial reporting, sales and marketing activities, human resource policies, corporate communication initiatives as well as general administration matters were put in place to steer the Group forward. Further, we have relocated our head quarters to improve operational efficiency, optimize the usage of office space and for more effective monitoring.

At the senior management level, we have also introduced several new appointments as well as re-designations and internal promotions to establish clear leadership in the formulation and implementation of the operating procedures. Amongst such appointments, I am proud to announce the re-designation of Mr. Robin Lim Jin Hee as Chief Operating Officer.

The Board and the senior management shall continually review the effectiveness of the management team and the procedures introduced to ensure that the Group is on track in achieving its goals.

PROSPECTS

The Group is ever more focused on information technology and is most excited in leveraging on the synergies with the Formis Group of companies and its partners. The Group intends to continue to develop its network solutions offerings and also develop more industry specific business intelligence and business object solutions unique to the Group.

Further, as the Government recognizes the importance of ICT in promoting and supporting economic growth, whereby the contribution of the ICT industry to GDP is targeted to increase to 10.2% by 2015, we are confident that such initiatives by the Government to further develop the ICT industry, including but not limited to the Government's aggressive promotion of high speed internet connectivity for all under its National Broadband Initiative (NBI), cloud computing services and strong support for the development of software, e-solutions as well as e-business in niche areas, will translate into business opportunities for the Group.

Finally, the Group is also excited to leverage on the nation-wide support service centers offered by DGB to increase its customer base for maintenance and help desk services for both its network solutions and SAP solutions.

APPRECIATION & ACKNOWLEDGEMENT

I would like to record my deepest appreciation to all my fellow Directors and employees of the ISS Group for their relentless commitment and contribution to the Company. Although having gone through a very challenging year, with your continued hard work and dedication, I firmly believe that we are well positioned to achieve greater success in the coming years.

Last but certainly not least, to all our customers, shareholders, business partners and associates, I thank you for your unwavering support over the past year and look forward to your continuous support in the years to come.

Thank you.

Dato' Hairuddin Bin Mohamed
CHAIRMAN

DATE: 18 July 2011



Profile of Directors / Chief Executive Officer

DATO' HAIRUDDIN BIN MOHAMED

*Chairman of the Board
Independent Non-Executive Director*

Age 61, Malaysian

Dato' Hairuddin Bin Mohamed joined the Board on 2 April 2010. He was also appointed a member of the Audit Committee on the same date. He was then appointed as Chairman of the Board, the Chairman of the Nomination Committee and the Remuneration Committee on 20 April 2010.

Dato' Hairuddin obtained a Bachelor in Social Science (Hons) degree from Universiti Sains Malaysia. He was formerly the Commissioner of Police heading the Commercial Crimes Investigation Department. During his service of 36 years, he had held several senior positions in the Force, amongst them were Deputy Commissioner of Police (Chief, Police Officer of Kedah), Senior Assistant Commissioner I (Deputy Director of Administration (Training)) and Senior Assistant Commissioner II (Crime Investigation Department Sarawak). He has vast experience in economic crimes investigations.

Apart from his chairmanship in the Company, he also serves as director on the board of Formis Resources Berhad, Yoong Onn Corporation Berhad, Formis Holdings Berhad, Diversified Gateway Berhad and several other private companies.

MR ROBIN LIM JIN HEE

*Executive Director and
Chief Operating Officer*

Age 49, Malaysian

Mr Robin Lim joined the Board as an Executive Director on 14 April 2010. He was then appointed as the Chief Operating Officer on 4 April 2011.

Mr Robin Lim obtained a Bachelor of Science specialising in Computer Science from University of Toronto, Canada. He joined Diversified Gateway Berhad in 1997 as General Manager and was appointed as Executive Director in 2003. Having been in the information technology industry since 1983, he has been exposed to various lines of employment covering software customisation to marketing. Some of his previous employers include AIM Computer Sdn Bhd, Computer Protocol Sdn Bhd and Digital Transmission Systems Sdn Bhd.

He currently serves as Director on the board of Diversified Gateway Berhad.

MS NEO POH LIAN

Executive Director

Age 50, Malaysian

Ms Neo Poh Lian joined the Board as an Executive Director on 14 April 2010.

Ms Neo obtained a B.A (Hons) in Finance with Accounting from University of East London. Upon her graduation, she remained in London for three years for her articleship. She returned to Malaysia in early 1988 and later joined Formis Computer Services Sdn Bhd ("FCS") in June as Finance Executive. In the following year, she was promoted to Finance and Administration Manager. In 1994, she was involved in a Management Buy-Out of FCS and was subsequently appointed to the Board in the same year. Ms Neo was appointed Executive Director of Perduren (M) Berhad from 2000 to 2006.

She was then appointed to Formis Resources Berhad ("FRB") upon completion of its acquisition of all the information technology businesses of Perduren (M) Berhad in 2006. Ms Neo, in her capacity as Corporate Vice President, Operations is responsible for all matters relating to operations of FRB group of companies including finance and accounting.

She currently serves as Director on the board of Formis Holdings Berhad, Diversified Gateway Berhad and several other private companies.



Profile of Directors / Chief Executive Officer (Continued)

MR AU YONG KAM WENG

Independent Non-Executive Director

Age 55, Malaysian

Mr Au Yong Kam Weng joined the Board on 2 April 2010. He was also appointed a member of the Audit Committee on the same date. On 20 April 2010, he was appointed the Chairman of the Audit Committee. He was also appointed a member of the Nomination Committee and the Remuneration Committee on 20 April 2010. Mr Au Yong leads the Audit Committee in regular dialogue with the internal and the external auditors as well as the senior management of the Group to check on financial and operational issues.

A MACPA graduate, Mr Au Yong is also a member of the Malaysian Institute of Accountants. He was employed as a financial controller as well as a general manager for several large Malaysian companies, such as Avetani (M) Sdn Bhd, South Malaysia Industries Berhad and Asian Pac Holdings Berhad. Thereafter he took up his current employment as a remisier at Hwang-DBS Securities Berhad. Mr Au Yong continues to keep updated with the development in accounting standards and risk management. With his extensive training and experience in the field of accounts and finance, Mr Au Yong contributed significantly to the Group in the areas of financial reporting and compliance.

He currently serves as an independent non-executive director on the board of Formis Resources Berhad.

MR WONG KIT LEONG

Independent Non-Executive Director

Age 40, Malaysian

Mr Wong Kit Leong joined the Board on 12 February 2010. He was also appointed a member of the Audit Committee on the same date. He was then appointed a member of the Nomination Committee on 20 April 2010. On 26 May 2011, he was appointed the Senior Independent Non-Executive Director of the Company.

Mr Wong obtained a Bachelor of Commerce from University of British Columbia, Vancouver, Canada in 1995. He began his career in 1996 at Citibank Malaysia under the Management Associate program and rose to senior transactor within Citicorp Capital Sdn Bhd, the private equity arm of Citibank Malaysia. He subsequently joined Abric Berhad in 1999, a company listed on Bursa Malaysia Securities Berhad as General Manager, Business Development. He was instrumental in expanding the business of Abric globally setting up offices in the UK, US and South America. He was subsequently promoted to Executive Director in 2001 and later made the Chief Operating Officer of the company. He is currently director of Pacific Regal Sdn Bhd, a corporate consultancy firm.

He currently serves as a director on the board of Ho Hup Construction Company Bhd.

MR LAU CHI CHIANG

Chief Executive Officer

Age 47, Malaysian

Mr Lau Chi Chiang was appointed as Chief Executive Officer of the Company on 14 April 2010.

Mr Lau graduated with a Bachelor of Arts (Honours) from Universiti of Malaya, Malaysia. He pursued his higher education and obtained his Master of Business Administration from Southern Cross University, Australia.

He started his career as an Account Manager at Innovest Systems and Services Sdn Bhd in 1989 and later left to join Digital Transmission Systems Sdn Bhd in 1991 as General Sales Manager until 1997.

In 1997, he joined Diversified Gateway Berhad ("DGB") and currently also serves as Managing Director of DGB.

He has a direct interest of 70,075,000 fully paid-up ordinary shares of RM0.10 each in the Company and an indirect interest of 40,000 fully paid-up ordinary shares of RM0.10 each in the Company held by his spouse.

He also has a direct interest of 4,015,000 fully paid-up ordinary shares of RM1.00 each and 250,000 warrants in Formis Resources Berhad ("FRB"), a related company of the Company. He also has an indirect interest of 40,000 fully paid-up ordinary shares of RM1.00 each in FRB held by his spouse.

Save where disclosed above, none of the Directors and the Chief Executive Officer has :

- any family relationship with any Director and/or major shareholder of the Company
- any conflict of interest with the Company
- any conviction for offences within the past 10 years other than traffic offences

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